

June 29, 2017

BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
MUMBAI – 400001
Tel: 2272 1233/8058 Extn: 8013
Fax No.2272 2037/2039/2041/2061

National Stock Exchange of India Limited
Exchange Plaza,
Plot No.C/1, G Block,
Bandra – Kurla Complex,
Bandra (E),
MUMBAI – 400 051
Tel: 2659 8452
Fax No.2659 8237 - 38

Dear Sirs,

Sub: Intimation of fixation of cut-off-date to record the entitlement of the shareholders to cast their vote electronically or otherwise at the 53rd Annual General Meeting.

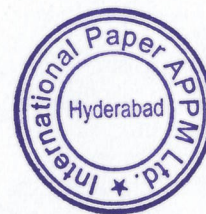
We wish to inform you that in terms of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management & Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, the Company has fixed July 18, 2017 as the cut-off date to determine the entitlement of the shareholders to cast their vote electronically at the 53rd Annual General Meeting (AGM) by electronic means under the Companies Act, 2013 and Rules thereunder. The same cut-off date of July 18, 2017 would entitle the shareholders, who do not cast their vote electronically, to cast their vote at the 53rd Annual General Meeting on July 25, 2017. A copy of Notice of 53rd Annual General Meeting to be held on July 25, 2017 is attached.

The Company would be availing e-voting services of Karvy Computershare Private Limited.

Please take the same on your records.

Thanking you,

Yours faithfully,
For INTERNATIONAL PAPER APPM LIMITED
C. Prabhakar
C. PRABHAKAR
SR. VICE PRESIDENT (CORPORATE AFFAIRS) &
COMPANY SECRETARY



Copy to:

1. National Securities Depository Limited
4th Floor, 'A' Wing, Trade World,
Kamala Mills Compound,
Senapati Bapat Marg,
Lower Parel Marg,
MUMBAI – 400 013
2. Central Depository Services (India) Ltd.
17th Floor, P J Towers, Dalal Street,
MUMBAI – 400 023
3. Karvy Computershare Private Limited,
Karvy Selenium Tower B,
Plot No. 31 & 32,
Gachibowli, Financial District,
Nanakramguda, Serilingampally,
HYDERABAD - 500 032

INTERNATIONAL PAPER APPM LIMITED

(Formerly known as The Andhra Pradesh Paper Mills Limited)

(Corporate Identity Number: L21010AP1964PLC001008)

Corp. Office: Krishe Sapphire Building, 8th Floor, 1-89/3/B40 to 42/KS/801,
Hi-tech City Main Road, Madhapur, Hyderabad – 500 081, India.

Tel : +91-40-3312 1000 Fax: +91-40-3312 1010 website: www.ipappm.com

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

An ISO 9001, ISO 14001 and OHSAS 18001 Certified Company

INTERNATIONAL PAPER APPM LIMITED

(CIN: L21010AP1964PLC001008)

(Formerly known as The Andhra Pradesh Paper Mills Limited)

Registered Office: Rajahmundry - 533 105, East Godavari District, Andhra Pradesh, India

Notice of Annual General Meeting

NOTICE is hereby given that the 53rd Annual General Meeting of the Members of International Paper APPM Limited will be held on **Tuesday, July 25, 2017 at 12.00 noon at Cherukuri Subbarao Gannemma Udyana Kalyanavedika, Jawaharlal Nehru Road, Rajahmundry - 533 103, East Godavari District, Andhra Pradesh, India** to transact the following business:

ORDINARY BUSINESS

1. To consider and adopt audited financial statements of the Company for the financial year ended March 31, 2017 and the Reports of Board of Directors and Auditors thereon.
2. To appoint a Director in place of Ms. Shiela P. Vinczeller (DIN: 06833616) who retires by rotation and being eligible offers herself for reappointment.
3. **Appointment of Auditors**

To consider and, if thought fit, to pass, with or without modification(s), the following Resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the reappointment of Messrs Deloitte Haskins & Sells (Firm Registration No.008072S), Chartered Accountants, Hyderabad, be and is hereby ratified as Auditors of the Company, to hold office from the conclusion of this Annual General Meeting until the conclusion of the 54th Annual General Meeting at such remuneration as shall be fixed by the Board of Directors of the Company."

SPECIAL BUSINESS

4. **Appointment of Mr. W. Michael Amick Jr. as a Director of the Company**

To consider and, if thought fit, to pass, with or without modification(s), the following Resolution as an **Ordinary Resolution**:

"RESOLVED THAT Mr. W. Michael Amick Jr. (DIN: 05321907), who was appointed as an Additional Director of the Company by the Board of Directors

effective January 18, 2017 in terms of Section 161 (1) of the Companies Act, 2013 and Article 89 of the Articles of Association of the Company and whose term of office expires at this Annual General Meeting and in respect of whom the Company has received a notice in writing from a Member 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."

