



PUDUMJEE PAPER PRODUCTS LTD.

Registered Office:

Survey No. 25, 26, 29 & 30, Chinchwad Road, Near Aditya Birla Hospital,
Thergaon, Mulshi, Pune, Maharashtra 411 033, India.

E-mail: pune@pudumjee.com | **Telephone:** +91 20 4077 3333 / 3061 3333

CIN: L21098PN2015PLC153717 | **GSTIN:** 27AAHCP9601Q1ZQ

CP: 966

17th November, 2025

<p>The Manager, Listing Department, National Stock Exchange of India Ltd., Exchange Plaza, 5th Floor, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra (E), <u>Mumbai – 400 051.</u></p> <p><u>Scrip Code:- PDMJEPAPER</u></p>	<p>The Manager, Corporate Relationship Department, BSE Ltd., Phiroze Jeejeebhoy Towers, Dalal Street, <u>MUMBAI – 400 001.</u></p> <p><u>Scrip Code:- 539785</u></p>
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Dear Sir/Madam,

Subject: Notice of Postal Ballot – Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations').

Pursuant to Regulation 30 of the Listing Regulations, we have enclosed a copy of the Postal Ballot Notice dated 10th November, 2025 together with the Explanatory Statement thereto, seeking approval of the members of the Company for Appointment of Mrs. Shailaja Nair (DIN: 11343122) as a Non-Executive Independent Director of the Company by way of electronic voting (i.e. remote e-voting) in accordance with the relevant circulars issued by the Ministry of Corporate Affairs (MCA) and the Securities & Exchange Board of India.

In Compliance with the relevant MCA Circulars, the Notice of Postal Ballot containing instruction is being sent only through electronic mode (i.e. through e-mail) to those Members whose names appear on the Register of Members/List of Beneficial Owners as received from the Depositories i.e. National Securities Depository Limited ("NSDL") / Central Depository Services (India) Limited ("CDSL") as on Friday, 07th November, 2025 (Cut-off Date) and whose email addresses are registered with the Company on the said date and therefore, the hard copy of the Postal Ballot Notice along with Postal Ballot Forms and pre-paid business envelope will not be sent to the Members for this Postal Ballot and the Members are required to communicate their assent or dissent through the remote e-voting system only.

Pursuant to Section 108, 110 and all other applicable provisions of the Companies Act, 2013, read with the Companies (Management and Administration) Rules, 2014, as amended, and Regulation 44 of SEBI Regulations, the Company is providing Remote e-voting facility to enable Members of the Company to cast their votes electronically on the matter set forth in the Notice.

The Company has appointed M/s. KFin Technologies Limited, the Company's Registrar and Share Transfer Agent for facilitating Remote e-voting to enable the Members to cast their votes electronically, during the below mentioned period:

The Date and Time of commencement of remote e-voting:	Tuesday, 18 th November, 2025 at 09:00 a.m. (IST).
The Date and Time of end of remote e-voting:	Wednesday, 17 th December, 2025 at 05:00 p.m. (IST) and the facility shall be forthwith blocked.

Corporate Office:

Jatia Chambers, 60, Dr. V. B. Gandhi Marg,
Kalaghoda, Mumbai 400 001, India

E-mail: pudumjee@pudumjee.com |

Telephone: +91 22 4355 3333, 2267 4485

Website: www.pudumjee.com

Certification by ICS
Integrated Management System (IMS)
Registration No.: RI91/11027, Complying with Standards:
QMS - ISO 9001:2015
EMS - ISO 14001:2015
OHSMS - ISO 45001:2018
HACCP based Food Safety Management System
Registration No.: RH91/10093, Complying with Standards:
FSMS - ISO 22000:2018





PUDUMJEE

PUDUMJEE PAPER PRODUCTS LTD.

Registered Office:

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Thergaon, Mulshi, Pune, Maharashtra 411 033, India.

