



**SHREE KRISHNA PAPER
MILLS & INDUSTRIES LIMITED**



SKPM/SEC.DEPT/2023-24
September 1, 2023

To,
BSE Limited
Corporate Relationship Deptt.
1st Floor, New Trading Ring,
Rotunda Building, P. J. Towers,
Dalal Street, Fort,
Mumbai-400001

Dear Sir/Ma'am

Scrip Code:500388

**SUB: NOTICE OF 51ST AGM ,E-VOTING PERIOD, BOOK CLOSURE AND CUT OFF DATE FOR
THE PURPOSE OF E-VOTING.**

Dear Sir,

This is to inform you that the 51st Annual General Meeting (AGM) of the Company is scheduled to be held on Tuesday, September 26, 2023 at 11:00 a.m. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") in compliance with the applicable provisions of the Companies Act, 2013 and Rules framed thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with relevant circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India to transact the business, as set out in the Notice of the AGM only through e-voting facility. A copy of notice convening the 51st AGM of the company being sent to the shareholders of the company is enclosed and the same is also available on the company's website www.skpmil.com.

In compliance with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has provided the facility to the shareholders to exercise their vote electronically through the electronic voting (remote e-voting) service facility arranged by Link Intime India Private Limited (LI IPL).

Details of events are as under:

Cut-off date for determining eligible shareholders for remote e-voting	September 19, 2023
Book Closure	September 20,2023 to September 26,2023
E-Voting Start Date	9.00 a.m. on Saturday, September 23, 2023
E-Voting End Date	5.00 p.m. on Monday, September 25, 2023
Name of the Agency providing E-voting platform	Link Intime India Private Limited (LI IPL)



Visit us at : www.skpmil.com

REGD. OFFICE : 4830/24, Prahlad Street, Ansari Road, Darya Ganj, New Delhi-110002
Ph. : 91-11-46263200, 23261728, 23267253 E-mail : info@skpmil.com
WORKS : SPL-A, 29.558 Acres, 31.69 Acres, 29.982 Acres & SPL-A/1-31232 Sq Mtr.,
SPL-A, Keshwana Rajput, Tehsil Kotputli, RIICO Industrial Area, Jaipur, Rajasthan-303108
Ph. : 7229860222, 7229860333 E-mail : keshwana@skpmil.com
CIN No. : L21012DL1972PLC279773 www.facebook.com/shreekrishnapaper



SHREE KRISHNA PAPER MILLS & INDUSTRIES LIMITED



Further, Pursuant to the provisions of Section 91 of the Companies Act, 2013 read with Rule 10 of the Companies (Management & Administration) Rules, 2014 as amended from time to time and Regulation 42 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Register of Members and Share Transfer Books of the Company will remain closed from September 20, 2023 to September 25, 2023 (both days inclusive) for the purpose of AGM 2023.

The Notice of AGM will also be available on the website of the Company i.e. www.skpmil.com.

This is for your information and record.

Thanking You,

For Shree Krishna Paper Mills & Industries Ltd.

Ritika Priyam
Company Secretary & Compliance Officer
Mem No: A53502

Encl: As above



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Ph. : 7229860222, 7229860333 E-mail : keshwana@skpmil.com
CIN No. : L21012DL1972PLC279773 www.facebook.com/shreekrishnapaper

NOTICE

NOTICE is hereby given that 51st Annual General Meeting of the members of **Shree Krishna Paper Mills & Industries Limited** will be held on Tuesday, September 26, 2023 at 11:00 A.M. (IST) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") facility, to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2023 together with Reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Dev Kishan Chanda (DIN: 00407123), who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

3. **To approve appointment of Mr. Naynesh Pasari (DIN: 00519612) as a Whole-time Director (designated as Executive Director) of the Company and fix his remuneration and in this regard, to consider and, if thought fit, to pass, the following resolution as a Special Resolution:**

"RESOLVED THAT pursuant to the provisions of Sections 152, 161 and other applicable provisions of the Companies Act, 2013 ('the Act') and Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the Articles of Association of the Company, Mr. Naynesh Pasari (DIN: 00519612) who was appointed as an Additional Director by the Board of Directors with effect from August 10, 2023, and who holds office up to the date of this Annual General Meeting be and is hereby appointed as a Director of the Company, liable to retire by rotation.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 196 and 197 read with Schedule V and other applicable provisions of the Companies Act, 2013 ("Act"), read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") [including any statutory modification(s) or re-enactment(s) thereof, for the time being in force] and the enabling provisions of Articles of Association of the Company, and subject to the approval(s), consent(s), permission(s) and/ or sanction(s), if any, of the appropriate authorities, as may be required and subject to such conditions, as may be prescribed by any of them, while granting any such

approval(s), consent(s), permission(s) and/ or sanction(s) and which may be agreed to by the Board of Directors of the Company, approval of the Members be and is hereby accorded to appoint Mr. Naynesh Pasari (DIN: 00519612) as a Whole-time Director (designated as Executive Director) of the Company, liable to retire by rotation for a period of up to 3 (Three) years with effect from August 10, 2023, on such terms and conditions, including remuneration by way of salary, perquisites and other allowances & benefits to be paid to him, as set-out in the Explanatory Statement annexed to this Notice.

RESOLVED FURTHER THAT the Board of Directors including Nomination and Remuneration Committee be and is hereby authorized to increase, alter, vary and modify the said terms and conditions of appointment (including remuneration) payable to Mr. Naynesh Pasari during his tenure, as per the provisions of the Act.

RESOLVED FURTHER THAT where in any financial year, during the tenure of 3 (three) years as a Whole-time Director, if the Company has no profits or its profits are inadequate, the Company may pay to Mr. Naynesh Pasari, the aforementioned remuneration, including any revisions approved by the Board of Directors from time to time, as minimum remuneration, in accordance with provisions of Section 197, 198 and other applicable provisions of the Act and rules made thereunder read with Schedule V to the Act and the SEBI Listing Regulations.

RESOLVED FURTHER THAT the total managerial remuneration payable to Mr. Naynesh Pasari, along with Managing Director or other Executive Director(s) of the Company, in any financial year may exceed the limit of 10% of net profit and overall managerial remuneration payable to all Director(s) may exceed the limit of 11% of net profit of the Company, as prescribed under Section 197 of the Act, read with rules made thereunder.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, things etc. and to sign all such documents and writings as may be necessary to give effect to the aforesaid resolution and to deal with all matters connected therewith or incidental thereto, without seeking any further approval of the Members of the Company."