5. **Reappointment of Mr. Rampraveen Swaminathan as Chairman & Managing Director**

To consider and if thought fit, to pass with or without modification, the following Resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 196, 197 and 203 and any other applicable provisions of Companies Act, 2013 and the Rules made thereunder read with Schedule V to the Companies Act, 2013 (including any statutory modification (s) or re-enactment (s) thereof for the time being in force) approval be and is hereby accorded to the reappointment of Mr. Rampraveen Swaminathan (DIN: 01300682) as Chairman & Managing Director of the Company for the period from March 1, 2017 to April 27, 2017 and for payment of the remuneration as set out in the Explanatory Statement attached to this notice."

6. **Appointment of Mr. Donald Paul Devlin as a Director and Chairman & Managing Director of the Company**

To consider and, if thought fit, to pass, with or without modification, the following Resolution as a **Special Resolution**:

"RESOLVED THAT Mr. Donald Paul Devlin (DIN: 07728231), who was appointed as an Additional Director of the Company by the Board of Directors effective February 22, 2017 in terms of Section 161 (1) of the Companies Act, 2013 and Article 89 of the Articles of Association of the Company and whose term of office expires at this Annual General Meeting and in respect of whom the Company has received a notice in writing from a Member proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company."

"FURTHER RESOLVED THAT pursuant to the provisions of Sections 196, 197 and 203 and any other applicable provisions of Companies Act, 2013 and the Rules made thereunder read with Schedule V to the Companies Act, 2013 (including any statutory modification (s) or re-enactment (s) thereof for the time being in force) and subject to the consent of Central Government approval be and is hereby accorded to the appointment of Mr. Donald Paul Devlin (DIN: 07728231) as Chairman & Managing Director of the Company, who will not be liable to retire by rotation, for a period of 5 years with effect from April 28, 2017 without any remuneration."

7. Remuneration of Cost Auditors

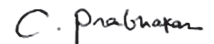
To consider and, if thought fit, to pass, with or without modification(s), the following Resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to Section 148 and all other applicable provisions of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force) the remuneration of ₹7.50 lakhs (excluding applicable taxes) plus reimbursement of travelling and out-of-pocket expenses

as approved by the Board of Directors of the Company to be paid to Messrs Narasimha Murthy & Co., Cost Accountants, Hyderabad, Cost Auditors (Firm Registration No. 000042) to conduct the audit of the cost records of the Company, for the financial year ending March 31, 2018 be and is hereby ratified and confirmed.

"FURTHER RESOLVED 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."

By Order of the Board
For **International Paper APPM Limited**



C. Prabhakar
Sr. Vice President (Corporate Affairs) &
Company Secretary

Registered Office:
Rajahmundry - 533 105
East Godavari District, Andhra Pradesh
June 5, 2017

Notes

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 setting out details relating to Special Business in respect of Item Nos. 4 to 7 is annexed hereto.

2. **A Member entitled to attend and vote at the Meeting is entitled to appoint a proxy to attend and vote instead of himself/herself. Such proxy need not be a Member of the Company.**

A person can act as proxy on behalf of Members not exceeding fifty (50) and holding in the aggregate not more than ten per cent of the total share capital of the Company carrying voting rights.

The instrument of proxy in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 hours before the commencement of the Meeting. Proxies submitted on behalf of the companies, societies etc. must be supported by an appropriate resolution/authority, as applicable.

3. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013, will be available for inspection by the Members at the 53rd Annual General Meeting.

4. The Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Companies Act, 2013 will be available for inspection by the Members at the 53rd Annual General Meeting.

5. Trading in equity shares of the Company through stock exchanges is permitted only in dematerialized form. Members can dematerialize their equity shares in the Company through their Depository Participant(s). The ISIN in respect of equity shares is INE435A01028.

6. Members holding shares in physical form are requested to notify any change in their address immediately to the Registrar and Transfer Agents, Karvy Computershare Private Limited, Karvy Selenium Tower B, Plot No. 31 & 32, Gachibowli, Financial District, Nanakramguda, Serilingampally, Hyderabad - 500 032 (Karvy) and those Members holding shares in electronic form should inform change in their address to their Depository Participant(s).

