JK PAPER LTD.

Nehru House, 4 Bahadur Shah Zafar Marg, New Delhi-110002

14th October 2014

Department of Corporate Services/
Listing BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai – 400 001

Scrip Code : 532162

National Stock Exchange of India Ltd.
"Exchange Plaza" Bandra-Kurla Complex,
Bandra (E),
Mumbai – 400 051

Symbol : JKPAPER
Series : EQ

Dear Sirs,

Sub: **Gist of Proceedings of the 53rd Annual General Meeting held on 27th September 2014**

The 53rd Annual General Meeting of the Members of the Company was duly held on Saturday, the 27th September 2014 at 12.30 P.M (AGM).

Shri Bharat Hari Singhania, Chairman, chaired the AGM. Requisite quorum being present, the meeting was called to order. 65 Members were present in person or through their authorized representatives and 15 members through their proxies at the AGM as per the record of Attendance.

All requisite Statutory Registers, Proxy Register and other inspection documents were available during the AGM for inspection of the Members.

Report of M/s. S.S. Kothari Mehta & Co., Chartered Accountants, the Company's Statutory Auditors, did not contain any qualifications, etc. of the said Auditors and therefore was not required to be read. However, as requested by the Chairman, Shri Suresh Chander Gupta, Company Secretary, read the Opinion of the Auditors on the audited Annual Accounts of the Company.

The Chairman addressed the Members and gave an overview of the financial performance of the Company for the financial year ended 31st March 2014, economic and industrial scenario, New Projects, CSR initiatives and future outlook.

On the invitation of the Chairman, several Members addressed the Meeting and also raised queries on the Company's accounts and business, which were suitably replied by the Chairman/Vice Chairman & Managing Director, to their satisfaction.

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CIN L21010GJ1960PLC018099

The Chairman informed the Members that pursuant to the provisions of Section 108 of the Companies Act, 2013 and rules made thereunder read with Clause 35B of the Listing Agreement with the Stock Exchanges, the Company had provided electronic voting facility (E-voting) to the Members of the Company in respect of businesses to be transacted at the AGM. The E-voting commenced on 20th September 2014 at 10.00 A.M. and concluded on 22nd September 2014 at 5.30 P.M. The Chairman also informed that Shri Namo Narain Agarwal, Practicing Company Secretary, who was appointed as the Scrutinizer to conduct the E-voting process, is present at the AGM and has submitted his Report to the Chairman on the results of E-voting conducted as aforesaid.

The Chairman then ordered for a voting by Poll on all the Resolutions contained in the AGM Notice, as under and appointed Shri Namo Narain Agarwal, as the Scrutiniser to conduct the Poll process in a fair and transparent manner.

Ordinary Business:

1. Adoption of the audited Financial Statements for the financial year ended 31st March 2014 and the Reports of the Board of Directors and Auditors thereon. **(Ordinary Resolution).**
2. Appointment of M/s S.S. Kothari Mehta & Co., Chartered Accountants, as Auditors of the Company and fixing their remuneration. **(Ordinary Resolution).**

Special Business:

3. Appointment of Shri Udayan Bose as an Independent Director. **(Ordinary Resolution).**
4. Appointment of Shri M.H. Dalmia as an Independent Director. **(Ordinary Resolution)**
5. Appointment of Shri R.V. Kanoria as an Independent Director. **(Ordinary Resolution)**
6. Appointment of Shri Shailendra Swarup as an Independent Director. **(Ordinary Resolution)**
7. Appointment of Shri Arun Bharat Ram as an Independent Director. **(Ordinary Resolution)**
8. Appointment of Shri Sandip Somany as an Independent Director. **(Ordinary Resolution)**
9. Authorisation to the Board of Directors for borrowings upto an amount not exceeding Rs. 3,500 Crores. **(Special Resolution).**

10. Authorisation to the Board of Directors to create mortgage/charges on the properties of the Company in favour of the lenders upto an amount not exceeding Rs. 3,500 Crores. **(Special Resolution).**

11. Approval for acceptance of deposits by the Company. **(Special Resolution).**

12. Approval of minimum remuneration to Vice Chairman & Managing Director. **(Special Resolution).**

13. Approval of minimum remuneration to Whole-Time Director. **(Special Resolution).**

14. Redesignation and remuneration of Shri Shrivats Singhania, a related party. **(Special Resolution).**

The Scrutiniser began the Poll process by distributing Polling Papers (Ballots) to the Members and Proxies present.

The Chairman informed the Members that the Scrutiniser shall conduct the Poll and Final Results will be declared by Shri Suresh Chander Gupta, Company Secretary, on the website of the Company by 29th September 2014, after combining the results of both the E-voting and the Poll being conducted, as aforesaid. The said results, shall also be simultaneously sent to BSE Limited, National Stock Exchange of India Ltd. and Central Depository Services Ltd. for placing on their websites, as required.

There being no other item of business, the Meeting concluded with a vote of thanks to the Chairman.

Kindly take the same on record.

Thanking you,

Yours faithfully,
For JK Paper Ltd.

(Suresh Chander Gupta)
Company Secretary

P.S. Final Result: All the above Resolutions were duly passed by the Members with requisite majority as informed separately vide our letter dtd. 29th September 2014 and put on the Company's website "www.jkpaper.com".