



# 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



9<sup>th</sup> September, 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 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Re-Appointment of Dr N Sundaradevan, I.A.S., (Retd.) (DIN: 00223399) as an Independent Director of the Company**

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Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we attach herewith the Postal Ballot Minutes dated 30<sup>th</sup> August, 2025.

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

Thanking you,

For Tamil Nadu Newsprint and Papers Limited

Anuradha Ponraj  
Company Secretary & Compliance Officer  
ICSI Membership No: F13594  
Email Id: anuradha.p@tnpl.co.in  
Contact No: 044-22354417

Encl: a/a.

**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**

**MINUTES OF THE PROCEEDINGS RELATING TO DECLARATION OF RESULTS OF VOTING BY POSTAL BALLOT OF TAMILNADU NEWSPRINT AND PAPERS LIMITED HELD ON SATURDAY, 30<sup>TH</sup> AUGUST, 2025.**

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The Board of Directors of the Company at their meeting held on Friday, 25<sup>th</sup> July, 2025 had accorded approval to conduct Postal Ballot pursuant to Section 110 of the Companies Act, 2013 to seek approval of the shareholders for Re-appointment of Dr N Sundaradevan, I.A.S., (Retd.) [DIN: 00223399] as an Independent Director of the Company.

The Postal Ballot was conducted pursuant to Section 108 and 110 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read together with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (as amended from time to time), including any statutory modification or re-enactment thereof for the time being in force, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended from time to time) (“SEBI (LODR) Regulations”), Secretarial Standard-2 issued by the Institute of Company Secretaries of India (“ICSI”), New Delhi on General Meetings (“SS-2”) and the relaxations and clarifications issued by Ministry of Corporate Affairs vide 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, General Circular No.33/2020 dated 28<sup>th</sup> September, 2020, General Circular No.39/2020 dated 31<sup>st</sup> December, 2020, 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.11/2022 dated 28<sup>th</sup> December, 2022 and General Circular No. 09/2023 dated 25<sup>th</sup> September, 2023 and General Circular No. 09/2024 dated 19<sup>th</sup> September, 2024 (“MCA Circulars”) and other applicable laws and regulations.

In compliance with the aforesaid MCA Circulars, the Postal Ballot Notice was sent only through electronic mode to those Members whose e-mail addresses were registered with the Company / Depositories. The communication of assent or dissent of the Members on the Resolutions proposed in the notice took place through the remote e-voting system. Members holding equity shares of the Company as on Friday, 25<sup>th</sup> July, 2025 (“Cut-off Date”) were entitled to vote by remote e-voting.

The Company had also published an Advertisement in Business Standard and Indhu Tamizh Thisai newspapers on Friday, 1<sup>st</sup> August, 2025 in accordance with Rule 22 of the Companies (Management and Administration) Rules, 2014.

Central Depository Services (India) Limited (“CDSL”) was appointed as the agency for remote electronic voting in this regard and the instructions as recommended by Thiru. Rakesh Dalvi, Sr. Manager, CDSL, was given in detail in the notice for the shareholders to exercise their votes electronically. The remote e-voting commenced from Friday, 01<sup>st</sup> August, 2025 at 9.00 A.M. I.S.T. and ended on Saturday, 30<sup>th</sup> August, 2025 at 5.00 P.M. I.S.T. The resolutions are deemed to be passed on Saturday, 30<sup>th</sup> August, 2025, being the last date for remote e-voting.

Thiru R Sridharan (ICSI Membership FCS No. 4775 - CP No. 3239) of M/s. R Sridharan & Associates, Company Secretaries, Chennai, was appointed as Scrutinizer for conducting the Postal Ballot through remote e-voting process in a fair and transparent manner. Thiru R Sridharan, Scrutinizer had carried out the scrutiny of the e-votes received up to the close of working hours (i.e.) 5.00 P.M. I.S.T. on Saturday, 30<sup>th</sup> August, 2025 and the Scrutinizer had submitted their report dated Monday, 1<sup>st</sup> September, 2025.

The summary of the Scrutiniser’s Report is as under:

1. The Postal ballot notice dated Friday, 25<sup>th</sup> July, 2025 under Section 110 of the Companies Act, 2013, was sent individually in electronic mode to all the members and the notices were dispatched on Thursday, 31<sup>st</sup> July, 2025 by e-mail to those members who have registered their e-mail addresses with the Company / Depositories.