4. **To approve the related party transaction with Govinda Power & Products Private Limited and in this regard, to consider and, if thought fit, to pass, the following resolution as an Ordinary Resolution:**

"RESOLVED THAT pursuant to the provisions of Section 188 and other applicable provisions of the Companies

Act, 2013 and Rules made thereunder (including any statutory modification or re-enactment thereof for the time being in force), consent of the Members of the Company be and is hereby accorded for entering into agreement(s)/contract(s)/ transaction(s) with Govinda Power & Products Private Limited, a related party, for sale & purchase transaction in respect of paper and other allied products and/or receipt/payment of commission on the terms and conditions as specified in the Explanatory Statement annexed to this Notice.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to do all such acts, deeds and things and to sign, execute all such documents, agreements and writings as may be necessary to give effect to this resolution and for matters connected therewith or incidental thereto."

5. To approve the related party transaction with Gopala Sales Private Limited, and in this regard, to consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 188 and other applicable provisions of the Companies Act, 2013 and Rules made thereunder (including any statutory modification or re-enactment thereof for the time being in force), consent of the Members of the Company be and is hereby accorded for entering into agreement(s)/contract(s)/ transaction(s) with Gopala Sales Private Limited, a related party, for sale & purchase transaction in respect of paper and other allied products and/or receipt/payment of commission, on the terms and conditions as specified in the Explanatory Statement annexed to this Notice.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to do all such acts, deeds and things and to sign, execute all such documents, agreements and writings as may be necessary to give effect to this resolution and for matters connected therewith or incidental thereto."

6. To ratify the remuneration of Cost Auditors for the financial year ending March 31, 2024 and, in this regard, to consider and if thought fit, to pass the following resolution, as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 148(3) and all other applicable provisions, if any, of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the consent of the Members of the Company be and is hereby accorded to ratify the remuneration decided by the Board of Directors, based on the recommendation of the Audit Committee, amounting to Rs. ₹ 90,000/- (Rupees Ninety Thousand only) plus

taxes at the applicable rates and reimbursement of out of pocket expenses to M/s. Vijender Sharma & Co., Cost Accountants, Delhi (Firm Registration No.000180) who have been appointed by the Board of Directors of the Company for conducting the audit of cost records of the Company for the financial year ending March 31, 2024.

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

Registered Office:
4830/24, Prahlad Street,
Ansari Road, Darya Ganj,
New Delhi-110002
CIN: L21012DL1972PLC279773
Tel: +91 11 46263200

E-mail: info@skpmil.com
Website: www.skpmil.com
Place: New Delhi
Date: August 10, 2023

By order of the Board of Directors
For Shree Krishna Paper Mills & Industries Limited

Ritika Priyam
Company Secretary
Membership No. A53502

NOTES:

1. The Register of Members and Share Transfer Books of the Company will remain closed from **20.09.2023 (Wednesday) to 26.09.2023 (Tuesday)** (both days inclusive) for the purpose of 51st AGM.
2. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("Act") relating to the Special Business to be transacted at the Meeting is annexed hereto.
3. In view of the continuing Covid-19 pandemic, the Ministry of Corporate Affairs ("MCA") vide its General Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020, Circular No. 39/2020 dated December 31, 2020, Circular No. 02/2021 dated January 13, 2021, Circular No. 21/2021 dated December 14, 2021, Circular No. 03/2022 dated May 5, 2022, Circular No. 10/2022 and 11/2022 dated December 28, 2022 and all other relevant circulars issued time to time (collectively referred to as "MCA Circulars") and Securities and Exchange Board of India ("SEBI") vide its circular no. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 have permitted Companies to conduct Annual General Meeting ("AGM") through Video Conferencing (VC) and Other Audio Visual Means ("OAVM") without the physical presence of the Members at a Common Venue. In accordance with the said circulars of MCA, SEBI and applicable provisions of the Companies Act, 2013 ("the Act") and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), 51st AGM

of the Company is being held through VC/OAVM facility.

The Registered Office of the Company i.e. 4830/24, Prahlad Street Ansari Road, Darya Ganj New Delhi-110002 shall be deemed venue for the AGM.

e-AGM: The Company has appointed Link Intime India Pvt. Ltd., Registrars and Transfer Agents, to provide Video Conferencing (VC) / Other Audio Visual Means (OAVM) facility for the Annual General Meeting and the attendant enablers for conducting of the e-AGM.

4. Since this AGM is being held through VC pursuant to the MCA Circulars, physical attendance of shareholders has been dispensed with. Accordingly, the facility for appointment of proxies by the shareholders will not be available for the AGM. Accordingly, Proxy Form, Attendance Slip and Route Map of Meeting, are not annexed hereto. However, Body Corporates / Institutional shareholders are entitled to appoint authorised representatives through duly certified copy of the relevant Board Resolution to attend and vote at the AGM through VC/ OAVM facility.
5. Members attending the AGM through VC/OAVM facility shall be counted for the purpose of reckoning the quorum under section 103 of the Act.
6. Details of Directors seeking appointment / re-appointment at this AGM pursuant to Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard -2 on General Meetings issued by the Institute of Company Secretaries of India are annexed to this Notice.
7. The Notice of AGM and Annual Report will be sent to those Members/ beneficial owners whose name appears in the Register of Members/ list of beneficiaries received from the Depositories as on **Friday, August 25, 2023**.
8. Relevant documents, if any, referred to in the notice and in the explanatory statement are open for inspection at the registered office of the Company during the business hours on any working day (except Saturday, Sunday and Public Holiday) between 11.00 a.m. to 1.00 p.m. up to the date of the Annual General Meeting.
9. All the documents referred to in the accompanying Notice of AGM shall be available for inspection from the date of circulation of this Notice up to the date of AGM, upon the request being sent on cs@skpmil.com
10. As per Regulation 40 of the SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form w.e.f. April 1 2019. Further, SEBI has mandated listed companies to issue securities in dematerialized form while processing service request for issue of duplicate securities certificate, claim from Unclaimed Suspense Account, renewal/exchange of securities certificate, endorsement, sub- division/splitting of securities certificate, consolidation of securities

certificates/folios, transmission, transposition, etc.