E-mail: pune@pudumjee.com | **Telephone:** +91 20 4077 3333 / 3061 3333

CIN: L21098PN2015PLC153717 | **GSTIN:** 27AAHCP9601Q1ZQ

Members of the Company who have not yet registered their email address are requested to get their email addresses registered by following the procedure mentioned in the Notice.

The result of the Postal Ballot through remote e-voting only will be announced on or before Thursday, 18th December, 2025.

The said notice is also available on the website of the Company at www.pudumjee.com.

Kindly acknowledge the receipt and take the same on your record.

Thanking you,

Yours Faithfully,

For **Pudumjee Paper Products Limited**

Shrihari Waychal
Company Secretary and Compliance Officer
ICSI Membership No.: A62562
Encl.: As Above

Corporate Office:

Jatia Chambers, 60, Dr. V. B. Gandhi Marg,
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HACCP based Food Safety Management System

Registration No.: RH91/10093, Complying with Standards:

FSMS - ISO 22000:2018





PUDUMJEE PAPER PRODUCTS LIMITED

Registered Office: Thergaon, Pune – 411033

CIN: L21098PN2015PLC153717; Tel.: 020-40773333

Website: www.pudumjee.com; e-Mail: investors.relations@pudumjee.com

NOTICE OF POSTAL BALLOT

[Pursuant to Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014]

Dear Member(s),

Notice is hereby given that pursuant to the provisions of Sections 108 and 110 and all other applicable provisions, if any, of the Companies Act, 2013 ("Act"), read together with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) ("Rules"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), General Circular Nos. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 05, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 08, 2021, 3/2022 dated May 05, 2022, 11/2022 dated December 28, 2022, 09/2023 dated September 25, 2023, 09/2024 dated September 19, 2024 and 03/2025 dated September 22, 2025 issued by the Ministry of Corporate Affairs, Government of India ("MCA Circulars"), Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India and any other applicable law, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the resolution set out below is proposed to be passed by the Members of Pudumjee Paper Products Limited (the "Company") by means of Postal Ballot, only by way of remote e-voting ("e-voting") process.

In terms of the MCA Circulars and in compliance with Regulation 44 of the SEBI LODR Regulations and pursuant to the provisions of Sections 108 and 110 of the Companies Act, 2013 read with the Rules framed thereunder, the manner of voting on the proposed resolution is restricted only to e-voting, i.e. by casting votes electronically instead of submitting postal ballot forms. The instructions for evoting are appended to this Notice.

Accordingly, in compliance with the requirements of the MCA Circulars and other applicable laws and Regulations, this Postal Ballot Notice is being sent only through electronic mode to those Members whose email addresses are registered with KFin Technologies Limited (hereinafter referred to as "KFintech" / "KFin" / "RTA"), the Company's Registrar and Share Transfer Agent, and / or the Depository Participant(s) and therefore, the hard copy of the Postal Ballot Notice along with Postal Ballot Forms and pre-paid business reply envelope will not be sent to the Members for this Postal Ballot and the Members are required to communicate their assent or dissent through the remote e-voting system only.

The Board of Directors of the Company recommends approval of the Members for the Resolution appended below. The Explanatory Statement pursuant to Section 102 and 110 of the Act pertaining to the said Resolution setting out material facts and the reason for the Resolution is annexed hereto.

You are requested to peruse the proposed Resolution along with its Explanatory Statement and thereafter record your assent or dissent by means of remote e-voting facility provided by the Company.

