



February 1, 2021

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 – ANDHRAPAP; Series – EQ)

Dear Sirs,

Sub: Forwarding of proceedings of Postal Ballot.

In compliance with the provisions of Section 110 of the Companies Act, 2013 ("Act") read with Rule 22 of the Companies (Management and Administration) Rules, 2014, and other applicable provisions, if any, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and other applicable laws and regulations, including any modification or re-enactment thereof for the time being, Postal Ballot (including e-voting) was conducted as per notice dated December 18, 2020.

The Postal Ballot voting was completed on January 30, 2021 and CS D. Hanumanta Raju, Partner, M/s. D. Hanumanta Raju & Co., Company Secretaries, Scrutinizer submitted his report on February 1, 2021. As per his report, the Resolution **Re-classifying Members of the "Promoter/Promoter Group" category to the "Public Shareholder" Category** has been passed with requisite majority.

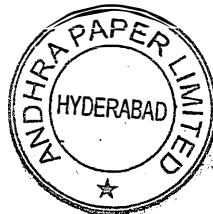
A copy of the proceedings of Postal Ballot is enclosed.

Please take the above information on record.

Thanking you,

Yours faithfully,
For **ANDHRA PAPER LIMITED**


ARAVIND MATTA
COMPANY SECRETARY &
VICE PRESIDENT (CORPORATE AFFAIRS)



Encl: As above

ANDHRA PAPER LIMITED

(Formerly known as International Paper APPM Limited)
(Corporate Identity Number: L21010AP1964PLC001008)

Regd. Office: Rajahmundry – 533 105, East Godavari District, Andhra Pradesh, India.
Corp. Office: 8th Floor, Krishe Sapphire Building, 1-89/3/B40 to 42/KS/801,
HITEC City Main Road, Madhapur, Hyderabad - 500 081
Tel: +91-40-6810-1200 Fax: +91-40-6810-1255
Website: www.andhrapaper.com

An ISO 9001, ISO 14001, ISO 45001 and FSC® Certified Company (FSC® - C119477)



SUMMARY OF PROCEEDINGS FOR DECLARATION OF RESULTS OF POSTAL BALLOT (INCLUDING ELECTRONIC VOTING)

The Board of Directors of Andhra Paper Limited (Formerly known as International Paper APPM Limited (“Company”) had, at its Meeting held on October 29, 2020 accorded approval to the proposal to conduct Postal Ballot (including e-voting) pursuant to Sections 108 and 110 of the Companies Act, 2013 and other applicable provisions, if any, read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended, and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 to seek approval of the Shareholders by way of Ordinary Resolution for Re-classification of Members of the “Promoter/Promoter Group” category to the “Public Shareholder” Category.

The Board had appointed CS Datla Hanumanta Raju, Partner, M/s. D. Hanumanta Raju & Co, Company Secretaries, as Scrutinizer of the Company for the purpose of scrutinizing the e- voting process and Postal Ballot process in a fair and transparent manner carried out as per the provisions of Companies Act, 2013 and Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 on the Resolution mentioned in the Postal Ballot Notice dated December 18, 2020.

The Scrutinizer submitted his report as under:

1. The e-voting period remained opened from Friday, January 1, 2021 at 09.00 A.M (IST) till Saturday, January 30, 2021 at 5.00 P.M.(IST)
2. All postal ballot forms received up to 5.00 P.M on January 30, 2021, the last date and time fixed by the Company for receipt of the forms were considered for his scrutiny.
3. The shareholders holding shares as on the “cut off” date i.e., December 18, 2020 were entitled to vote through e-voting and through postal ballot on the resolution as set out in the Notice of Postal Ballot issued by the Company on December 18, 2020 pursuant to Section 110 of the Companies Act, 2013.
4. The Votes for e-voting process were unblocked on January 30, 2021 at 5.03 P.M. in the presence of two witnesses, Ms. Shaik Razia and Ms. Megha Malkari who are not in the employment of the Company.

