Corp. Secretarial Deptt.

ISO 9001 BUREAU VERITAS Certification

bilt

25th August, 2017

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

Re: Annual General Meeting, Book Closure and E voting.

Dear Sir,

This is to inform you that the 72nd Annual General Meeting (AGM) of M/s Ballarpur Industries Limited (The Company) shall be held on Tuesday, 26th September, 2017 at 11:00 a.m. at the Registered Office of the Company at P.O. Ballarpur Paper Mills - 442 901, Distt. Chandrapur, Maharashtra. The Share Transfer Books and Register of Members of the Company shall remain closed from Wednesday, 20th September, 2017 to Tuesday, 26th September, 2017 (both days inclusive).

Further, Pursuant to Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 {Listing Regulations} and Section 108 of the Companies Act, 2013, read with relevant Rules made thereunder, the Company is pleased to provide to its Members the facility to exercise their right to vote by electronic means which shall be provided by M/s National Securities Depository Limited (NSDL). The e-voting on the resolutions to be passed at the said AGM of the Company shall begin on Saturday, 23rd September, 2017 (9:00 a.m. IST) and end on Monday, the 25th September, 2017 (5:00 p.m. IST). During this period, members of the Company holding shares either in physical form or dematerialized form, as on the cut-off date of 19th September, 2017, may cast their vote electronically.

A copy of the notice of AGM is enclosed herewith. In terms of Regulation 34 of the Company shall submit the annual report to the stock exchange within twenty one working days of it being approved and adopted in the AGM.

You are requested to take the information on record.

Thanking You,

Yours Faithfully
For **BALLARPUR INDUSTRIES LIMITED**

Akhil Mahajan

AKHIL MAHAJAN
CHIEF GENERAL MANAGER & COMPANY SECRETARY

Encl: a/a

Ballarpur Industries Limited

(CIN: L21010MH1945PLC010337)
Regd. Office: P.O. Ballarpur Paper Mills - 442 901, Distt. Chandrapur, Maharashtra
Email: sectdiv@bilt.com, Website: www.bilt.com
Phone: +91 07172 240200/211/215, Fax: +91 07172 240548

NOTICE

NOTICE is hereby given that the Seventy Second Annual General Meeting of the Members of Ballarpur Industries Limited will be held at 11:00 a.m. on Tuesday , the 26th September, 2017, at P.O. Ballarpur Paper Mills - 442 901, Distt. Chandrapur, Maharashtra, to transact the following business:

ORDINARY BUSINESS

1. To consider and adopt:

   (a) the audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2017 together with the Reports of the Board of Directors and Auditors thereon ;and

   (b) the audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2017 together with the Report of the Auditors thereon.

2. To appoint a Director in place of Mr. R. R. Vederah (DIN 00012252), who retires by rotation and being eligible, offers himself for re-appointment.

3. To Appoint Auditors and fix their remuneration and in this regard to pass the following resolution as an Ordinary Resolution:

   "RESOLVED THAT pursuant to the provisions of Section 139 and all other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, M/s Sharp & Tannan, Chartered Accountants, Chennai (Firm Registration No. 003792S), be and are hereby appointed as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting (AGM) till the conclusion of the Seventy Seventh AGM of the Company to audit the accounts of the Company and the Board of Directors of the Company be and are hereby authorised to fix their remuneration."

SPECIAL BUSINESS

4. To consider and if thought fit, pass with or without modification(s), the following resolution as an Ordinary Resolution:

   "RESOLVED THAT pursuant to the provisions of Section 143(8) and other applicable provisions, if any, of the Companies Act, 2013, the Board of Directors of the Company be and is hereby authorized to appoint Branch Auditors for auditing the Accounts pertaining to the various Units and / or Branch Offices of the Company, whether existing and / or to be opened / acquired in future and to fix their remuneration.

   RESOLVED FURTHER THAT the acts, deeds and things already done by the Board of Directors in this regard be and are hereby confirmed, approved and ratified."

5. To consider and if thought fit, pass with or without modification(s), the following resolution as an Ordinary Resolution:

   "RESOLVED THAT pursuant to Section 148 and other applicable provisions, if any, of the Companies Act, 2013 and Companies (Audit and Auditors) Rules 2014, remuneration of Rs. 45,000 plus applicable taxes and reimbursement for out-of pocket expenses for the financial year ending 31st March, 2018, to be paid to Messrs Bahadur Murao and Company, Cost Accountants, as approved by the Board of Directors of the Company, be and is hereby ratified and confirmed."