SPECIAL BUSINESS:

Item No. 1:

To consider and approve, Appointment of Mrs. Shailaja Nair (DIN: 11343122) as “Non-Executive Independent Director” of the Company and, if thought fit, to pass the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 161, Schedule IV and other applicable provisions of the Companies Act, 2013 (“Act”) read with the Rules framed thereunder, and applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (“SEBI LODR Regulations”) (including any statutory modification or re-enactment thereof for the time being in force), and on the basis of recommendation of the Nomination and Remuneration Committee, Mrs. Shailaja Nair (DIN: 11343122), who was appointed by the Board of Directors as an “Additional Director” in the capacity of Non-Executive Independent Director with effect from 14th November, 2025, who meets the criteria for independence under Section 149(6) of the Act and the Rules made thereunder and Regulation 16(1)(b) of the SEBI LODR Regulations and in respect of whom the Company has received a notice in writing from a member under Section 160(1) of the Act, be and is hereby, appointed, as “Non-Executive Independent Director” of the Company for a period of 5 years with effect from 14th November, 2025 till 13th November, 2030, and that she shall not be liable to retire by rotation.

RESOLVED FURTHER THAT, the Board of Directors and Company Secretary of the Company, be and are hereby, severally, authorised to do all acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

By Order of the Board of Directors
For Pudumjee Paper Products Limited

Date: 10th November, 2025
Place: Pune

Shrihari Waychal
Company Secretary and Compliance officer
(ICSI Membership No.: A62562)

Notes:

1. The Explanatory Statement pursuant to the provisions of Section 102 read with Section 110 and other applicable provisions of the Companies Act, 2013 (the "Act") and rules made thereunder, setting out material facts and reasons for the proposed resolution is annexed hereto.
2. In Compliance with the aforesaid MCA Circulars, the Notice of Postal Ballot ("the Notice") containing instruction is being sent only through electronic mode (i.e. through e-mail) to those Members whose names appear on the Register of Members/List of Beneficial Owners as received from the Depositories i.e. National Securities Depository Limited ("NSDL") / Central Depository Services (India) Limited ("CDSL") as on Friday, 07th November, 2025 (hereinafter called as "Cut-off Date") and whose email addresses are registered with the Company/Depositories on the said date.
3. A copy of this Notice of Postal Ballot will also be available on the Company's website at www.pudumjee.com, and on the Website of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively, and on the Website of KFin Technologies Limited (hereinafter referred to as "KFintech" / "KFin" / "RTA") at <https://evoting.kfintech.com>.
4. Members whose name appearing on the Register of Members / List of Beneficial Owners as on the Cut-Off date i.e. Friday, 07th November, 2025 shall be eligible for Remote e-voting. A person who is not member on Cut-Off date should treat this notice for information purpose only.
5. Documents referred to in the Notice and the explanatory statement shall be available for inspection by the Members through e-mail. The Members are requested to send an e-mail to investors.relations@pudumjee.com for the same.
6. The Board of Directors of the Company has appointed Ms. Savita Jyoti (Membership No. FCS 3738 & Certificate of Practice No. 1796), Hyderabad, Practicing Company Secretary, as Scrutinizer for conducting the Postal Ballot process (through remote e-voting only) in a fair and transparent manner.
7. In compliance with provisions of Sections 108 and 110 and other applicable provisions of the Act, read with the Companies (Management and Administration) Rules, 2014, as amended ("Rules"), and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), the Company is providing Remote e-voting facility to enable Members of the Company to cast their votes electronically on the matter included in this Notice. The Company has appointed M/s. KFin Technologies Limited (hereinafter referred to as "KFintech" / "KFin" / "RTA") for facilitating Remote e-voting to enable the Members to cast their votes electronically instead of dispatching Postal Ballot Form.
8. The remote e-voting period commences from Tuesday, 18th November, 2025 (09:00 a.m. IST) to Wednesday, 17th December, 2025 (05:00 p.m. IST). During this period, Members of the Company, holding shares either in physical form or in dematerialised form, as on the Cut-Off Date i.e., Friday, 07th November, 2025, may cast their vote electronically. The Remote e-voting module shall be disabled by KFintech for voting thereafter and the voting shall not be allowed beyond the said date and time.
9. The Resolution, if passed by the requisite majority, shall be deemed to be passed on the last date specified for e-voting, i.e. Wednesday, 17th December, 2025 and as if it has been passed at a General Meeting of the Members.
10. A Member cannot exercise his/her vote through proxy on Postal Ballot. However, Institutional Members / Corporate Members (i.e. other than Individuals, HUF, NRI, etc.) are required to send scanned copy (PDF/JPG format) of the relevant Board

Resolution/Authority letter, etc., authorising its representative to vote through remote e-voting. The said Board Resolution/Authorisation shall be sent to the Scrutinizer through registered e-mail address to savitajyotiassociates05@gmail.com, with a copy marked to inward.ris@kfintech.com.

