

December 22, 2016

Department of Corporate Services
BSE Limited
14th Floor, P.J. Towers,
Dalal Street,
MUMBAI :: 400 001

BSE Scrip Code No.502330

Listing Department,
National Stock Exchange of India Ltd.
"Exchange Plaza",
Bandra-Kurla Complex,
Bandra (E), **MUMBAI :: 400 051**

(Symbol – IPAPPM; Series – EQ)

Dears Sirs,

Sub: Outcome of voting of Court Convened Meeting held on December 21, 2016

This is with reference to our earlier communication regarding the Court Convened Meeting of the Company. Please note that the Court Convened Meeting (CCM) of the Company was held on December 21, 2016 at Hotel Hospin, Celebrations, 6th Floor, Pushkarghat, Rajahmundry – 533 104, East Godavari District, Andhra Pradesh, India.

As per the provisions of the Companies (Court) Rules, 1959, the Company provided voting facility by way of Ballot Paper to its Shareholders on the business transacted at the CCM of the Company. The Company had appointed Mr. D. Hanumanta Raju, Partner, D. Hanumanta Raju & Co., Practising Company Secretaries and Mr. S. Rama Subba Rao, Shareholder of the Company as the Scrutinizers for voting through ballot paper at the CCM. As per the Scrutinizers' Report, the Resolution as set out in the Notice of CCM has been duly approved by the Shareholders with requisite majority. The Scrutinizers' Report is enclosed as Annexure 1.

In accordance with the requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including Regulation 44(3) read with SEBI Circular No. CIR/CFD/CMD/8/2015 dated November 4, 2015, the outcome of voting at the Court Convened Meeting of the Company is attached as Annexure 2.

You are requested to kindly take the above information on your records.

Thanking you,

Yours faithfully,

For INTERNATIONAL PAPER APPM LIMITED

C. Prabhakar

C. PRABHAKAR

SR. VICE PRESIDENT (CORPORATE AFFAIRS) &
COMPANY SECRETARY



Encl: As above

INTERNATIONAL PAPER APPM LIMITED

(Formerly known as The Andhra Pradesh Paper Mills Limited)

(Corporate Identity Number: L21010AP1964PLC001008)

Regd. Office: Rajahmundry – 533 105, East Godavari Dist., Andhra Pradesh, India.

Tel : +91-883-247 1831 to 1834 Fax: +91-883-246 1764 & 301 3000 website: www.ipappm.com

An ISO 9001, ISO 14001 and OHSAS 18001 Certified Company

SCRUTINIZERS' REPORT

To

Mr. Rampraveen Swaminathan

Chairman of the Court Convened

Meeting of the Equity Shareholders

Of International Paper APPM Limited,

Held on Wednesday, 21st December, 2016 at 10:30 A.M.

At Hotel La Hospin, Celebrations, 6th Floor, Pushkar Ghat, Rajahmundry, East Godavari District, Andhra Pradesh – 533 104.

REPORT OF THE SCRUTINIZERS' ON THE POLL (THROUGH POLL PAPERS) PROVIDED AT COURT CONVENED MEETING OF THE EQUITY SHAREHOLDERS OF THE COMPANY HELD ON WEDNESDAY, DECEMBER 21, 2016 AT 10:30 A.M AT HOTEL LA HOSPIN, CELEBRATIONS, 6TH FLOOR, PUSHKAR GHAT, RAJAHMUNDY, EAST GODAVARI DISTRICT, ANDHRA PRADESH – 533 104

Dear Sir, . . .

We, D.Hanumanta Raju, Partner, D.Hanumanta Raju & Co, Company Secretaries and Mr.S. Ramasubba Rao, equity shareholder of the Company were appointed as Scrutinizers for the purpose of conducting the voting process by poll (through poll papers) taken at the court convened meeting of the equity shareholders of **International Paper APPM Limited (the "Company")**, held on Wednesday, December 21, 2016 at 10:30 A.M at Hotel La Hospin, Celebrations, 6th Floor, Pushkar Ghat, Rajahmundry, East Godavari District, Andhra Pradesh – 533 104, on the resolution seeking shareholders' approval to the Scheme of Arrangement amongst the Company and its Members, to reclassify and transfer the amount of Rs.288.76 Crores lying to the credit of the General Reserves to the 'Profit and Loss Account' of the Company under the terms of the Scheme. We hereby submit our report as under.