7. Members are requested to bring their copies of Annual Report to the Meeting.

8. As per the provisions of Section 72(3) of the Companies Act, 2013 facility for making nomination is available to the investors in respect of the shares held by them in

physical form. The investor holding shares in physical form can download the nomination form SH-13 as prescribed in Rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014 from the Company's website: www.ipappm.com. In respect of shares held in electronic form, the nomination should be recorded with the respective Depository Participants. The Company would not accept any nomination in respect of the shares held in electronic form.

9. NECS Mandate form is also placed on the Company's website. Interested Members holding shares in physical form can download this form from the Company's website.

10. The Companies Act, 2013 provides for compliances in electronic mode by Companies. Investor should register/update their E-mail IDs with RTA/DP to receive circulars/newsletters/notices/annual reports sent by the Company from time to time. Members who have not registered their E-mail addresses so far, are requested to register their E-mail addresses, in respect of electronic holdings, with their respective Depository Participants and Members who hold shares in physical form are requested to download 'E-Communication Registration Form' from the Company's website and send the duly filled-in and signed form to Karvy.

11. The Ministry of Corporate Affairs on May 10, 2012 notified the Investor Education and Protection Fund (Uploading of information regarding unpaid and unclaimed amounts lying with companies) Rules, 2012 (IEPF Rules), which is applicable to the Company. The objective of the IEPF Rules is to help Members ascertain status of the unclaimed amounts and overcome the problems due to misplacement of intimation thereof by post etc. In terms of the said IEPF Rules, the Company has uploaded the information in respect of the unclaimed dividends/deposits/application money as on the date of the 52nd Annual General Meeting held on July 27, 2016, on the websites of Investor Education and Protection Fund (IEPF) viz., www.iepf.gov.in and the Company.

The following table details the due dates for transfer of unclaimed dividend to IEPF:

Dividend declared for the year	Date of declaration	Due date for transfer to IEPF
2009-10	July 15, 2010	September 19, 2017
2010-11	September 10, 2011	November 15, 2018

- The due date for transfer of unclaimed refund amount in respect of warrant conversion in 2010 to IEPF is December 30, 2017. The due date for transfer of unclaimed deposit amount and interest due thereon to IEPF is November 2, 2020.
12. Electronic copy of the Annual Report for the financial year 2016-17 and notice of 53rd Annual General Meeting are being sent to all the Members whose E-mail IDs are registered with the Company/Depository Participant(s) for communication purposes unless any Member has requested for a hard copy of the same. For Members who have not registered their E-mail addresses, physical copies of the Annual Report for the financial year 2016-17 and Notice of 53rd Annual General Meeting are being sent in the permitted mode.
 13. Members may also note that the Annual Report for the financial year 2016-17 and Notice of 53rd Annual General Meeting are available on the Company's website. The physical copies of the aforesaid documents will also be available at the Company's Registered Office in Rajahmundry, East Godavari District, Andhra Pradesh, India for inspection from 9 a.m. to 12 noon on any working day. Even after registering for E-communication, Members are entitled to receive such communication in physical form, upon making a request for the same, by post, free of cost. For any communication, the Members may send their requests to the E-mail ID: Nagendrarao.Mittapalli@ipaper.com.

PROCESS FOR MEMBERS OPTING FOR E-VOTING

For Members whose E-mail addresses are registered with the Company/Depositories:

1. **E-voting:** In compliance with the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015, the Members are provided with the facility to cast their vote electronically, through the e-voting services provided by Karvy Computershare Private Limited (Karvy) on all resolutions set forth in this Notice.
 - A. Members, whose E-mail addresses are registered with the Company/Depositories, will receive an Email from Karvy. Open the E-mail containing the PDF file namely 'ipappm.evoting.pdf' with your Client ID or Folio No. as password. The said PDF file contains your user ID and password for e-voting. Please note that the password is an initial password.
 - i. Launch internet browser by typing the URL:<https://evoting.karvy.com>
 - ii. Enter the login credentials (i.e. **User ID and password** mentioned overleaf). Your Folio No./DP ID-Client ID will be your User ID. However, if you are already registered with Karvy for e-voting, you can use your existing User ID and password for casting your vote.
 - iii. After entering these details appropriately, click on 'LOGIN'.
 - iv. You will now reach password change Menu wherein you are required to mandatorily change your password. The new password shall comprise minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric (0-9) and a special character (@, #, \$, etc.). The system will prompt you to change your password and update your contact details like mobile number, E-mail ID, etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. **It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.**
 - v. You need to login again with the new credentials.
 - vi. On successful login, the system will prompt you to select the E-Voting Event Number for International Paper APPM Limited.
 - vii. On the voting page, enter the number of shares (which represents the number of votes) as on the cut-off date under 'FOR/ AGAINST' or alternatively, you may partially enter any number in 'FOR' and partially in 'AGAINST' but the total number in 'FOR/ AGAINST' taken together should not exceed your total shareholding as on cut-off date i.e. July 18, 2017. You may also choose the option 'ABSTAIN' and the shares held will not be counted under either head.
 - viii. Members holding multiple folios/demat accounts shall choose the voting process separately for each of the folios/demat accounts.
 - ix. Voting has to be done for each item of the Notice separately. In case you do not desire to cast your vote on any specific item it will be treated as abstained.
 - x. You may then cast your vote by selecting an appropriate option and click on 'Submit'.