11. Upon completion of the scrutiny of electronic votes, the Scrutinizer will submit her report to the Chairman or Company Secretary of the Company. The result of the Postal Ballot will be announced on or before Thursday, 18th December, 2025. The said results would be displayed at the Registered Office of the Company and on its website at www.pudumjee.com and on the website of KFintech at <https://evoting.kfintech.com> and simultaneously communicated to the BSE Limited and National Stock Exchange of India Limited.
12. Members holding shares in dematerialised form are requested to register/update their KYC details including email address with their respective Depository Participants. Members holding shares in physical form are requested to register/update their KYC details including email address by submitting duly filled and signed Form ISR-1 alongwith such other documents prescribed in the Form ISR-1 to KFintech. Form ISR-1 is available on the website of the Company at <https://pudumjee.com/sebi-compliance-kyc-updates/> and on the website of KFintech at <https://ris.kfintech.com/clientservices/isc/isrforms.aspx>.
13. The process and manner for remote e-voting is as under:
 - a. In compliance with the provisions of Section 108 of the Act, Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, Regulation 44 of the SEBI LODR Regulations read with SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9th December, 2020 relating to 'e-voting Facility Provided by Listed Entities' ("SEBI e-voting Circular") the Members are provided with the facility to cast their vote electronically, through the remote e-voting services provided by KFin, on the resolutions set forth in this Notice. The instructions for remote e-voting are given herein below.
 - b. E-voting process has been enabled for all the individual demat account holders, by way of single login credential, through their demat accounts / websites of Depositories / DPs in order to increase the efficiency of the voting process.
 - c. Individual demat account holders would be able to cast their vote without having to register again with the E-voting Service Provider ("ESP") thereby not only facilitating seamless authentication but also ease and convenience of participating in e-voting process. Members are advised to update their mobile number and e-mail ID with their DPs to access e-voting facility.
 - d. The process and manner of remote e-voting is explained below:
 - i. Access to Depositories e-voting system in case of individual Members holding shares in demat mode.
 - ii. Access to KFin e-voting system in case of Members holding shares in physical and non-individual Members in demat mode.

I. Access to Depositories e-voting system in case of individual Members holding shares in demat mode.

Type of Member	Login
Individual Members holding securities in demat mode with NSDL	1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp . You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on the company name or e-Voting service

provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

2. Existing Internet-based Demat Account Statement (“IDeAS”) facility Users:

- i. Visit the e-services website of NSDL <https://eservices.nsdl.com> either on a personal computer or on a mobile.
- ii. On the e-services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. Thereafter enter the existing user id and password.
- iii. After successful authentication, Members will be able to see e-voting services under ‘Value Added Services’. Please click on “Access to e-voting” under e-voting services, after which the e-voting page will be displayed.
- iv. Click on company name i.e. **‘Pudumjee Paper Products Limited’** or ESP i.e. KFin.
- v. Members will be re-directed to KFin’s website for casting their vote during the remote e-voting period.

3. Those not registered under IDeAS:

- i. Visit <https://eservices.nsdl.com> for registering.
- ii. Select “Register Online for IDeAS Portal” or click at <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp>
- iii. Visit the e-voting website of NSDL <https://www.evoting.nsdl.com>.
- iv. Once the home page of e-voting system is launched, click on the icon “Login” which is available under ‘Shareholder / Member’ section. A new screen will open.
- v. Members will have to enter their User ID (i.e. the sixteen digit demat account number held with NSDL), password / OTP and a verification code as shown on the screen.
- vi. After successful authentication, Members will be redirected to NSDL Depository site wherein they can see e-voting page.
- vii. Click on company name i.e **Pudumjee Paper Products Limited** or ESP name i.e KFin after which the Member will be redirected to ESP website for casting their vote during the remote e-voting period.
- viii. Members can also download the NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.

