



# Tamil Nadu Newsprint and Papers Limited

(A Govt. of Tamil Nadu Enterprise)

Regd. Office : 67, Anna Salai, Guindy, Chennai - 600 032, Tamil Nadu, India.  
Phone : (91) (044) 22350768, 22354415 & 16, 22301094 & 97 Web : www.tnpl.com  
Corporate Identity Number : L22121TN1979PLC007799



1<sup>st</sup> December, 2025

To BSE Limited (BSE) Corporate Relationship Department Phiroze Jeejeebhoy Towers 25 <sup>th</sup> Floor, Dalal Street Mumbai- 400001 BSE Scrip Code: 531426	To National Stock Exchange of India Limited (NSE) Listing Department Exchange Plaza, 5 <sup>th</sup> Floor, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra (East), Mumbai – 400051 NSE Code: TNPL
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Dear Sir / Madam,

**Sub: Disclosure under Regulation 44(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Appointment of Thiru Mathew Thomas (DIN: 09688311) as an Independent Director of the Company.**

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Further to our letters dated 27<sup>th</sup> October, 2025, 30<sup>th</sup> October, 2025 and 31<sup>st</sup> October, 2025 and pursuant to Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are pleased to inform you that the shareholders of the Company through Postal Ballot (remote e-voting only) have approved the Appointment of Thiru Mathew Thomas (DIN: 09688311) as an Independent Director of the Company, with requisite majority, as set out in the Notice of Postal Ballot and E-Voting dated 27<sup>th</sup> October, 2025.

In this connection, please find enclosed Voting Results of aforesaid Postal Ballot (remote e-voting only) along with the Scrutinizer's Report on the Postal Ballot.

**Factory - Unit I :**  
Kagithapuram, Karur District - 639 136  
Tamil Nadu, India.  
Phone : 04324-277001 to 277010

**Unit II :**  
Kagitha Nagar, Mondipatti, K.Periyapatti Post, Manapparai Taluk  
Tiruchirappalli District - 621 306, Tamil Nadu, India.  
Phone : 04332-261600

**TNPL - MAKER OF BAGASSE BASED ECO-FRIENDLY PAPER**



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The Voting Results along with the Scrutinizer's Report will also be made available on the website of the Company i.e. [www.tnpl.com](http://www.tnpl.com) and on the website of Central Depository Services (India) Limited ("CDSL") (e-voting service provider) i.e. [www.evotingindia.com](http://www.evotingindia.com).

We request you to take the above on record and acknowledge the same.

Thanking you,

For Tamil Nadu Newsprint and Papers Limited

**Anuradha  
Ponraj**

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Anuradha Ponraj  
Date: 2025.12.01  
16:27:44 +05'30'

Anuradha Ponraj

Company Secretary & Compliance Officer

ICSI Membership No: F13594

Email Id: [anuradha.p@tnpl.co.in](mailto:anuradha.p@tnpl.co.in)

Contact No: 044-22354417

Encl: a/a.

**TAMIL NADU NEWSPRINT AND PAPERS LIMITED**

**Registered Office: NO. 67, ANNA SALAI, GUINDY, CHENNAI - 600 032**

CIN – L22121TN1979PLC007799

Email: [invest\\_grievances@tnpl.co.in](mailto:invest_grievances@tnpl.co.in), Web: [www.tnpl.com](http://www.tnpl.com)

Phone: 044 - 22354417

**Postal Ballot Result is given as under:**

Date of the AGM/EGM	Notice of Postal Ballot dated 27 <sup>th</sup> October, 2025 deemed to have been approved by shareholders on 29 <sup>th</sup> November, 2025.
Total number of shareholders on record date	53391
No. of shareholders present in the meeting either in person or through proxy:	Not Applicable
Promoters and Promoter Group:	-
Public:	-
No. of Shareholders attended the meeting through Video Conferencing	Not Applicable
Promoters and Promoter Group:	-
Public:	-
No. of resolution passed in the meeting	1

Below is the resolution wise result of Postal Ballot (remote e-voting only):