In view of the above and to eliminate the risks associated with physical shares and to avail various benefits of dematerialization, Members are advised to dematerialize their shares held in physical form. Members can contact the Company or Company's Registrars and Transfer Agents, Link Intime India Pvt. Ltd in this regard.

11. SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD-PoD1/P/CIR/2023/37 dated March 16, 2023, has extended the timeline for mandatory furnishing of PAN, nomination, contact details (postal address with PIN, mobile number & E-mail address), bank account details (bank name & branch, bank account number and IFSC code) and specimen signature ('mandatory KYC'), by security holders holding securities in physical form up to September 30, 2023. Accordingly, Members holding shares in physical form are requested to complete the mandatory KYC by sending an E-mail request along with duly signed forms to Company's Registrars and Transfer Agents, Link Intime India Pvt. Ltd at Noble Heights, 1st Floor, NH -2, C1- Block LSC, Near Savitri Market, Janakpuri, New Delhi – 110058 and E-mail ID: delhi@linkintime.co.in, before September 30, 2023. As per SEBI circular, non-availability of any of the above documents/details with Link Intime India Pvt. Ltd on or after October 1, 2023 will result in freezing of the physical shareholders' folios. Members holding shares in demat form are requested to submit/update their KYC details with their respective Depository Participant.
12. Non-Resident Indian members are requested to inform Company/RTA, regarding:
 - Change in their residential status on return to India for permanent settlement.
 - Particulars of their bank account maintained in India with complete name, branch, account type, account number, IFSC Code and address of the Bank with pin code number, if not furnished earlier.
13. Pursuant to Section 101 and 136 of the Act read with relevant rules made thereunder and Regulation 36 of the SEBI Listing Regulations and circulars issued by Ministry of Corporate Affairs, from time to time, companies can serve Annual Report and other communications through electronic mode to those Members who have registered their e-mail address either with the Company or with the Depository Participants ("DP"). Member(s) holding shares in physical form and who have not registered their e-mail address with the Company/ RTA can now register the same by sending an email to Compliance Officer of the Company at cs@skpmil.com and/ or by sending a request to Link Intime India Pvt. Ltd , Registrar and Share Transfer Agent ("RTA") of the Company. Members holding shares in demat form are requested to register their e-mail

address with their DP only. The registered e-mail address will be used for sending future communications.

14. In compliance with the aforesaid MCA Circulars and SEBI Circulars, Notice of the AGM along with the Integrated Annual Report 2022-23 is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/ Depositories/Registrar & Transfer Agent ('RTA'), unless any Member has requested for a physical copy of the same. The Notice of AGM and Annual Report 2022-23 are available on the Company's website at www.skpmil.com and may also be accessed from the relevant section of the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com
15. Members seeking any information / clarification on the accounts or any matter to be placed at the AGM are requested to write to the Company at least seven days prior to the date of meeting from their registered email address mentioning their name, DPID and Client ID Folio no so as to enable the Management to keep the information ready.
16. Members can avail the facility of nomination in respect of their shareholding pursuant to the provisions of section 72 of the Act read with Rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014. Members holding shares in physical form desiring to avail of this facility may send their nomination in the prescribed Form No. SH-13 duly filled in to Link Intime India Pvt. Ltd. having their office at Noble Heights, 1st Floor, NH -2, C1- Block LSC, Near Savitri Market, Janakpuri, New Delhi - 110058 or send an E-mail at: delhi@linkintime.co.in.

If a Member desires to cancel the earlier nomination and record fresh nomination, he/she may submit the same in Form No. SH-14. Both the forms are available on the Company's website at the web-link: [https://www.skpmil.com/Investor Information](https://www.skpmil.com/Investor%20Information)

Members holding shares in demat form may contact their respective Depository Participants for availing this facility.

17. Members are requested to: -
 - a) Quote DP ID and Client ID/Ledger Folio numbers in all their correspondence;
 - b) Approach the RTA for consolidation of multiple ledger folios into one; and
 - c) To avoid inconvenience, get shares transferred in joint names, if they are held in a single name and/or appoint a nominee.
18. In compliance with the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Regulation

44 of the SEBI Listing Regulations (as amended), MCA Circulars and the SEBI Circulars, the Company is providing its Members the facility to exercise their right to vote on resolutions proposed to be considered at the AGM by electronic means (by using the electronic voting system provided by Link Intime India Pvt Ltd.) either by (i) remote e-voting prior to the AGM or (ii) remote e-voting during the AGM. Instructions for Members for attending the AGM through VC/OAVM are explained in this Notice.

19. The Members can opt for only one mode of remote e-voting i.e. either prior to the AGM or during the AGM. The Members present at the Meeting through VC/OAVM who have not already cast their vote by remote e-voting prior to the Meeting shall be able to exercise their right to cast their vote by remote e-voting during the Meeting. The Members who have cast their vote by remote e-voting prior to the AGM are eligible to attend the Meeting but shall not be entitled to cast their vote again.
20. Members desiring to exercise their vote by e-voting are requested to carefully read the enclosed instructions which *inter-alia* provide the process and manner for e-voting, login ID, generating password and time schedule including the time period during which the votes may be cast etc.
21. The Board of Directors has appointed Mr. Manish Kumar Bansal (Advocate) partner of Globiz Legal, as the Scrutinizer to scrutinize the remote e-voting process, in a fair and transparent manner.
22. Members are requested to notify immediately any change in their address:
 - i) to their Depository Participants (DP) in respect of shares held in dematerialized form, and
 - ii) to the Company at its registered office or its Registrar & Share Transfer Agent, Link Intime India Pvt Ltd. in respect of their physical shares, if any, quoting their Folio Number.
23. Members of the Company holding shares either in physical form or electronic form, as on **Tuesday, September 19, 2023 (i.e. cut-off date)**, may cast their vote by remote e-Voting. The voting rights of members shall be in proportion to their shares of the Paid-up equity share capital of the Company as on the cut-off date.
24. The remote e-Voting period commences on **Saturday, September 23, 2023 at 9:00 a.m. (IST) and ends on Monday, September 25, 2023 at 5:00 p.m. (IST)**. The remote e-Voting module shall be disabled by Link Intime India Pvt Ltd. for voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently.