NSDL Mobile App is available on

🍏 App Store

▶ Google Play



Type of Member	Login Method
Individual Members holding securities in demat mode with CDSL	<p>1.Existing user who have opted for Electronic Access To Securities Information (“Easi/ Easiest”) facility:</p> <ol style="list-style-type: none"> Visit https://web.cdslindia.com/myeasitoken/Home/Login or www.cdslindia.com. Click on New System Myeasi. Login to Myeasi option under quick login. Login with the registered user ID and password. Members will be able to view the e-voting Menu. The Menu will have links of KFin e-voting portal and will be redirected to the e-voting page of KFin to cast their vote without any further authentication. <p>2.User not registered for Easi/ Easiest</p> <ol style="list-style-type: none"> Visit https://web.cdslindia.com/myeasitoken/Home/EasiestRegistration or https://web.cdslindia.com/myeasitoken/Home/EasiRegistration for registering. Proceed to complete registration using the DP ID, Client ID (BO ID), etc. After successful registration, please follow the steps given in point no. 1 above to cast your vote. <p>3.Alternatively, by directly accessing the e-voting website of CDSL</p> <ol style="list-style-type: none"> Visit www.cdslindia.com. Provide demat account number and PAN. System will authenticate user by sending OTP on registered mobile and email as recorded in the demat Account. After successful authentication, please enter the e-voting module of CDSL. Click on the e-voting link available against the name of the Company, viz. ‘Pudumjee Paper Products Limited or select KFin. Members will be re-directed to the e-voting page of KFin to cast their vote without any further authentication.
Individual Members login through their demat accounts / website of DPs	<ol style="list-style-type: none"> Members can also login using the login credentials of their demat account through their DPs registered with the Depositories for e-voting facility. Once logged-in, Members will be able to view e-voting option. Upon clicking on e-voting option, Members will be redirected to the NSDL / CDSL website after successful authentication, wherein they will be able to view the e-voting feature. Click on options available against ‘Pudumjee Paper Products Limited’ or ‘KFin’. Members will be redirected to e-voting website of KFin for casting their vote during the remote e-voting period without any further authentication.

Important note: Members who are unable to retrieve User ID / Password are advised to use Forgot user ID and Forgot Password option available at respective websites.

Helpdesk for Individual Members holding securities in demat mode for any technical issues related to login through Depository i.e., NSDL and CDSL.

Login type	Helpdesk details
Securities held with NSDL	Please contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 102 0990 and 1800 22 4430
Securities held with CDSL	Please contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022-62343625, 022-62343626, 022-62343259

II. Access to KFin e-voting system in case of members holding shares in physical and non-individual members in demat mode.

Members whose e-mail IDs are registered with the Company / DPs, will receive an e-mail from KFin which will include details of E-Voting Event Number (EVEN), USER ID and password. They will have to follow the following process:

- i. Launch internet browser by typing the URL: [:: KFinTech eVoting System - Login ::](http://KFinTech.eVotingSystem-Login) .
- ii. Enter the login credentials (i.e., User ID and password). In case of physical folio, User ID will be EVEN (E-Voting Event Number) xxxx, followed by folio number. In case of Demat account, User ID will be your DP ID and Client ID. However, if you are already registered with KFin for e-voting, you can use your existing User ID and password for casting the vote.
- iii. After entering these details appropriately, click on "LOGIN".
- iv. You will now reach password change Menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A- Z), one lower case (a-z), one numeric value (0-9) and a special character (@, #, \$, etc.,). The system will prompt you to change your password and update your contact details like mobile number, e-mail ID etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.
- v. You need to login again with the new credentials.
- vi. On successful login, the system will prompt you to select the "EVEN" i.e., 'Pudumjee Paper Products Limited' and click on "Submit"
- vii. On the voting page, enter the number of shares (which represents the number of votes) as on the Cut-off Date under "FOR/AGAINST" or alternatively, you may partially enter any number in "FOR" and partially "AGAINST" but the total number in "FOR/ AGAINST" taken together shall not exceed your total shareholding as mentioned herein above. You may also choose the option "ABSTAIN". If the Member does not indicate either "FOR" or "AGAINST" it will be treated as "ABSTAIN" and the shares held will not be counted under either head.
- viii. Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/ demat accounts.
- ix. In case you do not desire to cast your vote, it will be treated as abstained.
- x. You may then cast your vote by selecting an appropriate option and click on "Submit".
- xi. A confirmation box will be displayed. Click "OK" to confirm else "CANCEL" to modify. Once you have voted on the resolution, you will not be allowed to modify your vote. During the voting period, Members can login any number of times till they have voted on the resolution.

General Guidelines for Members:

In case of any query and/ or assistance required, Members may refer to the Help & Frequently Asked Questions ("FAQs") available at the download section of <https://evoting.kfintech.com> or contact KFin at the email ID evoting@kfintech.com or call KFin's toll free No.: 1800 309 4001 for any further clarifications/ technical assistance that may be required.

By Order of the Board of Directors
For Pudumjee Paper Products Limited

Date: 10th November, 2025
Place: Pune

Shrihari Waychal
Company Secretary and Compliance Officer
(ICSI Membership No.: A62562)

EXPLANATORY STATEMENT

(Pursuant to Section 102 of the Companies Act, 2013 and Rules made thereunder)

The following explanatory statement sets out all the material facts relating to Item of business as mentioned in Item No. 1 in the accompanying Notice dated 10th November, 2025.

Item No. 1:

The second term of Mrs. Madhu Dubhashi as Non-Executive Independent Director of the Company would expire with effect from closing of business hours on 13th November, 2025. Further in accordance with the applicable provisions of the Companies Act, 2013 ('the Act') and SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 ('SEBI LODR Regulations') which, among other things, require every listed company to have at least one woman director on its Board and pursuant to the first proviso to Regulation 17(1E) of SEBI LODR Regulations if the vacancy in the Board is due to expiration of the term of office of any Director, the resulting vacancy shall be filled by the listed entity not later than the date such office is vacated.

Accordingly, to broad base the Board of the Company and to comply with the aforesaid provisions of law, the Board of Directors of the Company, based on the recommendation of the Nomination and Remuneration Committee, at their meeting held on 10th November, 2025, appointed Mrs. Shailaja Nair (DIN: 11343122) as an "Additional Director" in the capacity of Non-Executive Independent Director of the Company for a period of 5 years with effect from 14th November, 2025 to 13th November, 2030, under Section 161 of the Act, subject to approval of the Members of the Company.

In accordance with the provisions of Section 149 read with Schedule IV to the Act, appointment of Independent Director requires approval of the Members of the Company.

Further in terms of Regulation 17(1C) of the SEBI LODR Regulations the listed entity shall ensure that approval of Members for appointment of a person on the Board of Directors is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier.

In terms of Section 160 of the Act, the Company has received a Notice in writing from a member proposing the candidature of Mrs. Shailaja Nair.

Mrs. Shailaja Nair has given a declaration to the Board that she meets the criteria of Independence as provided under Section 149 (6) of the Act and Regulation 16(1)(b) of the SEBI LODR Regulations and also confirmed that she is not debarred from holding the office of Director by virtue of any SEBI order or any other such authority. Mrs. Shailaja Nair has also confirmed that she is not aware of any circumstances or situation, which exist or may be reasonably anticipated, that could impair or impact her ability to discharge her duties with an objective independent judgement and without any external influence. In the opinion of the Board, Mrs. Shailaja Nair fulfils the conditions as specified in the Companies Act, 2013 and the Rules framed thereunder and SEBI LODR Regulations and her independence of the management for appointment as a Non-Executive Independent Director of the Company.