Voting by Poll (through poll papers) taken at the court convened meeting:

1. After the time fixed for closing of the poll by the Chairman, 2 (Two) ballot boxes kept for polling were locked in our presence with due identification marks placed by us.
2. The locked ballot boxes were subsequently opened in our presence and poll papers were diligently scrutinized.
3. The poll papers were scrutinized with the records maintained by the Company and authorizations/proxies lodged with the Company and there was no ambiguity with respect to validity of any of the proxies;



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4. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid;
5. The result of the poll (through poll papers) seeking approval to the Scheme of Arrangement amongst the Company and its Members, to reclassify and transfer the amount of Rs.288.76 Crores lying to the credit of the General Reserves to the 'Profit and Loss Account' of the Company under the terms of the Scheme is as follows:

Resolution: To approve the Scheme of Arrangement amongst the Company and its Members, to reclassify and transfer the amount of Rs.288.76 Crores lying to the credit of the General Reserves to the 'Profit and Loss Account' of the Company under the terms of the Scheme

Total Number of Members present in person or by proxy or by authorised representative.	110*
Total Number of Shares held by the Members present in person or by proxy or by authorised representative	29961341@
Total Number of Members present in person or by proxy or by authorised representative who cast their votes by poll	110#
Total Number of Votes (in terms of number of shares held) cast by them by poll.	29957068@

* Total attendance as per the attendance records/folio numbers is 178 which includes 105 members holding 137 folios and 5 proxies representing 41 folios. However members having more than one folio have been treated as one member present. Similarly proxies holding proxy for more than one folio is treated as one proxy attending the meeting.

Total 149 ballot papers were received which includes ballots from 105 members representing 126 folios and 5 proxies representing 23 folios who casted vote through physical ballot process. However members having more than one folio who casted vote on multiple folios have been treated as one member casting vote. Similarly, proxies who casted vote for multiple folios were treated as one proxy casting vote.

@ Total shares are calculated by aggregating the shares held by each person against all folios held by such person.



(a) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy or by authorized representative)	% of total number of members present and voting (in person or by proxy or by authorized representative)	Number of votes (in terms of number of shares held) cast by them	% of total number of votes (in terms of number of shares held) cast by them
79	71.82	29957043	100

(b) Voted against the resolution:

Number of members present and voting (in person or by proxy or by authorized representative)	% of total number of members present and voting (in person or by proxy or by authorized representative)	Number of votes (in terms of number of shares held) cast by them	% of total number of votes (in terms of number of shares held) cast by them
6	5.45	25	0

(c) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
24 [^]	1454

[^]Votes of twenty four shareholders holding 25 folios were declared invalid. However shareholders holding multiple folios has been treated as one shareholder.

(d) Abstained Votes:

Total number of members who abstained from voting	Total number of shares held by them
13 ^s	2819

^sThirteen shareholders holding 29 folios have abstained from voting. However shareholder holding multiple folios has been treated as one shareholder abstaining from voting.

We hereby declare that the resolution for approving Scheme of Arrangement amongst the Company and its Members, to reclassify and transfer the amount of Rs.288.76 Crores lying to

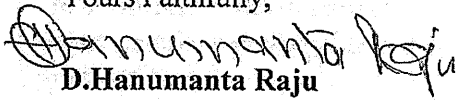


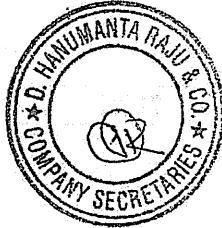
INTERNATIONAL PAPER APPM LIMITED

the credit of the General Reserves to the 'Profit and Loss Account' of the Company under the terms of the Scheme by poll (through poll papers) has been approved with requisite majority.

The Poll papers and all other relevant records were sealed and will be handed over to Mr. C. Prabhakar, Sr. Vice President (Corporate Affairs) & Company Secretary for safe keeping.

Thanking You,
Yours Faithfully,


D. Hanumanta Raju
Partner
D. Hanumanta Raju & Co;
C.P. No.1709





Mr. S. Ramasubba Rao
Member Scrutinizer

Place: Hyderabad

Dated: December 22, 2016

Annexure 2**Outcome of Voting of Court Convened Meeting**

(As per Regulation 44(3) of Listing Regulations)

Date of Court Convened Meeting	December 21, 2016
Total number of shareholders as on relevant date i.e., December 16, 2016	12,456
No. of shareholders present in the meeting either in person or through proxy	178
Promoters & Promoter Group	2
Public	176
No. of shareholders attended the Meeting through Video Conferencing	Not applicable



Agenda wise disclosure:

Resolution required (Ordinary/Special)	Approval with requisite majority in number representing three fourths in value of the members or class of members To consider, and if thought fit, approving, with or without modification(s), the proposed arrangement embodied in the Scheme of Arrangement between International Paper APPM Limited and its Members to reclassify and transfer the amounting lying to the credit of General Reserves to the 'Profit and Loss Account", in accordance with the Scheme.
Whether promoter/promoter group are interested in the agenda/resolution?	Promoter and Promoter group are not interested in the resolution except to the extent of their shareholding

MODE OF VOTING: POLL

Category	No. of Shares held#	No. of Votes Polled@	% of Votes polled on Outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on Votes Polled	% of Votes polled against on Votes polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[5/(2)]*100
Promoter and Promoter group	29827529	29827529	100.00	29827529	0	100.0000	0.0000
Public - Institutions	1275041	124096	9.7327	124096	0	100.0000	0.0000
Public – Non-Institutions	8667469	5442	0.0628	5418	25	99.5406	0.4593
Total	39770039	29957067	75.3257	29957043	25	99.9999	0.0001

Shareholding as on December 16, 2016

@ excludes invalid votes of 1,454 equity shares