INSTRUCTIONS FOR REMOTE E-VOTING

As per the SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with their respective Depositories/ Depository Participants as detailed below. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual Shareholders holding securities in demat mode is given below:

1. Individual Shareholders holding securities in demat mode with NSDL :
 - (i) Existing IDeAS user can visit the e-Services website of NSDL viz... <https://eservices.nsdl.com> either on a personal computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on Company name or e-Voting service provider name i.e. LINKINTIME and you will be re-directed to "InstaVote" website for casting your vote during the remote e-Voting period.
 - (ii) If you are not registered for IDeAS e-Services, option to register is available at <https://eservices.nsdl.com>. Select «Register Online for IDeAS Portal" or click at <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp>.
 - (iii) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://eservices.nsdl.com> either on a personal computer or on a mobile. 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. You will have to enter your User ID (i.e. your sixteen-digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on Company name or e-Voting service provider name i.e. LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period.

2. Individual Shareholders holding securities in demat mode with CDSL :

- (i) Existing users who have opted for Easi / Easiest, can login through their user ID and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <https://web.cdslindia.com/myeasinew/home/login> or www.cdslindia.com and click on New System Myeasi.
- (ii) After successful login of Easi/Easiest the user will be able to see the e-Voting Menu. The Menu will have links of e-Voting service provider i.e. LINKINTIME. Click on LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period.
- (iii) If the user is not registered for Easi/Easiest, option to register is available at <https://web.cdslindia.com/myeasinew/Registration/EasiRegistration>
- (iv) Alternatively, the user can directly access e-Voting page by providing demat account number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat account. After successful authentication, user will be provided links for the respective ESP i.e. LINKINTIME. Click on LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period.

3. Individual Shareholders (holding securities in demat mode) login through their Depository Participants :

You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name i.e. LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period.

Login method for Individual shareholders holding securities in physical form/ Non-Individual Shareholders holding securities in demat mode is given below:

Individual Shareholders of the Company, holding shares in physical form/ Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register for e-Voting facility of Link Intime as under:

1. Open the internet browser and launch the URL: <https://instavote.linkintime.co.in>

2. Click on “Sign Up” under ‘SHAREHOLDER’ tab and register with your following details:

A. User ID: Shareholders holding shares in physical form shall provide Event No. + Folio Number registered with the Company. Shareholders holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID; Shareholders holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID.

B. PAN: Enter your 10-digit Permanent Account Number (PAN). Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.

C. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format).

D. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/ Company.

**Shareholders holding shares in physical form but have not recorded ‘C’ and ‘D’, shall provide their Folio number in ‘D’ above*

**Shareholders holding shares in NSDL form, shall provide ‘D’ above*

▶ Set the password of your choice (The password should contain minimum 8 characters, at least one special Character (@!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter).

▶ Click “confirm” (Your password is now generated).

3. Click on ‘Login’ under ‘SHAREHOLDER’ tab.
4. Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on ‘Submit’.

Cast your vote electronically:

1. After successful login, you will be able to see the notification for e-voting. Select ‘View’ icon.
2. E-voting page will appear.
3. Refer the Resolution description and cast your vote by selecting your desired option ‘Favour / Against’ (If you wish to view the entire Resolution details, click on the ‘View Resolution’ file link).
4. After selecting the desired option i.e. Favour / Against, click on ‘Submit’. A confirmation box will be displayed. If you wish to confirm your vote, click on ‘Yes’, else to change your vote, click on ‘No’ and accordingly modify your vote.

Guidelines for Institutional Shareholders:

Institutional Shareholders (i.e. other than Individuals, HUF,

NRI etc.) and Custodians are required to log on the e-voting system of LIPL at <https://instavote.linkintime.co.in> and register themselves as ‘Custodian / Mutual Fund / Corporate Body’. They are also required to upload a scanned certified true copy of the board resolution /authority letter/power of attorney etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the ‘Custodian / Mutual Fund / Corporate Body’ login for the Scrutinizer to verify the same.

Helpdesk for Individual Shareholders holding securities in physical mode/ Institutional Shareholders:

Shareholders facing any technical issue in login may contact Link Intime INSTAVOTE helpdesk by sending a request at enotices@linkintime.co.in or contact on: - Tel: 022 – 4918 6000.

Helpdesk for Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode may contact the respective helpdesk for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 or 22- 23058542-43.

Individual Shareholders holding securities in Physical mode has forgotten the password:

If an Individual Shareholder holding securities in Physical mode has forgotten the USER ID [Login ID] or Password or both then the Shareholder can use the “Forgot Password” option available on the e-Voting website of Link Intime: <https://instavote.linkintime.co.in>

- o Click on ‘Login’ under ‘SHAREHOLDER’ tab and further Click ‘forgot password?’
- o Enter User ID, select Mode and Enter Image Verification code (CAPTCHA). Click on “SUBMIT”.

In case Shareholder is having valid email address, password will be sent to his / her registered e-mail address. Shareholder can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above. The password should contain minimum 8 characters, at least one special character (@!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter.

User ID for Shareholders holding shares in Physical Form (i.e. Share Certificate): Your User ID is Event No. + Folio Number

registered with the Company.

Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:

Shareholders who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at above mentioned depository/ depository participants website.

- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For Shareholders/ Members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- During the voting period, Shareholders/ Members can login any number of time till they have voted on the resolution(s) for a particular “Event”.

PROCESS AND MANNER FOR ATTENDING THE FIFTY FIRST ANNUAL GENERAL MEETING THROUGH INSTAMEET:

1. Open the internet browser and launch the URL: <https://instameet.linkintime.co.in>

- ▶ Select the “**Company**” and ‘**Event Date**’ and register with your following details: -
 - A. Demat Account No. or Folio No:** Enter your 16 digit Demat Account No. or Folio No.
 - Shareholders/ Members holding shares in **CDSL demat account shall provide 16 Digit Beneficiary ID**
 - Shareholders/ Members holding shares in **NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID.**
 - Shareholders/ Members holding shares in **physical form shall provide** Folio Number registered with the Company.
 - B. PAN:** Enter your 10-digit Permanent Account Number (PAN). Members who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.
 - C. Mobile No.:** Enter your mobile number.
 - D. Email ID:** Enter your email ID, as recorded with your DP/Company.
- ▶ Click “Go to Meeting” (You are now registered for InstaMeet and your attendance is marked for the meeting).