Given her experience, the Board considers it desirable and in the interest of the Company to have Mrs. Shailaja Nair on the Board of the Company and accordingly, the Board recommends the appointment of Mrs. Shailaja Nair as a Non-Executive Independent Director, as proposed in the Special Resolution of the accompanying Notice for approval by the Members.

The draft of terms and conditions of appointment of the Mrs. Shailaja Nair, as a Non-Executive Independent Director shall be available for inspection by the Members in electronic form on the website of the Company at www.pudumjee.com.

Disclosure under Regulation 36(3) of the SEBI LODR Regulations, 2015 and Secretarial Standard-2 issued by the Institute of Company Secretaries of India are set out in the Annexure to the Explanatory Statement.

Brief Profile of Mrs. Shailaja Nair is as under:

Mrs. Shailaja Nair, (MBA – Finance) has over 30 years of experience in financial services, ESG strategy and regulatory compliance. She has extensive expertise in corporate governance, risk frameworks, Global Capability Center (GCC) setup, and IPO management. As former Executive Committee Member and Senior Vice President at AXA Global Business Services, she led finance, operations, procurement, and ESG initiatives across 26 global entities, earning multiple awards for sustainability and leadership. Currently, she serves as a Consultant and Advisor to a leading global consulting group, focusing on governance, business transformation, ESG, and impact investing etc.

Except Mrs. Shailaja Nair and her relative(s) none of the other Directors, Key Managerial Personnel of the Company and their relatives are concerned or interested, monetarily or otherwise in proposed Special Resolution as set out in this Notice.

By Order of the Board of Directors
For Pudumjee Paper Products Limited

Date: 10th November, 2025
Place: Pune

Shrihari Waychal
Company Secretary and Compliance Officer
(ICSI Membership No.: A62562)

ANNEXURE TO THE NOTICE

The Statement of disclosures pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 on General Meetings, is as under:

Name of the Director	Mrs. Shailaja Nair
Date of Birth	01 st May, 1964
Age	61 years
DIN	11343122
Qualification	Master's in Business Administration, Specialization in Finance, Pune University.
Brief Resume, Skills & Capabilities and Expertise in specific functional area of the Director	Mrs. Shailaja Nair, (MBA – Finance) has over 30 years of experience in financial services, ESG strategy and regulatory compliance. She has extensive expertise in corporate governance, risk frameworks, Global Capability Center (GCC) setup, and IPO management. As former Executive Committee Member and Senior Vice President at AXA Global Business Services, she led finance, operations, procurement, and ESG initiatives across 26 global entities, earning multiple awards for sustainability and leadership. Currently, she serves as a Consultant and Advisor to a leading global consulting group, focusing on governance, business transformation, ESG, and impact investing etc.
Date of appointment in the Current Designation	14 th November, 2025
Shareholding in the Company	Nil
Directorships in other Companies	Nil
Memberships/Chairmanship of Committees of Other Companies	Nil
Listed entities from which Director has resigned in past three years	Nil
Inter-se relationship between Directors and other Key Managerial Personnel	None
Number of Meetings of the Board attended during the current financial year 2025-2026	Not Applicable
Details of remuneration last drawn from the Company during the financial year 2024-2025	Not Applicable
Terms and conditions of appointment or re-appointment including details of remuneration sought to be paid	Mrs. Shailaja Nair is appointed as Non-Executive Independent Director of the Company for a period of 5 years w.e.f. 14 th November, 2025 subject to approval of Members. She will not be liable to retire by rotation. In accordance with the remuneration policy of the Company, she shall be entitled to receive sitting fees for attending meetings of the Board, any Committee of which she is a member, and meetings of the Independent Directors.