6. To consider and if thought fit, pass with or without modification(s), the following resolution as an Ordinary Resolution:

   "RESOLVED THAT pursuant to provisions of Sections 149, 150, 152 and rules made thereunder, Schedule IV and all other applicable provisions of the Companies Act, 2013 {including any statutory modification(s) or re-enactment(s) thereof, for the time being in force}, Mr. Sudhir Mathur (DIN 01705609), who was appointed as an Additional Director (Independent) of the Company by the Board of Directors with effect from 7th February, 2017 and who holds office until the date of this Annual General Meeting in terms of Section 161 of the Companies Act, 2013, and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013, from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company for 5 (five) consecutive years, for a term upto 6th February, 2022, not liable to retire by rotation."

7. To consider and if thought fit, pass with or without modification(s), the following resolution as an Ordinary Resolution:

   "RESOLVED THAT pursuant to provisions of Sections 149, 150, 152 and rules made thereunder, Schedule IV and all other applicable provisions of the Companies Act, 2013 {including

any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Ms. Payal Chawla (DIN 06988235), who was appointed as an Additional Director (Independent) of the Company by the Board of Directors with effect from 8th August, 2017 and who holds office until the date of this Annual General Meeting in terms of Section 161 of the Companies Act, 2013, and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013, from a member proposing her candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company for 5 (five) consecutive years, for a term upto 7th August, 2022, not liable to retire by rotation."

By order of the Board

Akhil Mahajan
Chief General
Manager & Company Secretary

Date: 8th August, 2017
Place: New Delhi

NOTES:

1. **A member entitled to attend and vote at the meeting is entitled to appoint one or more proxies to attend and vote instead of himself / herself on a poll. A proxy need not be a member of the Company. Proxies, in order to be effective must be received at the Registered Office of the Company not less than 48 hours before the commencement of meeting. A person can act as a proxy on behalf of Members not more than 50 and such number of members holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. In case a proxy is proposed to be appointed by a member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as a proxy and such person shall not act as a proxy for any other person or shareholder.**

   Proxies submitted on behalf of limited companies, societies, partnership firms, trusts etc. must be supported by appropriate duly certified copy of resolution / authority as applicable, issued by the member authorising representative(s) to attend and vote at the Annual General Meeting.

2. Pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015, brief profile of Director proposed to be re-appointed is given in the Report on Corporate Governance and Independent Directors proposed to be appointed is given in the explanatory statement in respect of Special Business annexed hereto.

3. Explanatory Statement as required under Section 102 of the Companies Act, 2013, in respect of Special Business is annexed hereto.

4. The Share Transfer Books and Register of Members of the Company shall remain closed from Wednesday, the 20th September, 2017 to Tuesday the 26th September, 2017 (both days inclusive).

5. **Members are requested to immediately notify the Company their change of address, mandate, bank particulars etc. To ensure prompt action, Members are requested to clearly mention their Registered Folio Number in every correspondence with the Company. In case the shares are held in dematerialised form, the above mentioned intimation is to be forwarded to the Depository Participant(s).**

6. Members are requested to produce enclosed attendance slip duly signed as per the specimen signature recorded with the Company / Depositories, for admission to the meeting hall. Members, who hold shares in dematerialised form, are requested to bring their Client-ID and DP-ID for easier identification at the meeting.

7. Members are again informed that in terms of Sections 124 of the Companies Act, 2013, dividends which remain unclaimed / unencashed for a period of 7 years are to be transferred by the Company to the Investor Education and Protection Fund (IEPF) constituted by the Central Government. No claim lies against the Company for unclaimed / unencashed dividend amount, if any, upon transfer.

   Accordingly, all dividends declared upto January, 2010 which remained unclaimed / unencashed, have already been transferred to the IEPF.

   The tentative schedule for transfer of remaining unclaimed / unencashed dividend to the IEPF in respective years is given in the Section "General Shareholders' Information" forming part of the Corporate Governance Report.

   In view of the above, the Members are advised to encash or claim the dividend before transfer to the IEPF. The details of unclaimed dividend is also available on the website of the Company (www.bilt.com).

