

MINUTES OF THE 82ND ANNUAL GENERAL MEETING OF STAR PAPER MILLS LIMITED HELD THROUGH VIDEO CONFERENCING MODE ON FRIDAY, 24TH SEPT., 2021 AT 11.00 AM AND CONCLUDED AT 12.42 PM AT THE DEEMED VENUE I.E THE REGISTERED OFFICE OF THE COMPANY AT DUNCAN HOUSE, 2ND FLOOR, 31 N.S ROAD, KOLKATA-700001.

Present:

i) Directors-

1. Mr. Shiromani Sharma : Non-Executive Chairman (Independent)
(Also Chairman of Audit Committee and Stakeholders' Relationship Committee)
2. Mr. Sunil Srivastav : Independent Director
3. Mr. C.M. Vasudev : Independent Director (Also Chairman of Nomination & Remuneration Committee)
4. Mr. Shrivardhan Goenka : Non-Executive Director and Shareholder
5. Mr. Madhukar Mishra : Managing Director
6. Mrs. Pragya Jhunjunwala : Director

ii) Others-

1. Mr. Sandeep Rastogi : Chief Financial Officer
2. Mr. Sanjeev Kumar Garg : GM-Finance & Accounts
3. Mr. Saurabh Arora : Company Secretary

iii) Auditors-

1. Mr. P.K. Jain : Partner, Jain Pramod Jain & Co.,
Chartered Accountants-Statutory
Auditors
2. Mr. Debabrata Dutt : Prop., D. Dutt & Co., Company
Secretaries-Secretarial Auditor &
Scrutinizer for 82nd AGM.

I) MEMBERS

45 members personally participated in the 82nd Annual General Meeting of the company held on 24th Sept., 2021 through Video Conferencing facility provided by Kfin Technologies Private Limited.

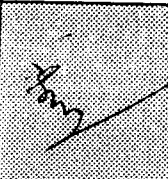
II) CHAIRMAN

Pursuant to Article 68 of the Company's Articles of Association, Mr. Shiromani Sharma, Chairman of the Board occupied the Chair. The requisite quorum was present and Chairman called the meeting to order. However due to technical problems in communication, the meeting was decided to begin at 12:15 PM. The Chairman conducted the proceedings of the meeting at 12:15 PM. The Chairman welcomed the Members, Directors, Auditors etc. participating in the 82nd AGM of the company from their respective locations.

III) NOTICE, FINANCIAL STATEMENTS AND DIRECTORS' REPORT

The Notice dated 13th Aug., 2021 convening the meeting together with Audited Financial Statements, Independent Auditors' Report and Directors' Report for the year ended 31st March, 2021 were taken as read with consent of the participating shareholders.

CHAIRMAN'S
INITIALS



IV) INDEPENDENT AUDITORS' REPORT/SECRETARIAL AUDIT REPORT

On being asked by the Chairman, Mr. Saurabh Arora, company secretary briefly read the Independent Auditors' Report and the Secretarial Audit Report for the year ended 31st March, 2021 and the observations therein.

V) VOTING ON RESOLUTIONS

The Chairman recalled the Members that the company has provided to the Members 'remote e-voting' facility to cast their vote electronically on the 82nd AGM business-items from 9.00 AM on 21st Sept., 2021 to 5.00 PM on 23rd Sept., 2021. The Chairman further informed that Members present at the meeting who had not voted in 'remote e-voting' may vote through 'Insta-voting' at the AGM. The Chairman further informed the Members that the consolidated result of voting i.e. E-voting and Insta-voting shall be displayed along with Scrutinizer's Report on company's website and shall also be disseminated to Stock Exchanges within the permitted time.

VI) AGENDA-ITEMS

Thereafter, the Chairman put-up the following resolutions as set out in the Notice calling the 82nd AGM before the members:

Item No. 1: Adoption of Audited Balance-Sheet of the Company as at 31st March, 2021 and Statement of Profit & Loss for the financial year ended on that date together with Board of Directors and the Auditors' Report thereon.

Before adoption of the Accounts, the Chairman invited the shareholders registered as 'Speakers' for the AGM to ask their question/clarification one by one within a time limit of 3 minutes for each speaker.

Mr. Manoj Kumar Gupta, from Kolkata and Mr. Shlok Dave from Mumbai, the registered Speakers, put-up their views and queries which were satisfactorily replied by Mr. Madhukar Mishra, Managing Director, with permission of the Chair.

Ordinary Resolution

"RESOLVED THAT the audited Balance Sheet of the Company as at 31st March, 2021 Statement of Profit & Loss for the year on that date and the Reports of the Directors' and Auditors thereon be and are hereby received, considered and adopted."

Item No. 2. Declaration of Dividend

Ordinary Resolution

"RESOLVED THAT a dividend of Rs. 2.50/- (Rupees Two & fifty paise only) per equity share (25%) on the 1,56,08,350 equity shares of Rs. 10/- each be and is hereby declared for the year ended 31st March, 2021."

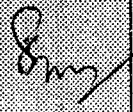
Item No. 3: Re-appointment of Mr. Shrivardhan Goenka (DIN:00030375) as a director

Ordinary Resolution

"RESOLVED THAT Mr. Shrivardhan Goenka be and is hereby re-appointed as a Director of the Company whose period of Office shall be liable to determination by retirement by rotation."

Item No. 4: Appointment of Mrs. Pragya Jhunjunwala (DIN: 02315132) as a Director of the company

CHAIRMAN'S
INITIALS



Ordinary Resolution

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 ('Act') and the Rules framed thereunder and SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), Mrs. Pragya Jhunjhunwala (DIN: 02315132) who was appointed as Additional Director of the company by the Board of Directors w.e.f 25th June, 2021 and whose term of office expires at this Annual General Meeting (AGM) and in respect of whom the company has received a Notice in writing from a member under section 160 of the Companies Act, 2013 proposing her candidature for the office of Director, be and is hereby appointed as a Director of the company liable to retire by rotation."

"RESOLVED FURTHER THAT the Board of Directors or a Committee thereof be and is hereby authorized to do all such acts, matters and things as may be required/necessary to give effect to the above resolution."

Item No. 5: To approve the remuneration of the Cost Auditors for FY 2021-22.

Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification or re-enactment thereof), the Cost Auditors appointed by the Board of Directors of the Company, to conduct the audit of the cost records of the company for the financial year 2021-22, be paid remuneration of Rs 0.50 lac plus applicable taxes and out-of-pocket expenses."

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution and to increase or decrease remuneration."

There being no other business, the AGM ended with a vote of thanks to the Chair.

Based on the report dated 24th Sept., 2021 of Mr. Debabrata Dutt, M/s D. Dutt & Co., company secretaries, the Scrutinizer for e-voting and Insta-voting, all the resolutions set out in the Notice calling the 82nd AGM were passed with requisite majority and are deemed to be passed on the date of AGM being 24th Sept., 2021.

Date: 17/10/2021
Place: New Delhi



SHIROMANI SHARMA
CHAIRMAN
DIN:00014619

CHAIRMAN
INITIALS