**Resolution No.1: Appointment of Thiru Mathew Thomas (DIN: 09688311) as an Independent Director of the Company.**

Resolution Required:(Ordinary/Special)				Special Resolution				
Whether promoter/ promoter groups are interested in the agenda/resolution?								
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING SHARES	NO OF VOTES IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTE POLLED
		(1)	(2)	(3)=(2/1)*100	(4)	(5)	(6)=(4/2)*100	(7)=(5/2)*100
PROMOTER AND PROMOTER~GROUP	E-VOTING	24444900	24444900	100	24444900	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL_BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	<b>SUB TOTAL</b>	<b>24444900</b>	<b>24444900</b>	<b>100</b>	<b>24444900</b>	<b>0</b>	<b>100</b>	<b>0</b>
PUBLIC-INSTITUTIONS	E-VOTING	14205162	8472973	59.65	8472973	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL_BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	<b>SUB TOTAL</b>	<b>14205162</b>	<b>8472973</b>	<b>59.65</b>	<b>8472973</b>	<b>0</b>	<b>100</b>	<b>0</b>
PUBLIC-NON INSTITUTIONS	E-VOTING	30560538	91127	0.3	80365	10762	88.19	11.81
	POLL		0	0	0	0	0	0
	POSTAL_BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	<b>SUB TOTAL</b>	<b>30560538</b>	<b>91127</b>	<b>0.3</b>	<b>80365</b>	<b>10762</b>	<b>88.19</b>	<b>11.81</b>
<b>GRAND TOTAL</b>		<b>69210600</b>	<b>33009000</b>	<b>47.69</b>	<b>32998238</b>	<b>10762</b>	<b>99.97</b>	<b>0.03</b>

As per the results of Postal Ballot (remote e-voting only), Resolution No. 1 as mentioned above, has been passed as **Special Resolution** with requisite majority by the shareholders of the Company.

**FOR TAMIL NADU NEWSPRINT AND PAPERS LIMITED**

Anuradha  
Ponraj

Digitally signed by Anuradha  
Ponraj  
Date: 2025.12.01 16:28:31  
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**ANURADHA PONRAJ  
COMPANY SECRETARY AND COMPLIANCE OFFICER**

1<sup>st</sup> December, 2025

**The Chairman & Managing Director**  
**Tamil Nadu Newsprint and Papers Limited,**  
 67, Anna Salai, Guindy,  
 Chennai- 600 032.

Dear Sir,

**Sub: Passing of Resolution through Postal Ballot**

Pursuant to the resolution passed by the Board of Directors of **Tamil Nadu Newsprint and Papers Limited** on 27<sup>th</sup> October, 2025, we have been appointed as Scrutinizer for the purpose of scrutinizing the postal ballot process conducted through remote e-voting in respect of the following resolution:

Reference to the Companies Act, 2013	Type and Description of the resolution
Sections 149, 152 read with Schedule IV and any other applicable provisions of the Companies Act, 2013.	<p><b>SPECIAL RESOLUTION</b></p> <p><b>"RESOLVED THAT</b> pursuant to the provisions of Section 149, 152 and other applicable provisions of the Companies Act, 2013 ("Act") and the Rules framed thereunder read with Schedule IV to the Act (including any statutory modifications (s) or re-enactment (s) thereof for the time being in force) and provisions of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 and the Articles of Association of the Company, Thiru Mathew Thomas (holding DIN: 09688311) who was appointed as an Additional (Independent) Director by the Board of Directors based on the recommendation of the Nomination and Remuneration Committee with effect from 27<sup>th</sup> October, 2025 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 his candidature for the office of an Independent Director of the Company and who has submitted a declaration that he meets the Criteria for independence as provided in Section 149(6) of the Act and Rules framed thereunder and Regulation 16(1)(b) of the Listing Regulations, be and is hereby appointed as an Independent Director of the Company to hold office for a term of three (3) consecutive years commencing from 27<sup>th</sup> October, 2025 to 26<sup>th</sup> October, 2028 (both days inclusive), not liable to retire by rotation."</p>

**WE REPORT** that in accordance with the provisions of the Act and Ministry of Corporate Affairs, Government of India's General Circular No.14/2020 dated 8<sup>th</sup> April, 2020 read with General Circular No. 17/2020 dated 13<sup>th</sup> April, 2020, General Circular No.22/2020 dated 15<sup>th</sup> June,2020 and General Circular No.33/2020 dated 28<sup>th</sup> September,2020, General Circular No.39/2020 dated 31<sup>st</sup> December,2020, and General Circular No.10/2021 dated 23<sup>rd</sup> June,2021, General Circular No. 20/2021 dated 8<sup>th</sup> December, 2021, General Circular No.3/2022 dated 5<sup>th</sup> May, 2022 ,General Circular No.10/2022, General Circular No. 11/2022



dated 28<sup>th</sup> December, 2022, General Circular No 09/2023 dated 25<sup>th</sup> September, 2023 General Circular No 09/2024 dated 19<sup>th</sup> September, 2024 and General Circular No 03/2025 dated 22<sup>nd</sup> September, 2025 ("MCA Circulars"), the Company has sent Postal Ballot Notice dated 27<sup>th</sup> October, 2025 on 30<sup>th</sup> October, 2025 through electronic mode only to those Members whose e-mail addresses are registered with the Company (in respect of the shares held in physical form) and with their Depositories (in respect of the shares held in Demat Form) and whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-off date i.e. Friday, 24<sup>th</sup> October, 2025 ("Cut-off date").