- x. A confirmation box will be displayed. Click 'OK' to confirm, else 'CANCEL' to modify. Once you confirm, you will not be allowed to modify your vote. **During the voting period, Members can login any number of times till they have voted on the Resolution(s).**
- xii. **Corporate/Institutional Members** (i.e. other than individuals, HUF, NRI, etc.) are also required to send scanned certified true copy (PDF format) of the board resolution/authority letter, etc., together with attested specimen signature(s) of the duly authorized representative(s), to the scrutinizer at E-mail ID: dhr300@gmail.com. They may also upload the same in the e-voting module in their login. The scanned image of the above mentioned documents should be in the naming format 'IPAPPM_EVEN NO.'

B. For Members whose E-mail addresses are not registered with the Company/Depositories:

Members will receive Notice of Annual General Meeting providing E-voting (EVEN), User ID and Password. Use the initial password that was provided in the letter for remote e-voting and follow all steps as given in Sr. No. i to Sr. No. xii above, to cast your vote.

2. **Voting at AGM:** The Members, who have not cast their vote electronically, can exercise their voting rights at the AGM. The Company will make necessary arrangements in this regard at the AGM Venue.

Other instructions

- i. In case of any queries, you may refer Help & FAQ section of <https://evoting.karvy.com> (Karvy Website) or call Karvy on +91 40 4465 5000 & Toll Free No.1800 3454 001.
- ii. You can also update your mobile number and E-mail ID in the user profile details of the folio which may be used for sending future communication(s).
- iii. The remote e-voting period commences on Saturday, July 22, 2017 (9.00 a.m. IST) and ends on Monday, July 24, 2017 (5.00 p.m. IST). During this period, Members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. Tuesday, July 18, 2017, may cast their vote electronically in the

manner and process set out herein above. The remote e-voting module shall be disabled for voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently.

- iv. 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 Tuesday, July 18, 2017.
 - v. The Board of Directors has appointed Mr. D. Hanumanta Raju (Membership No. FCS 4044 and PCS No. 1709), Partner, D. Hanumanta Raju & Co. Company Secretaries, B-13, F-1 & F-2, P.S. Nagar, Vijayanagar Colony, Hyderabad 500 057 as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
 - vi. The scrutinizer shall immediately after the conclusion of voting at the general meeting, first count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses who are not in the employment of the Company and within a period not exceeding three (3) days from the conclusion of the meeting make a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or person authorized by the Chairman for counter signature.
 - vii. The results shall be declared either by the Chairman or by an authorized person of the Chairman and the Resolutions will be deemed to have been passed on the AGM date subject to receipt of the requisite number of votes in favour of the resolution(s).
 - viii. Immediately after declaration of results, the same shall be placed along with the Scrutinizer's Report on the Company's website www.ipappm.com and on the website of Karvy <https://evoting.karvy.com>, and communicated to BSE Limited and National Stock Exchange of India Limited, where the shares of the Company are listed for placing the same on their website.
14. All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the Registered Office of the Company from 9 a.m. to 12 noon on any working day till the date of the Annual General Meeting.

UPDATION OF EMAIL ID

Kindly update your Email ID with the Company/Depository, if you have changed the same.

I. EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item 4

The Board of Directors of the Company on the recommendation of Nomination and Remuneration Committee appointed Mr. W. Michael Amick Jr. as an Additional Director with effect from January 18, 2017 and he holds office up to this Annual General Meeting pursuant to Section 161(1) of the Companies Act, 2013 and Article 89 of the Articles of Association of the Company.

A notice under Section 160(1) of the Companies Act, 2013 has been received from a Member of the Company signifying its intention to propose the name of Mr. W. Michael Amick Jr. for appointment as a Director of the Company.

The Board considers that his association would be of immense benefit to the Company. Accordingly, the Board commends the Resolution as set out in the Notice for approval by the Members.

None of the Directors, