



February 1, 2022

BSE Limited,  
14<sup>th</sup> Floor, P.J. Towers,  
Dalal Street,  
MUMBAI – 400 001

National Stock Exchange of India Ltd,  
"Exchange Plaza",  
Bandra-Kurla Complex, Bandra (East)  
MUMBAI - 400 051

(BSE Scrip Code No.502330)

(Symbol – ANDHRAPAP Series -EQ)

Dear Sirs,

Sub: Forwarding of proceedings of Postal Ballot  
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In compliance with the provisions of Section 110 of the Companies Act, 2013 ("the 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 10, 2021.

The Postal Ballot voting was completed on January 29, 2022 and CS D. Hanumanta Raju, Partner, M/s. D. Hanumanta Raju & Co., Company Secretaries, Scrutinizer submitted his report on February 1, 2022. As per his report, the Special Resolution "Appointment of Mr. Mukesh Jain (DIN: 0009380039) as a Director and Whole-time Director" 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

UNIT: RAJAHMUNDRY

(Formerly known as International Paper APPM Limited)

(Corporate Identity Number: L21010AP1964PLC001008)

Regd. Office: Rajamahendravaram – 533 105, East Godavari Dist., Andhra Pradesh, India.

Tel: +91-883-247 1831 to 1835 Fax: +91-883-246 1764 & 256 2000

Website: [www.andhraper.com](http://www.andhraper.com)

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



## SUMMARY OF PROCEEDINGS OF POSTAL BALLOT (INCLUDING ELECTRONIC VOTING)

The Board of Directors of Andhra Paper Limited (Formerly known as International Paper APPM Limited ("the Company")) on December 10, 2021 accorded approval to the proposal to conduct Postal Ballot (including e-voting) pursuant to Sections 108 and 110 of the Companies Act, 2013 ("the Act") and other applicable provisions, if any, read with Rules 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 Special Resolution for "Appointment of Mr. Mukesh Jain (DIN: 0009380039) as a Director and Whole-time Director".

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 Special Resolution mentioned in the Postal Ballot Notice dated December 10, 2021.

The Scrutinizer submitted his report as under:

The e-voting period remained open from Friday, December 31, 2021 at 09.00 A.M. (IST) till Saturday, January 29, 2022 at 05.00 P.M. (IST);

The Shareholders holding shares as on the "cut off" date i.e., Friday, December 24, 2021 were entitled to vote through e-voting and also through physical Postal Ballot Form on the Special Resolution as set out in the Notice of Postal Ballot dated December 10, 2021 issued by the Company pursuant to Section 110 of the Act;

All postal ballot forms received up to 05.00 P.M. (IST) on January 29, 2022, the last date and time fixed by the Company for receipt of the forms, were considered for scrutiny;

The postal ballot forms received were kept under the safe custody of the Scrutinizer before commencing the scrutiny of such postal ballot forms;

The postal ballot forms received were duly opened in the presence of the Scrutinizer and scrutinized and the details of shareholders were matched with the Register of Members/Register of Beneficial Owners maintained by the Depositories as on Friday, December 24, 2021;

The votes for e-voting process were unblocked on January 29, 2022 at 06.27 P.M. (IST) in the presence of two witnesses, Ms. Yashita Pansari and Ms. Manisha P who are not in the employment of the Company;

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Thereafter, the details containing, *inter-alia* list of equity shareholders, who voted "for" and "against" to the Resolution that was put to vote were generated from the website of KFin Technologies Private Limited, E-voting Service Provider, i.e. <https://evoting.kfintech.com/>; and

Further, upto January 29, 2022 till 05.00 P.M. (IST) the last date and time for the receipt of Postal Ballot Form and end of e-voting period, 27 shareholders voted through postal ballot process and 85 shareholders voted through e-voting mechanism.

On the basis of the Scrutinizer's Report dated February 1, 2022 for the e-voting and Postal Ballot which were conducted between December 31, 2021 and January 29, 2022 (both days inclusive), Mr. Aravind Matta, Company Secretary & Vice President (Corporate Affairs) declared the results of voting on February 1, 2022 that the following Special Resolution as set out in the Postal Ballot Notice dated December 10, 2021 has been duly passed on January 29, 2022 with requisite majority.

### **Special Resolution:**

#### **APPOINTMENT OF MR. MUKESH JAIN (DIN: 0009380039) AS A DIRECTOR AND WHOLE-TIME DIRECTOR**

"**RESOLVED THAT** Mr. Mukesh Jain (DIN: 0009380039), who was appointed as an Additional Director of the Company by the Board of Directors, effective November 10, 2021, in terms of Sections 149, 152 and 161 (1) of the Companies Act, 2013 ("the Act") and Article 89 of the Articles of Association of the Company, and in respect of whom the Company has received a notice in writing from a Shareholder under Section 160 of the Act, proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company, whose period of office shall be liable to retire by rotation.

**RESOLVED FURTHER THAT** pursuant to the provisions of Sections 196 and 197, other applicable provisions of the Act and Rules made thereunder, read with Schedule V to the Act (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), approval of the shareholders of the Company be and is hereby accorded for the appointment of Mr. Mukesh Jain (DIN: 0009380039) as Whole-time Director of the Company, designated as Director - Commercial, for a term of three years, effective November 10, 2021, on such terms and conditions including remuneration, as set out in the Explanatory Statement annexed to this Notice, and also for payment of the said remuneration as minimum remuneration in the event of loss or inadequacy of profits in any financial year during his tenure of appointment, with authority to the Board of Directors (hereinafter referred to as "the Board", which term shall include any Committee thereof) to alter and vary the terms and conditions of the said appointment in such manner as may be agreed between the Board and Mr. Mukesh Jain."

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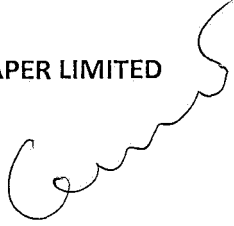


The summary of voting results as per Scrutinizer's Report dated February 1, 2022 is given below:

Particulars of Resolution as given in the Postal Ballot Notice dated December 10, 2021	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	
Appointment of Mr. Mukesh Jain (DIN: 0009380039) as a Director and Whole-time Director	In favour of	89	33084741	99.9987
	Against	19	436	0.0013
	Invalid including abstained Votes	5	1,589	



For ANDHRA PAPER LIMITED

  
ARAVIND MATTA  
COMPANY SECRETARY &  
VICE PRESIDENT (CORPORATE AFFAIRS)

Place: Hyderabad  
Date: February 1, 2022

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