2. An advertisement was published by the Company in Business Standard in 'English' and Indhu Tamizh Thisai in vernacular language 'Tamil' on Friday, 1<sup>st</sup> August, 2025 informing about the despatch of the Postal Ballot notice, e-voting instructions and other related matters mentioned therein.
  
3. The e-voting received up to the closure of working hours i.e., 5.00 P.M. I.S.T. on Saturday, 30<sup>th</sup> August, 2025, the last date fixed by the Company for receipt of the Postal Ballot forms and E-Voting, were considered for scrutiny.

Based on the analysis of the votes, the Scrutinizer submitted their report dated Monday, 1<sup>st</sup> September, 2025, to the Chairman and Managing Director of the Company and reported that the resolutions as set out in the Postal ballot notice dated Friday, 25<sup>th</sup> July, 2025 had been passed with requisite majority.

The details of the voting as per the Scrutiniser's report are as under:

Receipt of Postal Ballot E-Voting	<b>Friday, 01<sup>st</sup> August, 2025 (9.00 A.M. I.S.T.) to Saturday, 30<sup>th</sup> August, 2025 (5.00 P.M. I.S.T.)</b>		
Total No. of Shareholders	<b>53337</b>		
Total No. of Shares	<b>69210600</b>		
Particulars	As per Postal Ballot	As per E-Voting	Total
Postal Ballot Forms Received	-	<b>357</b>	<b>357</b>
Less: Invalid Forms	-	<b>0</b>	<b>0</b>
<b>Net Valid Forms</b>	-	<b>357</b>	<b>357</b>

**Item No. 1: Re-Appointment of Dr N Sundaradevan, I.A.S., (Retd.) (DIN: 00223399) as an Independent Director of the Company. (Special Resolution)**

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

<b>Number of members voted in E - Voting</b>	<b>Number of votes cast (Shares) – E-Voting</b>	<b>% of total number of valid votes cast</b>
<b>302</b>	<b>33089373</b>	<b>99.97%</b>

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

<b>Number of members voted in E- Voting</b>	<b>Number of votes cast (Shares) – E-Voting</b>	<b>% of total number of valid votes cast</b>
<b>55</b>	<b>10135</b>	<b>0.03%</b>

(iii) **Invalid** Votes:

<b>Number of members voted in E - Voting</b>	<b>Number of votes cast (Shares) – E- Voting</b>
<b>NIL</b>	<b>NIL</b>

**RESULT:**

In accordance with the Companies Act, 2013, as the number of votes cast in favour of the resolution was not less than three times the number of votes cast against, 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.

**SPECIAL BUSINESS - SPECIAL RESOLUTION:**

**Item No. 1: Re-Appointment of Dr N Sundaradevan, I.A.S., (Retd.) (DIN: 00223399) as an Independent Director of the Company.**

**“RESOLVED THAT** pursuant to the recommendation of the Nomination and Remuneration Committee of the Board and pursuant to the provisions of Sections 149, 152 and any other applicable provisions of the Companies Act, 2013 and the Rules made thereunder [including any statutory modification or re-enactment(s) thereof for the time being in force] read with Schedule IV to the Companies Act, 2013 and Securities Exchange Board of India (Listing Obligation and Disclosure Requirements), 2015 [including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force], Dr N Sundaradevan, I.A.S., (Retd.) (DIN: 00223399) who was appointed by the members as an Independent Director of the company at the Annual General Meeting held on 27<sup>th</sup> September, 2022 for a term of 3 consecutive years commencing from 12<sup>th</sup> September, 2022 and who being eligible has offered himself for re-appointment 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 Director 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 Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, be and is hereby re-appointed as an Independent Director of the company, to hold office for a period commencing from 12<sup>th</sup> September 2025 to 01<sup>st</sup> September, 2027, not liable to retire by rotation.”

Dr. Sandeep Saxena, I.A.S., Chairman and Managing Director announced the above results and recorded that the resolutions as set out in the notice dated Friday, 25<sup>th</sup> July, 2025 was duly passed with requisite majority on Saturday, 30<sup>th</sup> August, 2025, being the last date for e-voting.

The results of the postal ballot were displayed on the Notice Board at the registered office of the Company and also made available on the websites of the Company and CDSL. The results of the postal ballot were informed to the Stock exchanges (BSE & NSE) on which the equity shares of the Company are listed.

**Sd/-**

**ENTERED ON: 08.09.2025**

**PLACE: CHENNAI**

**CHAIRMAN AND MANAGING DIRECTOR**

**SIGNED ON: 08.09.2025**