**WE REPORT** that the management of the Company is responsible to ensure compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder including MCA Circulars as mentioned above relating to Postal Ballot through remote e-voting on the resolution contained in the Postal Ballot Notice. Our responsibility as a scrutinizer for Postal Ballot through remote e-voting only is restricted to presenting a Scrutinizer's report on the votes cast "in favour" or "against" the resolution stated above, based on the reports generated from the E-voting system provided by Central Depository Services (India) Limited ("CDSL"), the authorized agency engaged by the Company.

**WE REPORT** that as stated in the notice sent to the members, the Company had fixed Saturday, November 29, 2025 as the last date for remote e-voting. As required under Rule 22 of the Companies (Management and Administration) Rules, 2014 an advertisement was published by the Company in "**BUSINESS STANDARD**" in 'English' on October 31, 2025 and "**INDHU TAMIZH THISAI**" in vernacular language 'Tamil' on October 31, 2025 informing about the dispatch of the Postal Ballot Notice and other related matters mentioned therein. We have received remote e-voting from the members during the period **October 31, 2025 (9:00 a.m. IST) to November 29, 2025 (5:00 p.m. IST)**.

All the votes received up to the closure of working hours (**5:00 p.m. IST**) on Saturday, November 29, 2025, the last date fixed by the Company for receipt of remote e-voting, were considered for our scrutiny.

**WE REPORT** that all the votes were scrutinized and processed and a computer statement containing the Shareholders Name, Address, Folio/Client ID Number, number of Shares held, Number of Votes Cast, Assented, Dissented and Rejected were generated.

**We REPORT** that out of **53391** Shareholders, we have received valid remote e-voting from 280 Shareholders and the details of polling results are given below:

Receipt of Postal Ballot remote e-voting	<b>October 31, 2025 (9:00 a.m. IST) to November 29, 2025 (5:00 p.m. IST)</b>		
Total No. of Shareholders	<b>53391</b>		
Total No. of Shares	<b>69210600</b>		
<b>Particulars</b>	<b>As per Postal Ballot</b>	<b>As per remote e-voting</b>	<b>Total</b>
Postal Ballot Forms Received	-	<b>280</b>	<b>280</b>
Less: Invalid Forms	-	<b>0</b>	<b>0</b>
<b>Net Valid Forms</b>	-	<b>280</b>	<b>280</b>

**ITEM NO: 1- APPOINTMENT OF THIRU MATHEW THOMAS (DIN: 09688311) AS AN INDEPENDENT DIRECTOR.**
**SPECIAL RESOLUTION**

 (i) Votes in **favour** of the resolution:

Number of members voted in remote e-voting	Number of votes cast (Shares) - remote e-voting	% of total number of valid votes cast
248	32998238	99.97

 (ii) Votes **against** the resolution:

Number of members voted in remote e-voting	Number of votes cast (Shares) - remote e-voting	% of total number of valid votes cast
32	10762	0.03

 (iii) **Invalid** Votes:

Number of members voted in remote e-voting	Number of votes cast (Shares) remote e-voting
NIL	NIL

**RESULT:**

As the number of votes cast in favour of the resolution was not less than three times the number of votes cast against, we report that the Special Resolution with regard to Item No.1 as set out in the Notice of Postal Ballot is passed in favour of the resolution with requisite majority.

**WE FURTHER REPORT** that as per the notice of Postal Ballot dated 27<sup>th</sup> October, 2025. The results of the remote e-voting will be announced by the Chairman and Managing Director or Any Director Secretary of the Company on or before Tuesday, 2<sup>nd</sup> December, 2025 at the registered office of the Company and communicated to BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE"), where the Company's shares are listed and will also be displayed on the Company's website [www.tnpl.com](http://www.tnpl.com) and also on the website of CDSL at [www.evotingindia.com](http://www.evotingindia.com).

**WE FURTHER REPORT** that as per Rule 22 of the Companies (Management and Administration) Rules, 2014, the Company has complied with all the provisions of the Rules. We further report that as per the said Rules, the records maintained by us such as the computer register (to record the consent or otherwise received from the shareholders, which includes all the particulars of the shareholders such as the name, address, folio number, number of shares held, number of shares voted and number of shares assented, number of shares dissented, number of shares abstained, number of shares rejected), are in our safe custody which will be handed over to the Company Secretary after the Chairman consider, approve and sign the minutes of the Postal Ballot.



We thank you for the opportunity given to us to act as Scrutinizer for the above Postal Ballot remote e-voting

Thanking You

Yours faithfully,

**For R. SRIDHARAN & ASSOCIATES  
COMPANY SECRETARIES**

R

Sridharan

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by R Sridharan  
Date: 2025.12.01  
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**CS R SRIDHARAN**

**FCS No. 4775**

**C P No. 3239**

**PR No. 6232/2024**

**UDIN: F004775G002129392**