Please refer the instructions (annexure) for the software requirements and kindly ensure to install the same on the device which would be used to attend the meeting. Please read the instructions carefully and participate in the meeting. You may also call upon the InstaMeet Support Desk for any support on the dedicated number provided to you in the instruction/ InstaMEET website.

Instructions for Shareholders/ Members to Speak during the

Annual General Meeting through InstaMeet:

1. Shareholders who would like to speak during the meeting must register their request mentioning their name, demat account number/folio number, email ID, mobile number at least 3 days in advance, with the Company on email id: cs@skpmil.com on or before, 5:00 P.M. (IST) on Saturday September 23, 2023.
2. Shareholders will get confirmation on first come first served basis.
3. Shareholders will receive “speaking serial number” once they mark attendance for the meeting.
4. Only those members who have registered themselves as a speaker will be allowed to express their views/ask questions during the e-AGM.
5. Other Shareholder may ask questions to the panellist, via active chat-board during the meeting.
6. The Company reserves the right to restrict the number of speakers depending on the availability of time for the e-AGM.
7. Please remember speaking serial number and start your conversation with panellist by switching on video mode and audio of your device.

Shareholders are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking.

Instructions for Shareholders/ Members to Vote during the Annual General Meeting through InstaMeet:

Once the electronic voting is activated by the scrutinizer/ moderator during the meeting, Shareholders/ Members who have not exercised their vote through the remote e-voting can cast the vote as under:

On the Shareholders VC page, click on the link for e-Voting “Cast your vote”

1. Enter your 16 digit Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email ID) received during registration for InstaMEET and click on ‘Submit’.
2. After successful login, you will see “Resolution Description” and against the same the option “Favour/ Against” for voting.
3. Cast your vote by selecting appropriate option i.e. “Favour/Against” as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under “Favour/Against”.
4. After selecting the appropriate option i.e. “Favour/ Against” as desired and you have decided to vote, click on “Save”. A confirmation box will be displayed. If you wish to confirm your vote, click on “Confirm”, else to

change your vote, click on “Back” and accordingly modify your vote.

- Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

Note: Shareholders/ Members, who will be present in the Annual General Meeting through InstaMeet facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting facility during the meeting. Shareholders/ Members who have voted through Remote e-Voting prior to the Annual General Meeting will be eligible to attend/ participate in the Annual General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.

Shareholders/ Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience.

Shareholders/ Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

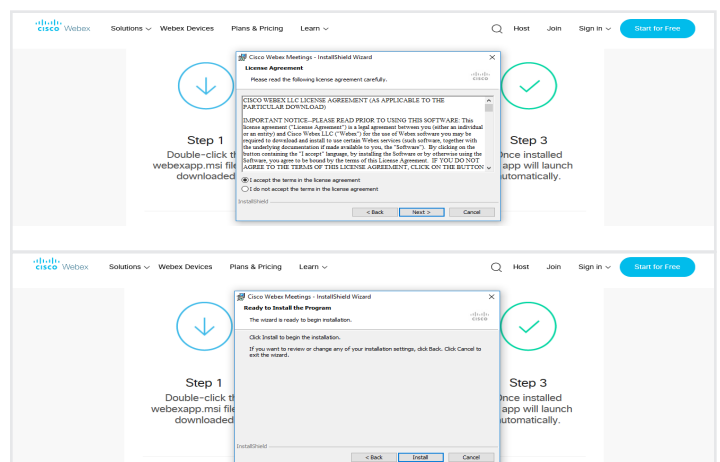
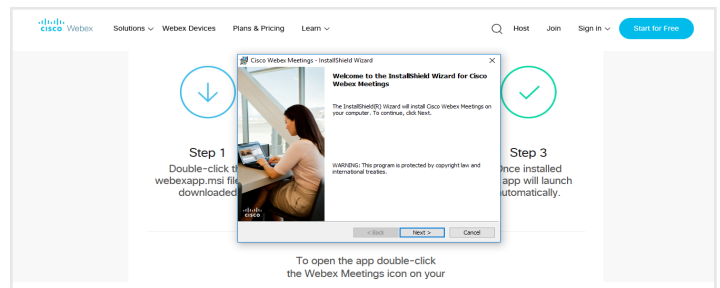
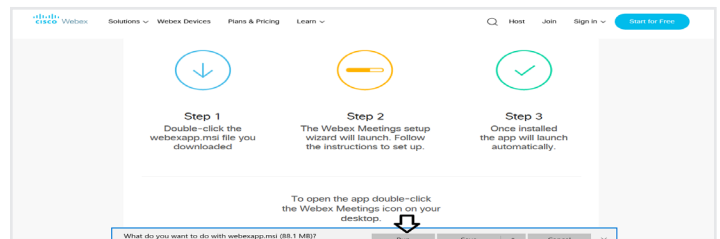
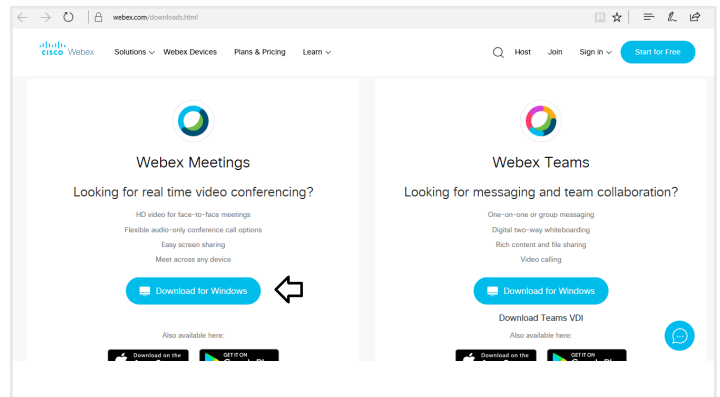
Please note that Shareholders/ Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

In case Shareholders/ Members have any queries regarding login/ e-voting, they may send an email to instameet@linkintime.co.in or contact on: - Tel: 022-49186175.

Guidelines to attend the AGM proceedings of Link Intime India Pvt. Ltd.: InstaMEET

For a smooth experience of viewing the AGM proceedings of Link Intime India Pvt. Ltd. InstaMEET, Shareholders/ Members who are registered as speakers for the event are requested to download and install the Webex application in advance by following the instructions as under:

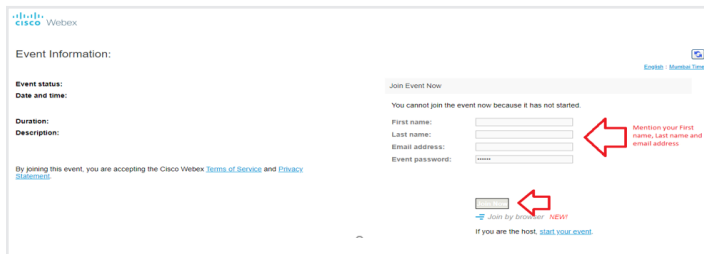
- Please download and install the Webex application by clicking on the link [https://www.webex.com/downloads.](https://www.webex.com/downloads.html/)html/



Or

- If you do not want to download and install the Webex application, you may join the meeting by following the process mentioned as under:

Step 1	Enter your First Name, Last Name and Email ID and click on join now.
1 (A)	If you have already installed the Webex application on your device, join the meeting by clicking on join now
1 (B)	If Webex application is not installed, a new page will appear giving you an option to either Add Webex to chrome or Run a temporary application. Click on Run a temporary application, an exe file will be downloaded. Click on this exe file to run the application and join the meeting by clicking on join now



GENERAL GUIDELINES FOR SHAREHOLDERS

- Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as on the cut-off date, may obtain the login ID and password by sending a request at instameet@linkintime.co.in.
- The Scrutinizer shall immediately after the conclusion of voting at the AGM, unblock the votes cast through remote e-voting and e-voting on the date of the AGM and make, not later than 2 working days of the conclusion of the Meeting, a consolidated Scrutinizer’s Report of the total votes cast in favour or against, if any, forthwith to the Chairman or any person authorized by him in writing and the Results shall be declared by the Chairman or any person authorized by him thereafter.
- The Results declared along with the Scrutinizer’s Report shall be placed on the website of the Company www.skpmil.com and on the website of Link Intime India Pvt. Ltd. instavote.linkintime.co.in immediately after the declaration of result by the Chairman or any person authorized by him in writing. The results shall also be forwarded to the stock exchanges where the shares of the Company are listed.
- The resolutions, if passed by requisite majority, shall be deemed to have been passed on the date of the AGM i.e. September 26, 2023.

Annexure I

Details of Directors seeking appointment/re-appointment

Disclosure required under Regulation 26(4) and 36 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard - 2 in respect of Directors seeking appointment/re-appointment:

Particulars	Mr. Naynesh Pasari	Mr. Dev Kishan Chanda
DIN	00519612	00407123
Date of Birth(Age in years)	03.07.1982 (41 Years)	14.10.1948 (74 Years)
Date of Appointment	10.08.2023	23.02.2021
Qualification	MBA in the stream of Finance from Walthan, USA	Commerce Graduate
Experience in specific functional areas	Rich experience in the field of accounting, marketing, export import, finance and other allied areas.	More than 27 years of rich experience in the field of Cost Management
Directorship held in other entities	1. Gopala Sales Private Limited 2. Inficore Visions Private Limited	NIL
Membership/ Chairmanship of Committees of listed entities (includes only Audit Committee and Stakeholders’ Relationship Committee)	Stakeholder Relationship Committee and Corporate Social Responsibility Committee in the Company only.	Audit Committee, Stakeholder Relationship Committee and Corporate Social Responsibility Committee in the Company only.
Number of shares held in the Company	NIL	NIL
Terms and Condition of appointment/re-appointment	As Per policy of Director, KMP and Senior Management (weblink mentioned in Board Report)	As Per policy of Director, KMP and Senior Management (weblink mentioned in Board Report)
Relationship with any Director(s)/ KMP of the Company	He is son of Mr. Narendra Kumar Pasari, Managing Director of the Company	None
Number of Board Meeting attended during the year	NIL	As mentioned in the Corporate Governance Report

EXPLANATORY STATEMENT

(Pursuant to Section 102 of the Companies Act, 2013)

Item No. 3

The Board of Directors of the Company (based on the recommendation of Nomination and Remuneration Committee) in their meeting held on August 10,2023, has appointed Mr. Naynesh Pasari as an Additional Director and Whole-time Director (designated as Executive Director) of the Company, liable to retire by rotation, for a period of up to 3 (Three) years with effect from August 10, 2023. Earlier he has provided services to the Company as a Business Development Advisor after having approval from the shareholders. He has now discontinued his services w.e.f August 1, 2023.

Mr. Naynesh Pasari is an MBA in the stream of Finance from Walthan, USA. He has wide experience in Paper Industry. He possesses the requisite skill sets i.e. competencies and exposure in areas including business, finance, risk oversight and governance as prescribed by the Board in the context of Company’s business. During his services as Business Development Advisor, the Business of the Company has grown

over the years and it is expected that this growth will continue in future also. The Board is of the opinion, after evaluation of his qualifications, experience and other attributes, that his induction on the Board would be of immense benefit to the Company.

In terms of the applicable provisions of the Companies Act, 2013 ("Act") and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), it is proposed to seek approval of the Members for appointment and remuneration payable to Mr. Naynesh Pasari, as a Whole-time Director (designated as Executive Director) of the Company.

Mr. Naynesh Pasari satisfies all the conditions set-out in Section 196(3) read with Part-I of Schedule V to the Act and is eligible for appointment. The remuneration proposed to be paid to Mr. Naynesh Pasari is as per the Remuneration Policy of the Company. Mr. Naynesh Pasari has given his consent to act as a Director and a declaration to the effect that he is not disqualified to act as a Director in terms of Section 164 of the Act and is not debarred from holding the office of Director by virtue of any SEBI order or any other such authority. In terms of Section 160 of the Companies Act, 2013, the Company has received a notice in writing from a Member, proposing his candidature for appointment.

The composition of the Board of the Company post induction of Mr. Naynesh Pasari, if approved by the Members, will continue to be in compliance with the requirements of Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and the Act. The proposed appointment is in line with the policy on appointment of Directors and Senior Management and Policy on remuneration of Directors of the Company. His Directorship/ Committee memberships are within the statutorily permitted limits.

Broad particulars of the terms of appointment and remuneration payable to Mr. Naynesh Pasari, are as under:

- a. Basic Salary : ₹ 2,00,000/- (Rupees Two Lakhs only) per month with an annual increment of such amount per month as per discretion of the Board or any committee thereof.
- b. HRA: @50% of the basic salary per month.
- c. The Company's contribution to superannuation or annuity fund, gratuity payable, personal and medical insurance and encashment of leave, as per the rules of the Company, shall be in addition to the remuneration under (a) above.
- d. Perquisites, allowances and remuneration based on net profit or by way of bonus/ performance linked incentive payable to Mr. Naynesh Pasari, as recommended by NRC, shall be in addition to the remuneration prescribed above. The said perquisites shall be evaluated, wherever

applicable, as per the provisions of the Income tax Act, 1961 and rules made thereunder or any statutory modification(s) or re-enactment(s) thereof.

- e. Reimbursement of Expenses: Expenses incurred for travelling, boarding and lodging during business trips and provision of car(s) for use on the Company's business and communication expenses shall be reimbursed at actuals and not considered as perquisite.
- f. General:
 - (i) The Whole-time Director shall perform his duties in the interest of the Company.
 - (ii) The Whole-time Director shall act in accordance with the Articles of Association of the Company and shall abide by the provisions contained in the Act and Rules made thereunder read with the SEBI Listing Regulations.
 - (iii) The Whole-time Director shall adhere to the Code of Conduct of the Company and shall also comply with the other policies and laws applicable on the Company.
 - (iv) The terms and conditions of the appointment (including remuneration) of Mr. Naynesh Pasari may be altered, varied or modified by the Board of Directors (including NRC), from time to time, in terms of Schedule V and other applicable provisions of the Act.
 - (v) Pursuant to the provisions of the Section 197 read with Schedule V to the Act, in the event of loss or inadequacy of profits in any financial year, Company may pay the abovementioned remuneration, including any subsequent revisions approved by the Board of Directors from time to time, as minimum remuneration to Mr. Naynesh Pasari for a period of up to 3 (Three) years with effect from August 10, 2023.

The above may be treated as a written memorandum setting out the terms of appointment of Mr. Naynesh Pasari pursuant to the provisions of Section 190 of the Act.

Details about Mr. Naynesh Pasari pursuant to the provisions of the SEBI Listing Regulations and the Act (including Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India) are annexed and form part of this Notice.

Further, the total managerial remuneration payable to Mr. Naynesh Pasari, along with Managing Director or other Executive Director(s) of the Company, in any financial year, may exceed the limit of 10% of net profit and overall managerial remuneration payable to all Director(s) may exceed the limit of 11% of net profit of the Company, as prescribed under Section 197 of the Act, read with rules made

thereunder or other applicable provisions or any statutory modifications thereof. Hence, the approval of the Members is sought by way of special resolution pursuant to the provisions of Section 197 of the Act and rules made thereunder read with Schedule V to the Act.

Statement of information/ details for the Members pursuant to Section II of Part II of Schedule V to the Act:

I. General Information :

- (1) Nature of Industry :
Manufacturing of paper
- (2) Date of commencement of commercial production :
Third quarter of the calendar year 1974
- (3) In case of new company, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus : N.A.
- (4) Financial performance :

(₹ in lakhs)

Financial Parameters	2022-23	2021-22	2020-21
Revenue from operations	17787.69	10347.57	6,940.60
Net Profit/(Loss) after tax	1256.22	(131.46)	(327.44)
EPS (₹)	9.29	(0.97)	(2.42)

- (5) Foreign Investments or collaborations, if any:
WPS PTE. LTD., Singapore and Mr. Vijay Kumar Gupta, NRI have invested in securities of the Company.

II. Information about the Appointee:

(1) Background details:

Mr. Naynesh Pasari holds an MBA degree in the stream of Finance from Waltham, USA. He has wide experience in Paper Industry. During his tenure as Business Development Advisor, he has been involved in the affairs of the Company and has always administered his valuable service and significant contributions to the Company. He hold Directorship in Inficore Visions Private Limited and Gopala Sales Private Limited.

(2) Past remuneration:

NIL

(3) Recognition or awards:

NIL

(4) Job Profile and his suitability:

Mr. Naynesh Pasari has served with the Company as Business Development Advisor. During his services, the Business of the Company has grown over the years. Considering his good understanding of managerial skills, domain knowledge, performance

and rich experience, the Board of Directors has recommended his appointment as Whole-time Director designated as Executive Director of the Company.

(5) Remuneration proposed:

Already mentioned hereinabove.

(6) Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person:

Considering Mr. Naynesh Pasari's skills, knowledge, performance and rich experience, the proposed remuneration is commensurate and comparable with the remuneration payable to other Executives in the Industry with similar experience.

(7) Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel, if any

Mr. Naynesh Pasari is the son of Mr. Narendra Kumar Pasari, Managing Director of the Company. Except this, Mr. Naynesh Pasari does not have any other pecuniary relationship with the Company and/or its managerial personnel apart from his proposed remuneration.

III. Other information:

- (i) **Reasons for loss or inadequate profits:** This includes inflation, subdued market demand due to lower discretionary spends by the consumers and tough competitions due to low product pricing of similar products by other market players of the same kind of business.
- (ii) **Steps taken or proposed to be taken for improvement:** Cost Optimization, introduction of new products, expansion of business and aggressive marketing efforts.
- (iii) **Expected increase in productivity and profits in measurable terms:** The productivity will increase with the pickup in sales and the Company is expected to attain reasonable profits in near future.

Mr. Naynesh Pasari, being appointee, is interested in the resolution set-out at Item No. 3 of this Notice. The relatives of Mr. Naynesh Pasari may be deemed to be interested in the resolution to the extent of their shareholding, if any, in the Company. Mr. Naynesh Pasari is son of Mr. Narendra Kumar Pasari, Managing Director of our Company. Save and except the above, none of the other Directors/ Key Managerial Personnel of the Company/ their relatives are, in any way, concerned or interested, financially or otherwise, in the said resolution, set-out at Item No. 3.

All relevant documents and papers relating to Item No. 3 and

referred to in this Notice and Explanatory Statement shall be available for inspection without any fee by the Members, as provided in Note No. 8 of the Notes to this AGM Notice.

The Board of Directors of the Company recommends the resolution set out at Item No. 3 for approval of the Members as a **Special Resolution**.

Disclosure under Regulation 26(4) and 36(3) of the Listing Regulations and Secretarial Standard-2 issued by The Institute of Company Secretaries of India is annexed to this Notice of Annual General Meeting as **Annexure I**.

Item No. 4

It is proposed to enter into an agreement/contract/transaction with Govinda Power & Products Private Limited, a related party as per the provisions of the Companies Act, 2013, for sale & purchase transactions in respect of paper and other allied products and/or receipt/payment of commission. The material terms and conditions are as follows:

Sr. No.	Particulars	Details
1	Name of the Related Party	Govinda Power & Products Private Limited
2	Nature of Relationship	Relatives of Mr. Narendra Kumar Pasari, Managing Director and Mr. Naynesh Pasari, Whole time Director are Director and Member in Govinda Power & Products Private Limited.
3	Name of the Director or Key Managerial Personnel who is related, if any	Mr. Narendra Kumar Pasari, Managing Director and Mr. Naynesh Pasari, Whole time Director designated as Executive Director Mrs. Shilpa Pasari, wife of Mr. Narendra Kumar Pasari holds 21.28% of paid-up Equity Share Capital of Govinda Power & Products Private Limited. Further, Mrs Shradha Pasari wife of Mr. Naynesh Pasari is Director of Govinda Power & Products Private Limited.
4	Nature, material terms, monetary value and particulars of the contract or	The Company shall enter into transaction with Govinda Power & Products Private Limited for purchase and/or sale of the paper and other allied products and/or receipt/payment of commission in accordance with the prices as may be agreed from time to time for value not exceeding ₹50,00,00,000/- (Rupees Fifty Crores only) per annum over and above the prescribed limit under the relevant section of Companies Act for a period of ten (10) years commencing from April 1, 2023

5	Any other information relevant or important for the members to take a decision on the proposed resolution	The above-mentioned transaction is in the ordinary course of business and at arm's length basis.
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In terms of the provisions of Section 188 of the Companies Act, 2013 and Rules made thereunder, for entering into related party transactions where the transaction value exceed the thresholds prescribed, prior approval of the Shareholders by way ordinary resolution is required.

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

The Board of Directors of the Company recommends the resolution set out at Item No.4 for approval of the Members as an **Ordinary Resolution**.

Item No. 5

It is proposed to enter into an agreement/contract/transaction with Gopala Sales Private Limited, a related party as per the provisions of the Companies Act, 2013, for sale & purchase transactions in respect of paper and other allied products and/or receipt/payment of commission. The material terms and conditions are as follows:

Sr. No.	Particulars	Details
1	Name of the Related Party	Gopala Sales Private Limited
2	Nature of Relationship	Mr. Naynesh Pasari, Whole time Director is Director and Member in Gopala Sales Private Limited. Further, relative of Mr. Narendra Kumar Pasari, Managing Director is also Director in Gopala Sales Private Limited.
3	Name of the Director or Key Managerial Personnel who is related, if any	Mr. Narendra Kumar Pasari, Managing Director and Mr. Naynesh Pasari, Whole time Director designated as Executive Director Mr. Naynesh Pasari, holds 25% of paid-up Equity Share Capital of Gopala Sales Private Limited. Further, Mrs. Shilpa Pasari, wife of Mr. Narendra Kumar Pasari and Mr. Naynesh Pasari, are Directors of Gopala Sales Private Limited.

4	Nature, material terms, monetary value and particulars of the contract or arrangements	The Company shall enter into transaction with Gopala Sales Private Limited for purchase and/or sale of the paper and other allied products and/or receipt/payment of commission in accordance with the prices as may be agreed from time to time for value not exceeding ₹50,00,00,000/-(Rupees Fifty Crores only) per annum over and above the prescribed limit under the relevant section of Companies Act for a period of ten (10) years commencing from April 1, 2023
5	Any other information relevant or important for the members to take a decision on the proposed resolution	The above-mentioned transaction is in the ordinary course of business and at arm's length basis.

resolution for the aforesaid services to be rendered by them.
None of the Directors, Key Managerial Personnel or their relatives are interested in this resolution.

The Board of Directors of the Company recommends the resolution set out at Item No. 6 for approval of the Members as an **Ordinary Resolution**.

Registered Office:
4830/24, Prahlad Street,
Ansari Road, Darya Ganj,
New Delhi-110002
CIN: L21012DL1972PLC279773
Tel: +91 11 46263200
E-mail: info@skpmil.com
Website: www.skpmil.com
Place: New Delhi
Date: August 10, 2023

By order of the Board of Directors
For Shree Krishna Paper Mills & Industries Limited

Ritika Priyam
Company Secretary
Membership No.A53502

In terms of the provisions of Section 188 of the Companies Act, 2013 and Rules made thereunder, for entering into related party transactions where the transaction value exceed the thresholds prescribed, prior approval of the Shareholders by way ordinary resolution is required.

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

The Board of Directors of the Company recommends the resolution set out at Item No. 5 for approval of the Members as an **Ordinary Resolution**.

Item No. 6

The Board of Directors of the Company, on the recommendation of the Audit Committee, has approved the appointment and remuneration of M/s. Vijender Sharma & Co., Cost Accountants, Delhi (Firm Registration No.: 000180) to conduct the audit of the cost records of the Company for the financial year ending March 31, 2024 at a remuneration of ₹90,000/- (Rupees Ninty Thousands only) per annum plus taxes at the applicable rates and reimbursement of out of pocket expenses in connection with the audit, subject to ratification by members.

In terms of the provisions of Section 148(3) of the Act read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors is to be approved by the members of the Company. Accordingly, the members are requested to ratify the remuneration payable to the Cost Auditors during the year 2023-24 as set out in the