Thereafter, the details containing, inter-alia list of equity shareholders, who voted “for” and “against” were downloaded from the e-voting website of KFin Technologies Private Limited (Formerly known as Karvy Fintech Private Limited) i.e. <https://evoting.kfintech.com>.

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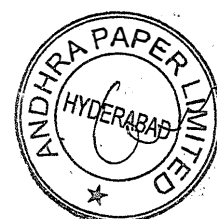
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5. Further, upto January 30, 2021 till 5.00 P.M. the last date and time for the receipt of Postal Ballot, 37 shareholders voted through postal ballot process.

On the basis of the Scrutinizer's Report dated February 1, 2021 for the e-voting and Postal Ballot which were conducted between January 1, 2021 and January 30, 2021 (both days inclusive), Mr. Aravind Matta, Company Secretary & Vice President (Corporate Affairs) declared the results of voting on February 1, 2021 that the following Ordinary Resolution as set out in the Postal Ballot Notice dated December 18, 2020 has been duly passed on January 30, 2021 with requisite majority:

Ordinary Resolution:

RE-CLASSIFICATION OF MEMBERS OF THE "PROMOTER/PROMOTER GROUP" CATEGORY TO THE "PUBLIC SHAREHOLDER" CATEGORY

"RESOLVED THAT pursuant to the provisions of Regulation 31A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI LODR Regulations**"), including any statutory modification(s) or re-enactment thereof, and other laws and regulations as may be applicable, the relevant provisions of the Articles of Association of the Company and subject to the approval of the Stock Exchanges, and such other approvals as may be necessary, the consent of the Shareholders of the Company be and is hereby accorded for the reclassification of status of the below identified Promoter(s) from the "Promoter/ Promoter Group" category to the "Public Shareholders" category of the Company:

Name of Identified Promoter to be reclassified as "public shareholder"	Number of shares held
International Paper Investments (Luxembourg) S.a.r.l.	Nil
IP International Holdings Inc.	Nil

RESOLVED FURTHER THAT upon receipt of the approval of the Stock Exchanges and other requisite approvals, the Company shall forthwith effect such re-classification, in the Statement of Shareholding Pattern and in all other filings to be made by the Company including those under the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and under any other applicable provisions.

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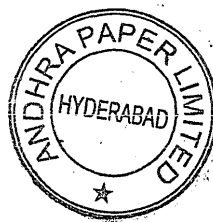
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RESOLVED FURTHER THAT Mr. Shree Kumar Bangur, Chairman & Managing Director, Mr. Saurabh Bangur, Joint Managing Director, Mr. Anish T. Mathew, Director - Commercial & CFO and Mr. Aravind Matta, Company Secretary & Vice President (Corporate Affairs) be and are hereby authorized severally to perform and execute all such acts, deeds, matters and things, including but not limited to making timely intimation to Stock Exchange(s), and to execute all other documents required to be filed in the above connection and to settle all such questions, difficulties or doubts whatsoever, which may arise and amend such details and to represent before such authorities, as may be required, and take all such steps and decisions in this regard, to give full effect to the aforesaid Resolution."

The summary of voting results as per Scrutinizer's Report dated February 1, 2021 is given below:

Particulars of Resolution as given in the Postal Ballot Notice dated December 18, 2020	Votes cast	Combined Votes of Remote E-voting and Postal Ballot		% of total number of valid votes cast
		Number of shareholders	Number of votes polled	
Ordinary Resolution for re-classification of Promoters from "Promoter/Promoter Group" category to the "Public Shareholder" Category	In favour	94	32156309	99.9997
	Against	15	88	0.0003
	Invalid including abstained Votes	1	160	--

Place : Hyderabad
Date : February 1, 2021



For ANDHRA PAPER LIMITED


ARAVIND MATTA
COMPANY SECRETARY &
VICE PRESIDENT (CORPORATE AFFAIRS)

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