<u>Details of Voting Results in respect of the 34th Annual General Meeting of</u> <u>Company pursuant to Clause 35A of the Listing Agreement</u>

I.	Date of the Annual General Meeting:	15 th September, 2014
II.	Total Number of shareholders on Record date i.e. 8 th August, 2014	28122
III.	No. of shareholders present in the meeting either in person or through proxy:	
	Category	Nos.
	- Promoter	1
	- Public	6496
	TOTAL	6497
IV.	No. of shareholders attending the Meeting through Video Conferencing	No video conferencing
	(Agenda-wise)	
1.	Detail of the Agenda:	Adoption of Accounts for the financial year ended 31 st March 2014.
	Resolution required: (Ordinary/Special)	Ordinary
	Mode of Voting: (Poll/Postal ballot/E-voting)	E-voting and Poll



For TAMIL NADU NEWSPRINT AND PAPERS LTD.

2.	Detail of the Agenda:	Declaration of Dividend for the financial year 2013-14.
	Resolution required: (Ordinary/Special)	Ordinary
	Mode of Voting: (Poll/Postal ballot/E-voting)	E-voting and Poll
3.	Detail of the Agenda:	Re-appointment of Thiru T Udhayachandran, IAS (DIN 02357295) as Director who retires by rotation.
	Resolution required: (Ordinary/Special)	Ordinary
	Mode of Voting: (Poll/Postal ballot/E-voting)	E-voting and Poll
4.	Detail of the Agenda:	Approval of Remuneration to M/s. Raman Associate, (Firm Regn. No. 002910S), Statutory Auditors.
	Resolution required: (Ordinary/Special)	Ordinary
	Mode of Voting: (Poll/Postal ballot/E-voting)	E-voting and Poll



FOR TAMIL NADU NEWSPRINT AND PAPERS LTD.

5.	Detail of the Agenda:	Approval of remuneration to M/s. Raman & Associates (Firm Regn. No. 0050), Cost Auditors.
	Resolution required: (Ordinary/Special)	Ordinary
	Mode of Voting: (Poll/Postal ballot/E-voting)	E-voting and Poll
6.	Detail of the Agenda:	Appointment of Thiru V Narayanan (DIN 00081673) as an Independent Director
	Resolution required: (Ordinary/Special)	Ordinary
	Mode of Voting: (Poll/Postal ballot/E-voting)	E-voting and Poll
7.	Detail of the Agenda:	Appointment of Thiru N Kumaravelu (DIN 00147683) as an Independent Director
	Resolution required: (Ordinary/Special)	Ordinary
	Mode of Voting: (Poll/Postal ballot/E-voting)	E-voting and Poll
8.	Detail of the Agenda:	Appointment of Thiru M R Kumar (DIN 03628755) as an Independent Director
	Resolution required: (Ordinary/Special)	Ordinary
	Mode of Voting: (Poll/Postal ballot/E-voting)	E-voting and Poll



FOR TAMIL NADU NEWSPRINT AND PAPERS LTD.

9.	Detail of the Agenda:	Appointment of Thiru V Nagappan (DIN 01271378) as an Independent Director
	Resolution required: (Ordinary/Special)	Ordinary
,	Mode of Voting: (Poll/Postal ballot/E-voting)	E-voting and Poll
10.	Detail of the Agenda:	Appointment of Tmt. Sarada Jagan (DIN 06658674) as an Independent Director
	Resolution required: (Ordinary/Special)	Ordinary
	Mode of Voting: (Poll/Postal ballot/E-voting)	E-voting and Poll
11.	Detail of the Agenda:	Appointment of Thiru Mahesan Kasirajan IAS (DIN 05102717) as Director
	Resolution required: (Ordinary/Special)	Ordinary
	Mode of Voting: (Poll/Postal ballot/E-voting)	E-voting and Poll
12.	Detail of the Agenda:	Appointment of and remuneration to Thiru C V Sankar, IAS (DIN 00703204) as Chairman and Managing Director
	Resolution required: (Ordinary/Special)	Ordinary
	Mode of Voting: (Poll/Postal ballot/E-voting)	E-voting and Poll



For TAMIL NADU NEWSPRINT AND PAPERS LTD.

13.	Detail of the Agenda:	Appointment of Thiru A Velliangiri (DIN 00153169) as Deputy Managing Director
	Resolution required: (Ordinary/Special)	Ordinary
	Mode of Voting: (Poll/Postal ballot/E-voting)	E-voting and Poll
14.	Detail of the Agenda:	Appointment of Thiru R Mani (DIN 06543489) as Director (Operations)
	Resolution required: (Ordinary/Special)	Ordinary
	Mode of Voting: (Poll/Postal ballot/E-voting)	E-voting and Poll



For TAMIL NADU NEWSPRINT AND PAPERS LTD.