   In terms of Section 124(6) of Companies Act, 2013 and the Rules notified thereunder, the shares in respect of which the dividend has not been paid or claimed for a period of seven consecutive years or more, are required to be transferred by the company to the IEPF.

   The Company has sent individual communication to Members whose shares are liable to be transferred under the Rules at their registered address informing them of the above and for taking appropriate action.

   No claim shall lie against the Company in respect of unclaimed dividend amounts and the corresponding shares to be transferred to IEPF, pursuant to relevant Rules.

   The shareholders may note that both the unclaimed dividend and the shares transferred to IEPF can be claimed back by them from IEPF.

   It may also be noted that all subsequent corporate benefits accruing on the said shares shall also be credited to IEPF and voting rights on such shares shall also be frozen until the shares are transferred back in the name of the shareholder.

8. Pursuant to Section 72 of the Companies Act, 2013, Members are entitled to make nomination in respect of shares held by them in physical form. Members desirous of making nominations are requested to send their requests in Form SH 13 (which will be made available on request) to the Company.

9. Consequent to the Scheme of Arrangement and Reorganization, the Company had despatched new Share Certificates (post split and buyback) and Buyback consideration in the year 2008. Members are requested to notify the Company of non receipt of the above to claim the same.

10. The route map of the venue for the Annual General Meeting from Balharshah Railway Station and Nagpur is available on the website of the Company (www.bilt.com) under the Investor Relations Section and overleaf.

11. Voting through Electronic means:

    I. In compliance with provisions of Section 108 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014, as amended, the Company is pleased to provide Members facility to exercise their right to vote on resolutions proposed to be considered at the Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by National Securities Depository Limited (NSDL).

    II. The facility for voting through ballot paper shall be made available at the AGM venue and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.

    III. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.

    IV. The remote e-voting period commences on Saturday, the 23rd September, 2017 (9:00 am) and ends on Monday, the 25th September, 2017 (5:00 pm). During this period, Members of the Company holding shares either in physical form or in dematerialized form, as on the cut-off date of Tuesday, the 19th September, 2017, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently.

    V. The process and manner for remote e-voting are as under:

        A. In case a Member receives an email from NSDL [for members whose email IDs are registered with the Company/Depository Participant(s)]:

            (i) Open email and open PDF file viz; "BILT e-voting.pdf" with your Client ID or Folio No. as password. The said PDF file contains your user ID and password/PIN for remote e-voting. Please note that the password is an initial password.

            Members already registered with NSDL for e-voting will not receive the PDF file "BILT e-voting.pdf".

            (ii) Launch internet browser by typing URL: https://www.evoting.nsdl.com

            (iii) Click on Shareholder - Login

            (iv) Put user ID and password as initial password/ PIN noted in step (i) above. Click Login.

            (v) Password change menu appears. Change the password/PIN with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

            (vi) Home page of remote e-voting opens. Click on remote e-voting: Active Voting Cycles.

            (vii) Select "EVEN" of the Company.

            (viii) You are now ready for remote e-voting as Cast Vote page opens.

            (ix) Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.

            (x) Upon confirmation, the message "Vote cast successfully" will be displayed.

            (xi) Once you have voted on the resolution, you will not be allowed to modify your vote.

            (xii) Institutional Members (i.e. Members other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to pbalodia@gmail.com with a copy marked to evoting@nsdl.co.in

        B. In case a Member receives physical copy of the Notice of AGM/communication for voting through electronic means [for members whose email IDs are not registered with the Company/Depository Participants(s) or requesting physical copy]:

(i) EVEN (E-Voting Event Number), User Id, Password (Initial), E-voting Period/other details etc. have been provided in the communication for voting through electronic means.

(ii) Please follow all steps from Sr. No. (ii) to Sr. No. (xii) of A. above, to cast your vote.

VI. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and remote e-voting user manual for Members available at the downloads section of www.evoting.nsdl.com or call on toll free no.: 1800-222-9904600.

VII. If you are already registered with NSDL for remote e-voting, then you can use your existing user ID and password for casting your vote.

- In case shareholders are holding shares in demat mode, USER-ID is the combination of DPID +Client ID.
- In case shareholders are holding shares in physical mode, USER-ID is the combination of EVEN No + Folio No.
- Shareholders who forgot the User Details/ Password can use "Forgot User Details/ Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com or contact NSDL at the following toll free no.: 1800-222-9904600.

VIII. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).

IX. The voting rights of Members shall be in proportion to the paid up equity share capital as on the cut-off date of Tuesday, the 19th September, 2017.

X. Any person, who acquires shares of the Company and becomes member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. Tuesday, the 19th September, 2017, may obtain the login ID and password by sending a request at evoting@nsdl.co.in

XI. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot paper.

XII. Mr. Prashant Kumar Balodia, Practising Company Secretary (Membership No. F6047 and CP No. 6153), Partner, M/s PDS & Co., Practising Company Secretaries, has been appointed as the Scrutinizer to scrutinize the voting on ballot and remote e-voting process in a fair and transparent manner.

XIII. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of Scrutinizer, by use of "Ballot Paper" for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.

XIV. The Scrutinizer shall after the conclusion of voting at the AGM, first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than forty eight hours of the conclusion of the AGM, a consolidated Scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.

XV. The Results declared alongwith the report of the Scrutinizer shall be placed on the website of the Company www.bilt.com and on the website of NSDL and displayed on the Notice Board of the Company at its Registered Office, Head Office and Corporate Office immediately after the declaration of results by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the BSE Limited and National Stock Exchange of India Limited.

EXPLANATORY STATEMENT UNDER SECTION 102 OF THE COMPANIES ACT, 2013

Item No.4

As per Section 143(8) of the Companies Act, 2013, the accounts relating to Branch Offices of the Company can be audited by a person other than Statutory Auditors of the Company with the approval of the Members.

The Resolution under item no. 4 of this Notice is being proposed, in terms of the above mentioned Section, for seeking approval of the Members for appointment / re-appointment of Branch Auditors by the Board of Directors ("the Board"), for Auditing the Accounts pertaining to the various Units and/ or Branch Offices of the Company, whether existing and / or to be opened/ acquired in future and for fixing their remuneration.

The Board accordingly recommends the Ordinary Resolution as mentioned at item no.4 of this Notice for your approval.

Pursuant to applicable provisions of the Companies Act, 2013, none of the Directors & Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the resolution, except to the extent of their shareholding, if any, in the Company.

Item No. 5

The Board, on recommendation of the Audit Committee has approved the appointment and remuneration of the Cost Auditors, M/s Bahadur Murao & Co., Cost Accountants, as the Cost Auditors for auditing the cost records being maintained by the Company for the financial year 2017 - 2018, relating to Paper being manufactured at Unit Shree Gopal.

In accordance with provisions of Section 148 of Companies Act, 2013 and Companies (Audit and Auditors) Rules 2014, the remuneration of Rs. 45,000/- (plus applicable taxes and reimbursement of out of pocket expenses) payable to the Cost Auditors is to be approved by the Members of the Company.

The Board accordingly recommends the Ordinary Resolution as mentioned at item no. 5 of this Notice for your approval.

Pursuant to applicable provisions of the Companies Act, 2013, none of the Directors & Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the resolution, except to the extent of their shareholding, if any, in the Company.

Item No. 6

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company had appointed Mr. Sudhir Mathur as an Additional Director (Independent) of the Company w.e.f. 7th February, 2017.

Mr. Sudhir Mathur, aged 55 years , holds an MBA degree from Cornell University, USA. Mr. Mathur has about 30 years of experience and was associated with the Company till 2004 as President & CFO. He has also worked for Idea Cellular, Aircel, GMR and Cairn at various senior level positions of increasing responsibility.

Pursuant to the provisions of Section 161(1) of the Companies Act, 2013 read with Article 130 of Articles of Association of the Company, Mr. Mathur holds office upto the date of this Annual General Meeting. Mr. Mathur does not hold any shares in the Company either in his individual capacity or beneficially for others and is not related to any Director of the Company.

In the opinion of the Board, Mr. Mathur fulfils the conditions for his appointment as an Independent Director as specified in the Companies Act, 2013 and rules made thereunder as well as Regulation 16 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and he is independent of the Management. A copy of the draft letter for appointment of the Independent Director setting out the terms and conditions of appointment would be available for inspection by the members at the Registered Office of the Company during normal business hours on any working day, excluding Saturday, upto the Annual General Meeting and is also posted on the Company's website www.bilt.com.

The Company has received a notice from a member, as required under Section 160 of the Companies Act, 2013, proposing the candidature of Mr. Mathur as a Director. The Board accordingly recommends the Ordinary Resolution as mentioned at item no. 6 of this Notice for your approval. Except Mr. Mathur, pursuant to applicable provisions of the Companies Act, 2013, none of the Directors & Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the resolution, except to the extent of their shareholding, if any, in the Company

Item No. 7

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company had appointed Ms. Payal Chawla as an Additional Director (Independent) of the Company w.e.f. 8th August, 2017.

Ms. Chawla, aged 48 years, is a Rotary Scholar, a Russel Baker Fellow and a recipient of the University of Chicago International House Grant. She has previously served as in-house Counsel with Coca-Cola and as Head of Legal for Reckitt Benckiser and as partner with HSA Advocates. She was also privileged to be part of the Judicial Commission headed by Hon'ble Justice Usha Mehra (Retd.) in the Nirbhaya rape tragedy.

Ms. Chawla is the founder of the first and only all-women's law firm, JusContractus, founded in May, 2013 which has several accolades to its credit. The firm was named as the deal maker of the year 2015 by India Business Law Journal, nominated amongst the top start-up law firms by IDEX for both 2015 & 2016 and recently also been awarded the Special Recognition Award by India Legal Awards, 2016. IDEX also named the firm as amongst the Best Firms to work with in- 2017.

Ms. Chawla was named as the Lawyer of the Year - Corporate 2017 by Lawyer Issue, Corporate Lawyer of the Year –India for 2016 by Corporate Live Wire Legal Awards and Partner of the Year-Female 2016, and amongst the Partners of the Year 2017 by Annual IDEX Legal Awards.

Ms. Chawla has also been named as the thinkers to watch out for in 2015 by Forbes India. Her life and work were captured in the form of a short biopic by 'Tapasya Productions', which has won accolades at various film festivals including the Dadasaheb Phalke Film Festival, 2017. She regularly writes on legal matters for newspapers and other publications and also speaks on legal issues from time to time.

She serves as an Independent Director on Jamna Auto Industries Limited and is also a part of the Board of Governors of IILM, a management institute at Lodhi Road, New Delhi. She has also recently been invited to serve on the Board of Directors of the prestigious Nani Palkhivala Arbitration Center.

Pursuant to the provisions of Section 161(1) of the Companies Act, 2013 read with Article 130 of Articles of Association of the Company, Ms. Chawla holds office upto the date of this Annual General Meeting. Ms. Chawla does not hold any shares in the Company either in her individual capacity or beneficially for others and is not related to any Director of the Company.

In the opinion of the Board, Ms. Chawla fulfils the conditions for her appointment as an Independent Director as specified in the Companies Act, 2013 and rules made thereunder as well as Regulation

16 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and she is independent of the Management. A copy of the draft letter for appointment of the Independent Director setting out the terms and conditions of appointment would be available for inspection by the members at the Registered Office of the Company during normal business hours on any working day, excluding Saturday, upto the Annual General Meeting and is also posted on the Company's website www.bilt.com.

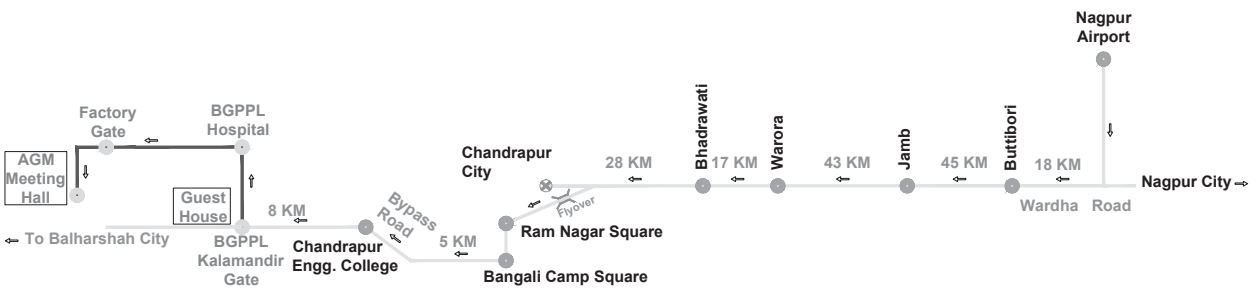
The Company has received a notice from a member, as required under Section 160 of the Companies Act, 2013, proposing the candidature of Ms. Chawla as a Director. The Board accordingly recommends the Ordinary Resolution as mentioned at item no. 7 of this Notice for your approval. Except Ms. Chawla, pursuant to applicable provisions of the Companies Act, 2013, none of the Directors & Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the resolution, except to the extent of their shareholding, if any, in the Company.