TAMILNADU NEWSPRINT & PAPER LTD (PHYSICAL AND E-VOTING)

		(PHYSICAL A	AND E-VOTI	NG)				
RESOLUTION	DESCRIPTION	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstandin g shares (3)=[(2)/(1)]	No. of Votes – in favour (4)	No. of Votes -	on votes polled (6)=[(4)/(2)]	against on votes polled
	Corporate Body State Govt - Promoter	24444900	24444900	100%	24444900		100.0000%	0.0000%
	Public - Institutional Holders	24066535	15891159	66%	15891159	0	-	0.0000%
	Public - Others	20699165	1528366	7%	1528291	75	99.9951%	0.0049%
	TOTAL	69210600	41864425		41864350	75		
				% of Votes	No. of		% of Votes	% of Votes against on
RESOLUTION NO.	DESCRIPTION	No. of shares held (1)	No. of votes polled (2)	outstandin g shares (3)=[(2)/(1)] *100	Votes – in favour (4)	No. of Votes – against (5)	on votes polled (6)=[(4)/(2)] *100	100
2	Corporate Body State Govt - Promoter	24444900	24444900	100%	24444900	0		0.0000%
2	Public - Institutional Holders	24066535	15891159	66%	15891159	0		0.0000%
2	Public - Others	20699165	1528366	7%	1528310	56		0.00379
	TOTAL	69210600	41864425		41864369	56		
RESOLUTION NO.	DESCRIPTION	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstandin g shares (3)=[(2)/(1)] *100	No. of Votes – in favour (4)	No. of Votes – against (5)	*100	% of Votes against on votes polled (7)=[(5)/(2)] 100
3	Corporate Body State Govt - Promoter	24444900			24444900	0		
3	Public - Institutional Holders	24066535		-	15819716	71443		
3	Public - Others	20699165			1527936	415		0.02729
	TOTAL	69210600	41864410	<u> </u>	41792552	71858	Ŋ	
RESOLUTION NO.	DESCRIPTION	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstandin g shares (3)=[(2)/(1)] *100	No. of Votes – in favour (4)	(5)	(6)=[(4)/(2)] *100	against on votes polled (7)=[(5)/(2)] 100
4	Corporate Body State Govt - Promoter	24444900	24444900		24444900		100.0000%	
4	Public - Institutional Holders	24066535			15891159	0.000		
4	Public - Others	20699165		+-			+	0.02919
	TOTAL	69210600		% of Votes	41863980 No. of		% of Votes	% of Votes
		No. of	No. of	outstandin g shares	Votes - in	No. of Votes -	on votes polled	votes
DESCULITION		shares	votes	g snares (3)=[(2)/(1)]			(6)=[(4)/(2)]	
RESOLUTION NO.	DESCRIPTION	(1)	(2)	*100	(4)	(5)	*100	100
5	Corporate Body State Govt - Promoter	24444900	+				0 100.00009	6 0.0000
	Bublic Institutional Holders		1589115				0 100.00009	

24066535 15891159

69210600 41864400

1528341

20699165



Public - Institutional Holders

Public - Others

TOTAL

5

5

For TAMIL NADU NEWSPRINT AND PAPERS LTD.

66%

7%

15891159

1527926

41863985

0 100.0000%

99.9728%

415

415

0.0000%

0.0272%

RESOLUTION NO.	DESCRIPTION	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstandin g shares (3)=[(2)/(1)] *100	No. of Votes – in favour (4)	No. of Votes -	in favour on votes polled	% of Votes against on votes polled (7)=[(5)/(2)]*
		24444900	1	100%	24444900	0	100.0000%	0.0000%
6	Corporate Body State Govt - Promoter	24444900						
6	Public - Institutional Holders	24066535	15891159	66%	15819716	71443	99.5504%	
6	Public - Others	20699165	1528266	7%	1527806			0.0301%
	TOTAL	69210600	41864325		41792422	71903		

RESOLUTION NO.	DESCRIPTION	No. of shares held	No. of votes polled (2)	% of Votes Polled on outstandin g shares (3)=[(2)/(1)] *100	No. of Votes – in favour (4)	No. of Votes -	on votes polled	% of Votes against on votes polled (7)=[(5)/(2)]*
1101	Corporate Body State Govt - Promoter	24444900	-	100%	24444900	0	100.0000%	0.0000%
/					15891159	0	100.0000%	0.0000%
7	Public - Institutional Holders	24066535						
7	Public - Others	20699165	1528266	7%	1527713	553		0.0362%
	TOTAL	69210600	41864325		41863772	553		

RESOLUTION NO.	DESCRIPTION	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstandin g shares (3)=[(2)/(1)] *100	No. of Votes – in favour (4)	No. of Votes -	in favour on votes polled	% of Votes against on votes polled (7)=[(5)/(2)]*
	Corporate Body State Govt - Promoter	24444900	1	100%	24444900	0	100.0000%	0.0000%
					15288612	602547	96.2083%	3.7917%
8	Public - Institutional Holders	24066535	15891159					
8	Public - Others	20699165	1528266	7%	1527733	533		0.0349%
	TOTAL	69210600	41864325		41261245	603080		

RESOLUTION NO.	DESCRIPTION	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstandin g shares (3)=[(2)/(1)] *100	No. of Votes – in favour (4)	No. of Votes -	in favour on votes polled	% of Votes against on votes polled (7)=[(5)/(2)]*
	Corporate Body State Govt - Promoter	24444900	24444900	100%	24444900	0	100.0000%	0.0000%
	Public - Institutional Holders	24066535	15891159	66%	15891159	0	100.0000%	0.0000%
9	Public - Others	20699165	1528266	7%	1527683	583	99.9619%	0.0381%
	TOTAL	69210600	41864325		41863742	583		

RESOLUTION NO.	DESCRIPTION	No. of shares held (1)	No. of votes	% of Votes Polled on outstandin g shares (3)=[(2)/(1)] *100	No. of Votes – in favour (4)	No. of Votes -	on votes polled	% of Votes against on votes polled (7)=[(5)/(2)]*
	Corporate Body State Govt - Promoter	24444900	1	100%	24444900	0	100.0000%	0.0000%
10						0	100.0000%	0.0000%
10	Public - Institutional Holders	24066535	15891159	66%	15891159	- 0		
10	Public - Others	20699165	1528266	7%	1527576	690		0.0451%
	TOTAL	69210600	41864325		41863635	690		



For TAMIL NADU NEWSPRINT AND PAPERS LTD.

RESOLUTION NO.	DESCRIPTION	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstandin g shares (3)=[(2)/(1)] *100	No. of Votes – in favour (4)	No. of Votes -	on votes polled	% of Votes against on votes polled (7)=[(5)/(2)]*
	Corporate Body State Govt - Promoter	24444900	-	100%	24444900		100.0000%	0.0000%
11	Corporate Body State Govt - Promoter	24444300						
11	Public - Institutional Holders	24066535	15891159	66%	13208200	2682959	83.1167%	16.8833%
11	Public - Others	20699165	1528266	7%	1527621	645	99.9578%	0.0422%
	TOTAL	69210600	41864325		39180721	2683604		

RESOLUTION NO.	DESCRIPTION	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstandin g shares (3)=[(2)/(1)] *100	No. of Votes – in favour (4)	No. of Votes –	on votes polled	% of Votes against on votes polled (7)=[(5)/(2)]*
12	Corporate Body State Govt - Promoter	24444900	24444900	100%	24444900	0	100.0000%	0.0000%
12	Public - Institutional Holders	24066535	15891159	66%	13271057	2620102	83.5122%	16.4878%
12	Public - Others	20699165	1528366	7%	1527771	595	99.9611%	0.0389%
	TOTAL	69210600	41864425		39243728	2620697		

RESOLUTION NO.	DESCRIPTION	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstandin g shares (3)=[(2)/(1)] *100	No. of Votes – in favour (4)	No. of Votes –	on votes polled	% of Votes against on votes polled (7)=[(5)/(2)]*
13	Corporate Body State Govt - Promoter	24444900	1	100%	24444900	0	100.0000%	0.0000%
13	Public - Institutional Holders	24066535	15891159	66%	15819716	71443	99.5504%	0.4496%
13	Public - Others	20699165	1528366	7%	1527951	415	99.9728%	0.0272%
	TOTAL	69210600	41864425		41792567	71858		

RESOLUTION NO.	DESCRIPTION	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstandin g shares (3)=[(2)/(1)]	No. of Votes – in favour (4)	No. of Votes -	on votes polled	% of Votes against on votes polled (7)=[(5)/(2)]*
14	Corporate Body State Govt - Promoter	24444900	24444900	100%	24444900	0	100.0000%	0.0000%
14	Public - Institutional Holders	24066535	15891159	66%	15819716	71443	99.5504%	0.4496%
14	Public - Others	20699165	1528366	7%	1527921	445	99.9709%	0.0291%
	TOTAL	69210600	41864425		41792537	71888		

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For TAMIL NADU NEWSPRINT AND PAPERS LTD.



New No. 5, (Old No.12), Sivasailam Street

T.Nagar, Chennai - 600 017.

Phone: 42166988, 43502997, 42555587

Telefax: 044-42137082 email: sribhav@aryes.in

sridharan.r@aryes.in

AHZER REPORT

REPORT OF SCRUTINIZER - COMBINED

16th September, 2014

The Chairman

Messrs. Tamil Nadu Newsprint and Papers Limited,
67, Mount Road,
Guindy

Chennai- 600 032.

Ref: The Thirty fourth Annual General Meeting of the members of Messrs. Tamil Nadu Newsprint and Papers Limited held on Monday, 15th September, 2014, at 10.15 AM at the Music Academy Main Hall, 168 T T K Road, Alwarpet, Chennai – 600 014.

Dear Sir,

We, R.Sridharan & Associates, Company Secretaries have been appointed as the Scrutinizer by:

The Board of Directors of Messrs. Tamil Nadu Newsprint and Papers Limited vide resolution dated 11th August, 2014 pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, to conduct the electronic voting process held between 9th September, 2014 (9.00 A.M.IST) to 11th September, 2014 at (6.00 P.M. IST).

The Chairman of the Annual General Meeting (AGM) on Poll under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 on the Resolutions contained in the Notice of the 34th AGM of the members of the Company, held on Monday, 15th September, 2014, at 10.15 AM at the Music Academy Main Hall, 168 T T K Road, Alwarpet, Chennai – 600 014.

We now submit our combined Report as under:

- 1. Two ballot boxes kept for polling were locked in our presence with due identification marks placed by us.
- 2. The locked ballot boxes were subsequently opened in our presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
- 3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.

TAMIL NADU NEWSPRINT AND PAPERS LIMITED

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Company Secretaries

We have scrutinized and reviewed the voting done through electronic means and by means of Poll taken at the venue of the AGM. The votes tendered therein in respect of the e voting system are based on the data downloaded from the Official website of the Central Depository Services (India) Limited (CDSL).

4. The combined result (E-voting and poll) of the said Resolutions are as under:

Item No. 1: Adoption of Financial Statements (Ordinary Resolution)

(i) Votes in favour of the resolution:

Number of members voted in E- Voting		Number of members/Proxies voted by Poll		Total Number of votes cast through E- Voting and Poll	The same of the sa
52	40807675	77	1056675	41864350	99.9998%

(ii) Votes against the resolution:

Number of members voted in e- voting	votes cast	Number of members/Proxies voted by Poll	0.0000000000000000000000000000000000000	Total Number of votes cast through E- Voting and Poll	number of valid votes
0	0	3	75	75	0.0002%

(iii) Abstained Votes:

members	of Number of votes cast (Shares) – E Voting		Number of votes cast (Shares) - Poll	Total Number of votes cast through E- Voting and Poll
NIL	NIL	1	100	100

Note: One Shareholder holding 200 Shares has partially abstained from Voting for 100 Shares on Poll.

(iv) Invalid Votes:

members	Number of votes cast (Shares) – E Voting		Number of votes cast (Shares) - Poll	Total Number of votes cast through E- Voting and Poll
2	685879	NIL	NIL	685879

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 1 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority

TAMIL NADU NEWSPRINT AND PAPERS LIMITED

- SCRUTINIZER REPORT

R. Sridharan & Associates

Company Secretaries

Item No. 2: Declaration of Dividend (Ordinary Resolution)

(i) Votes in favour of the resolution:

Number of members voted in E- Voting	votes	of cast – E		Number votes (Shares) -	cast	Total Number of votes cast through E- Voting and Poll	number of
52	40807	675	76	10566	94	41864369	99.9999%

(ii) Votes against the resolution:

Number of members voted in e- voting	votes cast	Number of members/Proxies voted by Poll		Total Number of votes cast through E- Voting and Poll	Service Physics commontal
0	0	4	56	56	0.0001%

(iii) Abstained Votes:

Number members voted in voting	of e-	Number of votes cast (Shares) – E Voting		Number of votes cast (Shares) - Poll	Total Number of votes cast through E- Voting and Poll	
NIL		NIL	1	100	100	

Note: One Shareholder holding 200 Shares has partially abstained from Voting for 100 Shares on Poll.

(iv) Invalid Votes:

members	of Number of votes cast (Shares) – E Voting		Number of votes cast (Shares) - Poll	Total Number of votes cast through E- Voting and Poll
2	685879	NIL	NIL	685879

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 2 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

TAMIL NADU NEWSPRINT AND PAPERS LIMITED



R. Sridharan & Associates

Company Secretaries

Item No. 3: Appointment of Thiru T Udhayachandran IAS as Director who retires by rotation (Ordinary Resolution)

(i) Votes in favour of the resolution:

Number of members voted in E- Voting	votes cast	Number of members/Proxies voted by Poll	1.1.00.11.1.00.000		
47	40735892	76	1056660	41792552	99.8284%

(ii) Votes against the resolution:

Number of members voted in e- voting	votes cast	Number of members/Proxies voted by Poll	7.0-2.10.10.10.10.10.10.10.10.10.10.10.10.10.		
5	71783	3	75	71858	0.1716%

(iii) Abstained Votes:

Number of members voted in e- voting	Number of votes cast (Shares) – E Voting		Number of votes cast (Shares) - Poll	Total Number of votes cast through E- Voting and Poll
NIL	NIL	2	115	115

Note: One Shareholder holding 200 Shares has partially abstained from Voting for 100 Shares on Poll.

(iv) Invalid Votes:

Number of members voted in e- voting	Number of votes cast (Shares) – E Voting		Number of votes cast (Shares) - Poll	votes cast through E- Voting and Poll
2	685879	NIL	NIL	685879

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 3 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

(OLD, No. 12)

(OLD,

R. Sridharan & Associates

Company Secretaries

Item No. 4: Payment of Remuneration to M/s. Raman Associate, (Firm Registration No. 002910S)

Statutory Auditors (Ordinary Resolution)

(i) Votes in favour of the resolution:

members	of E-	Number votes (Shares) Voting		Number members/Pr voted by Pol	roxies	Number votes (Shares) -		Total Num of votes through Voting Poll	cast E-		
50		40807	335	76		10566	45	418639	980	99.	9989%

(ii) Votes against the resolution:

Number of members voted in e- voting	votes c	of Number of members/Proxies voted by Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through E- Voting and Poll	
2	340	4	105	445	0.0011%

(iii) Abstained Votes:

members	of e-	The state of the s		Number of votes cast (Shares) - Poll	Total Number of votes cast through E- Voting and Poll
NIL		NIL /	1	100	100

Note: One Shareholder holding 200 Shares has partially abstained from Voting for 100 Shares on Poll.

(iv) Invalid Votes:

members	Number of votes cast (Shares) – E Voting		Number of votes cast (Shares) - Poll	Total Number of votes cast through E- Voting and Poll
2	685879	NIL	NIL	685879

RESULT:

As the number of votes cast in favour of the resolution was more than number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 4 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

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TAMIL NADU NEWSPRINT AND PAPERS LIMITED

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Company Secretaries

Item No. 5 : Payment of Remuneration to M/s. Raman & Associates, (Firm Registration No. 0050) Cost Auditors (Ordinary Resolution)

(i) Votes in favour of the resolution:

Number of members voted in E- Voting	votes cast	members/Proxies		Total Number of votes cast through E- Voting and Poll	
50	40807335	76	1056650	41863985	99.9990%

(ii) Votes against the resolution:

Number of members voted in e- voting	votes cast	Number of members/Proxies voted by Poll		Total Number of votes cast through E- Voting and Poll	number of
2	340	3	75	415	0.0010%

(iii) Abstained Votes:

members	f Number of votes cast (Shares) – E Voting	Number of members/Proxies voted by Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through E- Voting and Poll
NIL	NIL	2	125	125

Note: One Shareholder holding 200 Shares has partially abstained from Voting for 100 Shares on Poll.

(iv) Invalid Votes:

Number members voted in voting	of e-	Number of votes cast (Shares) – E Voting		Number of votes cast (Shares) - Poll	Total Number of votes cast through E- Voting and Poll
2		685879	NIL	NIL	685879

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 5 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.





Company Secretaries

Item No. 6: Appointment of Thiru V Narayanan as an Independent Director (Ordinary Resolution)

(i) Votes in favour of the resolution:

members	votes cast	members/Proxies		Total Number of votes cast through E- Voting and Poll	number of valid votes
47	40735892	74	1056530	41792422	99.8282%

(ii) Votes against the resolution:

Number members voted in voting	of e-	votes	cast	Number members/Pro voted by Poll		Number votes (Shares) -	cast	Total Number of votes cast through E- Voting and Poll	
5		71783	3	5	1	120		71903	0.1718%

(iii) Abstained Votes:

Number members voted in voting	of e-	Number of votes cast (Shares) — E Voting		Number of votes cast (Shares) - Poll	Total Number of votes cast through E- Voting and Poll
NIL		NIL	2	200	200

Note: One Shareholder holding 200 Shares has partially abstained from Voting for 100 Shares on Poll.

(iv) Invalid Votes:

members		Number of votes cast (Shares) – E Voting		Number of votes cast (Shares) - Poll	Total Number of votes cast through E- Voting and Poll	
2		685879	NIL	NIL	685879	

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 6 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

(OLD NO. 12)

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T. NAGAR, CHEMIAN CO.

TAMIL NADU NEWSPRINT AND PAPERS LIMITED



Item No. 7: Appointment of Thiru N Kumaravelu as an Independent Director (Ordinary Resolution)

(i) Votes in favour of the resolution:

Number of members voted in I Voting	of E-	Number votes (Shares) Voting	-	Number members/Pr voted by Pol	oxies	Number votes (Shares) -	cast	Total Num of votes through Voting Poll	cast E-	The state of the s	total er of votes
49		408072	242	74		10565	30	418637	772	99.9	987%

(ii) Votes against the resolution:

Number of members voted in e- voting	votes cast	Number of members/Proxies voted by Poll		Total Number of votes cast through E- Voting and Poll	number of
3	433	5	120	553	0.0013%

(iii) Abstained Votes:

Number or members voted in e- voting			Number of votes cast (Shares) - Poll	Total Number of votes cast through E- Voting and Poll
NIL	NIL	2	200	200

Note: One Shareholder holding 200 Shares has partially abstained from Voting for 100 Shares on Poll.

(iv) Invalid Votes:

Number members voted in voting	of e-	Number of votes cast (Shares) – E Voting		Number of votes cast (Shares) - Poll	Total Number of votes cast through E- Voting and Poll	
2		685879	NIL	NIL	685879	

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 7 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

34TH AGM-SCRUTINIZER REPORT

R. Sridharan & Associates

Company Secretaries

Item No. 8: Appointment of Thiru M R Kumar as an Independent Director (Ordinary Resolution)

(i) Votes in favour of the resolution:

Number of members voted in E- Voting	(Shares) — E Voting	Number of members/Proxies voted by Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through E- Voting and Poll	
29	40336257	71	924988	41261245	98.5594%

(ii) Votes against the resolution:

members voted in e voting	of Number votes (Shares) Voting		Number of members/Proxies voted by Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through E- Voting and Poll	number of valid votes
23	47141	18	8	131662	603080	1.4406%

(iii) Abstained Votes:

Number of members voted in e- voting		Number of votes cast (Shares) – E Voting	Number of members/Proxies voted by Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through E- Voting and Poll	
NIL		NIL	2	200	200	

Note: One Shareholder holding 200 Shares has partially abstained from Voting for 100 Shares on Poll.

(iv) Invalid Votes:

Number members voted in voting	of e-	Number of votes cast (Shares) – E Voting	The second secon	Number of votes cast (Shares) - Poll	Total Number of votes cast through E- Voting and Poll
2		685879	NIL	NIL	685879

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 8 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

(OLD NA 12)

UTINIZER REPORT



Company Secretaries

Item No. 9: Appointment of Thiru V Nagappan as an Independent Director (Ordinary Resolution)

(i) Votes in favour of the resolution:

Number of members voted in E- Voting	Number of votes cast (Shares) – E Voting		Number of four training		
49	40807242	73	1056500	41863742	99.9986%

(ii) Votes against the resolution:

Number of members voted in e- voting	Number of votes cast (Shares) – E Voting	Number of members/Proxies voted by Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through E-Voting and Poll	% of total number of valid votes cast
3	433	6	150	583	0.0014%

(iii) Abstained Votes:

Number of members voted in e- voting	Number of votes cast (Shares) – E Voting		Number of votes cast (Shares) - Poll	Total Number of votes cast through E- Voting and Poll
NIL	NIL	2	200	200

Note: One Shareholder holding 200 Shares has partially abstained from Voting for 100 Shares on Poll.

(iv) Invalid Votes:

members voted in e-	Number of votes cast (Shares) – E Voting		Number of votes cast (Shares) - Poll	Total Number of votes cast through E- Voting and Poll
voting 2	685879	NIL	NIL	685879

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 9 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.





Company Secretaries

Item No. 10: Appointment of Tmt. Sarada Jagan as an Independent Director (Ordinary Resolution)

(i) Votes in favour of the resolution:

Number of members voted in E- Voting	votes ca	of Number of members/Proxies E voted by Poll		Total Number of votes cast through E- Voting and Poll	number of
49	40807135	73	1056500	41863635	99.9984%

(ii) Votes against the resolution:

Number of members voted in e- voting		members/Proxies	The second secon	Total Number of votes cast through E- Voting and Poll	number of valid votes
3	540	6	150	690	0.0016%

(iii) Abstained Votes:

Number of members voted in e- voting		District Control of the Control of t	Number of votes cast (Shares) - Poll	Total Number of votes cast through E-Voting and Poll
NIL	NIL	2	200	200

Note: One Shareholder holding 200 Shares has partially abstained from Voting for 100 Shares on Poll.

(iv) Invalid Votes:

members	Mumber of votes cast (Shares) – E Voting	Number of members/Proxies voted by Poll		Total Number of votes cast through E- Voting and Poll
2	685879	NIL	NIL	685879

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 10 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

(OLD No. 12)
NEW No. 5
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Company Secretaries

Item No. 11: Appointment of Thiru Mahesan Kasirajan IAS as Director (Ordinary Resolution)

(i) Votes in favour of the resolution:

Number of members voted in E- Voting		members/Proxies	10.000		Total Bar Branch Co.
27	38255738	71	924983	39180721	93.5898%

(ii) Votes against the resolution:

Number of members voted in experience voting	votes	cast	Number members/Pro voted by Poll	Number votes (Shares) -	of cast Poll	Total Num of votes through Voting Poll	AND THE PERSON NAMED IN	valid	
25	2551	937	8	1316	67	26836	04	6.4	102%

(iii) Abstained Votes:

Number members voted in voting	1.0520	Number of votes cast (Shares) – E Voting		Number of votes cast (Shares) - Poll	Total Number of votes cast through E- Voting and Poll
NIL		NIL	2	200	200

Note: One Shareholder holding 200 Shares has partially abstained from Voting for 100 Shares on Poll.

(iv) Invalid Votes:

Number of members voted in e- voting	Number of votes cast (Shares) – E Voting		Number of votes cast (Shares) - Poll	votes cast through E- Voting and Poll
2	685879	NIL	NIL	685879

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 11 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.



R. Sridharan & Associates

Company Secretaries

Item No. 12: Appointment of Thiru C V Sankar IAS as Chairman & Managing Director (Ordinary Resolution)

(i) Votes in favour of the resolution:

Number of members voted in E- Voting		members/Proxies			1
29	38318595	73	925133	39243728	93.7400%

(ii) Votes against the resolution:

members	of e-	Number votes (Shares) Voting	of cast – E	Number members/Pr voted by Pol	Number votes (Shares) -	of cast Poll	Total Nur of votes through Voting Poll	The same of the sa	1 1070	ber	otal of otes
23		24890	80	7	1316	17	26206	97	6.	26009	%

(iii) Abstained Votes:

members	f Number of votes cast (Shares) – E Voting	The second second of the second secon	Number of votes cast (Shares) - Poll	Total Number of votes cast through E-Voting and Poll
NIL	NIL	-1	100	100

Note: One Shareholder holding 200 Shares has partially abstained from Voting for 100 Shares on Poll.

(iv) Invalid Votes:

members		Number of votes cast (Shares) – E Voting		Number of votes cast (Shares) - Poll	Total Number of votes cast through E- Voting and Poll
2	HIS COMME	685879	NIL	NIL	685879

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 12 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

(C.D. No. 12)
34 TW ALM: SCRUTTIVIZER REPORT



Company Secretaries

Item No. 13: Appointment of Thiru A Velliangiri as Deputy Managing Director (Ordinary Resolution)

(i) Votes in favour of the resolution:

Number of members voted in E- Voting	votes cast	members/Proxies			
47	40735892	77	1056675	41792567	99.8284%

(ii) Votes against the resolution:

Number of members voted in e- voting	votes cast		1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	of votes cast through E-	
5	71783	3	75	71858	0.1716%

(iii) Abstained Votes:

members	of e-	Number of votes cast (Shares) – E Voting		Number of votes cast (Shares) - Poll	Total Number of votes cast through E- Voting and Poll
NIL		NIL	1	100	100

Note: One Shareholder holding 200 Shares has partially abstained from Voting for 100 Shares on Poll.