By order of the Board

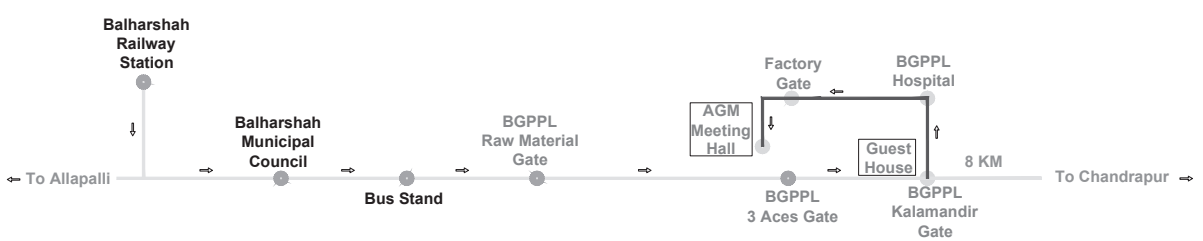
Akhil Mahajan
Chief General Manager &
Company Secretary

Date: 8th August, 2017
Place: New Delhi

ROUTE MAP FOR VENUE OF ANNUAL GENERAL MEETING OF BALLARPUR INDUSTRIES LIMITED



NAGPUR AIRPORT TO MEETING HALL



BALHARSHAH RAILWAY STATION TO MEETING HALL

Ballarpur Industries Limited

Regd. Office: P.O. Ballarpur Paper Mills - 442901, Distt. Chandrapur, Maharashtra

Attendance Slip

I hereby record my presence at the Seventy Second Annual General Meeting of the Company at its Registered Office at P.O. Ballarpur Paper Mills - 442901, Distt. Chandrapur, Maharashtra at 11.00 a.m. on Tuesday, 26th September, 2017.

Member's Folio No./ DP & Client ID No. .....

Name of the attending Member
(in block letters) .....

Name of Proxy (In block letters, to be filled in if the
proxy attends instead of the member) .....

No. of Equity Shares held .....

Signature of the attending Member/Proxy .....

NOTES :

1. **If you intend to appoint a proxy, please complete the Proxy Form below and deposit it at the Company's Registered Office, at least 48 hours before the commencement of the meeting.**
2. Member/Proxy holder wishing to attend the meeting must bring the Attendance Slip to the meeting and hand it over at the entrance duly filled up and signed.

Ballarpur Industries Limited

Regd. Office: P.O. Ballarpur Paper Mills - 442901, Distt. Chandrapur, Maharashtra

Proxy Form

Name of the member(s): .....

Registered address: .....

E-mail Id: .....

Folio No/ Client Id: .....

DP ID: .....

I/ we, being the member(s) holding ..... shares of the above named company, hereby appoint:

1. Name: Address: E-mail Id: Signature : ....., or failing him/her	2. Name: Address: E-mail Id: Signature : ....., or failing him/her	3. Name Address: E-mail Id: Signature : .....

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 72nd Annual General Meeting of the Company, to be held on Tuesday, 26th September, 2017, at 11:00 a.m. at P.O. Ballarpur Paper Mills - 442 901, Distt. Chandrapur, Maharashtra and at any adjournment thereof in respect of such resolutions as are indicated overleaf:

Sr. No.	Resolutions
Ordinary Business	
1	Consider and adopt :
	a) Audited Standalone Financial Statements, Reports of the Board of Directors and Auditors
	b) Audited Consolidated Financial Statements and Report of the Auditors
2	Reappointment of Mr. R.R. Vederah, Director retiring by rotation.
3	Appointment of Statutory Auditors
Special Business	
4	Appointment of Branch Auditors
5	Ratification of remuneration to Cost Auditor
6	Appointment of Independent Director – Mr. Sudhir Mathur
7	Appointment of Independent Director – Ms. Payal Chawla

Signed this ..... day of 2017

Please Affix Revenue Stamp

.....
Signature of shareholder

.....	.....	.....
Signature of 1st Proxy holder	Signature of 2nd Proxy holder	Signature of 3rd Proxy holder

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.