(iv) Invalid Votes:

Number of members voted in e- voting	Number of votes cast (Shares) – E Voting		Number of votes cast (Shares) - Poll	Total Number of votes cast through E- Voting and Poll
2	685879	NIL	NIL	685879

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 13 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

CRUTINIZER REPORT



Item No. 14: Appointment of Thiru R Mani as Director (Operations) (Ordinary Resolution)

(i) Votes in favour of the resolution:

Number members voted in Voting	of E-	Number votes (Shares) Voting	100	Number members/Prox voted by Poll	of cies	Number votes (Shares) -	cast	of votes cast through E-	% of total number of valid votes cast
47		407358	92	76		10566	45	41792537	99.8283%

(ii) Votes against the resolution:

Number of members voted in e- voting		Number of members/Proxies voted by Poll	Number of votes cast (Shares) - Poll	of votes cast through E-	% of total number of valid votes cast
5	71783	4	105	71888	0.1717%

(iii) Abstained Votes:

Number of members voted in e- voting	Number of votes cast (Shares) – E Voting		Number of votes cast (Shares) - Poll	Total Number of votes cast through E- Voting and Poll
NIL	NIL	1	100	100

Note: One Shareholder holding 200 Shares has partially abstained from Voting for 100 Shares on Poll.

(iv) Invalid Votes:

Number of members voted in e- voting	Number of votes cast (Shares) – E Voting		Number of votes cast (Shares) - Poll	Total Number of votes cast through E- Voting and Poll
2	685879	NIL	NIL	685879

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 14 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

(OLD Ng. 12)
NEW No. 5
GROWN AGM-SCHITINIZER REPORT
SIVASALATI STREET
OFF. HABBREULLEN ROO
T. NAGAR, CHEMOLIN

R. Sridharan & Associates Company Secretaries

- 5. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
- The poll papers and all other relevant records were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.

Thanking you, Yours faithfully,

For R. Sridharan & Associates

Company Secretaries

CP No. 323

FCS No. 47

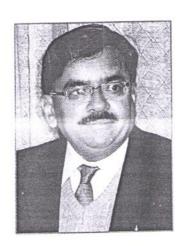
Chairman's Speech

34TH ANNUAL GENERAL MEETING

15th September 2014 at 10.15 a.m. at MUSIC ACADEMY, No. 168, T.T.K. Road, Chennai - 600 014.



TAMIL NADU NEWSPRINT AND PAPERS LIMITED Regd. Office: 67, Mount Road, Guindy, Chennai - 600 032.



Thiru. **C.V. Sankar**, IAS Chairman & Managing Director

LADIES AND GENTLEMEN, VANAKKAM!

It gives me great pleasure to welcome you all to the 34th Annual General Meeting of your company. The Directors' Report and the Audited Accounts for the year ended 31st March 2014 have been with you for sometime and with your permission, I shall take them as read.

Your company commenced production in 1984 with an initial capacity of 90,000 tonnes per annum and increased the capacity to 4 lakh tonnes per annum in stages.

With consistent growth, your company has reached the second position in terms of production of printing and writing paper in the country.

OPERATIONAL AND FINANCIAL PERFORMANCE:

During the year, your company has achieved an all time high production of 3,87,714 Mts equivalent to 96.93% of the installed capacity. Your company has exported 65875 Mts of printing and writing paper to 35 Countries valued at Rs.339.63 Crore.

Similarly, your company has achieved an all time high sales of 3,91,843 Mts. Sales Crossed Rs. 2000 Crores for the First time in the history of the company. Your company has achieved "ZERO STOCK" of Printing and Writing Paper at the end of the financial year.

Amidst steep increase in the input costs, the Paper Industry was reeling under severe cost pressure during the year. Despite the challenges on the cost front, your company has improved its operating profit (PBIDT) from Rs.422.06 Crore in the previous year to Rs.523.21 Crore during the current year and earned profit before tax of Rs.202.68 Crore. The Profit before tax crossed Rs. 200 Crore for the First time since inception.

Despite huge requirement of funds for capital expenditure and repayment of loans of Rs. 375 crore the Board of Directors of your company has recommended Dividend of 60% against 50% in the previous year. This is the highest dividend since the company began its operations in 1986.

Your company has raised Pulpwood plantation in 8474 acres of land and achieved the target of 1,00,000 acres benefitting 18,709 farmers.

Dun & Bradstreet, US based leading provider of International and Indian Business Information has selected your company as the "Top Indian Company" under the sector "Paper" for Dun & Bradstreet Corporate Awards 2014, third time in a row. This is a unique record in the Indian Paper Industry.

During the year, your company has received "Environmental Best Practices Award 2013" from Confederation of Indian Industry (CII).

During the year, your company has commissioned a new Circulating Fluidised Bed Combustion (CFBC) Boiler of 125 tonnes per hour capacity and a new Turbo Generator (TG) set of 41MW power generation capacity. With this, your company has become 100% self-sufficient in power. Surplus power of about 7MW is exported to the state grid.

Further, during the year, your Company has commissioned a state-of-the-art De-Inking pulp Plant (DIP) with a capacity of 300 tonnes per day. The commissioning of DIP line is an important milestone in the history of your company.

During the year, OMYA Switzerland has set up a 100 tonnes per day Wet Ground Calcium Carbonate (WGCC) plant on Build, Own and Operate (BOO) basis within the plant premises. Now, your company sources its entire requirement of Wet Ground Calcium Carbonate from the new plant set up on BOO basis. OMYA's 200 tonnes per day Precipitated Calcium Carbonate plant set up on BOO basis has commenced trial production in August 2014.

Your company has generated 96.64 lakh cubic metres of methane gas from Bio-methanation plants. The Bio-gas was consumed in lime kilns saving furnace oil valued at Rs.24.54 Crore. Your company has received 1,28,043 Renewable Energy Certificates (RECs) for generating "Green Power" from the steam produced in the Recovery Boiler and sold 66854 RECs during the year, yielding revenue of Rs.10 Crore. Balance RECs have been carried forward for sale during 2014-15.

CURRENT STATUS AND FUTURE OUTLOOK OF PAPER INDUSTRY:

Between 2008 and 2011, the production capacity of printing & writing paper increased by 60%, about 1.50 million tonnes, against the then demand growth of 8% per annum. The steep increase in capacity, created demand – supply mismatch during 2011 and 2012, causing rolling back of paper prices during this period. The market improved since December 2012. Again from March 2014, due to sluggish market condition on the export front and cheaper imports, the domestic demand has slowed down. The market is expected to improve from November 2014. Printing and writing paper now accounts for 35% of total demand, with a growth rate of about 5 to 6% per annum. Your company has strengthened its dealers' network across the country to improve market sales.

The packaging board market is estimated at 2.2 million tonnes. Grey-back Boards constitute 50% and Speciality Boards, the balance 50%. The demand growth for Speciality Board is estimated at 11.6% per annum.

FUTURE PLANS:

Your company has increased the production capacity consistently keeping in pace with Industry growth. Your Company is now setting up a state-of-the-art Multilayer Double Coated Board Plant of 2,00,000 MT per annum capacity at an outlay of Rs.1500 Crore.

Speciality boards such as Whiteline Chip Board, Folding Box Board, Solid Bleached Sulphate and Cupstock will be produced from the Multilayer Double Coated Board plant.

Orders have been placed for all major plant and machineries. Civil works are in progress. Your company is taking all efforts to complete the project by December 2015.

Setting up of Multilayer Double Coated Board plant will enable your company to increase the capacity from 4,00,000 tonnes per annum to 6,00,000 tonnes per annum from December 2015.

During the current year, your company has developed a new eco-friendly paper using Bagasse pulp and De-inked pulp. The paper will be used for manufacture of student notebooks and multi-purpose office stationery under the brand name "GreenPal".

Your company has initiated action to increase cement production capacity from 600 tonnes per day to 900 tonnes per day at a capital outlay of Rs.30 Crore. The project will be completed by December 2015.

Your company is also taking steps to set up a "Centre for conversion of paper and packaging board" at Mayanur which is located midway between Unit I (Kagithapuram) and Unit II (Mondipatti, Manapparai Taluk) at a capital outlay of Rs.40 Crore. It is proposed to set up few small conversion units in the Centre for converting paper and packaging board into value added products. Your company shall aim supply of paper and packaging boards to these units. The project will be completed by October 2015.

ENVIRONMENT PROTECTION:

During the year, your company has used 7,72,935 Mt. of depithed bagasse as primary raw material for manufacture of paper in substitution of 6 lakh MT of wood.

Your company has implemented several water conservation projects and reduced water consumption from 55 KL per MT of paper in 2012-13 to about 42 KL per ton of Paper during 2013-14 which is one of the lowest in the paper industry.

During the year, your company has produced 1,13,904 tonnes of cement. Your Company is the First and the only company in the Indian Paper Industry which has converted mill wastes viz., Lime Sludge and Fly Ash into high grade cement.

Your company has generated 522.07 lakh units of "Green Power" during the year from its two wind farms.

CORPORATE SOCIAL RESPONSIBILITY:

Your Company is committed to being a socially responsible corporate citizen. During the year, your company has implemented several community development measures towards Promoting Education, Health Care, Socio – Economic Development, Environmental Sustainability and Promotion of Culture and Heritage mainly in the core area and peripheral areas. Your company has spent Rs. 3.27 Crore under CSR during 2013-14.

ACAIYOVVLEDGEIVELYE:

I take this opportunity to place on record my sincere thanks to the Central and State Governments and the Banks/Financial Institutions for their valuable support and assistance.

I take this opportunity to thank my colleagues on the Board for their valuable advice and support.

I take this opportunity to place on record my sincere appreciation for the efforts put in by all employees of the company.

Finally, I wish to thank all Shareholders and other Stakeholders for their continued encouragement and support.

I thank you for having attended this Annual General Meeting, sparing your precious time.
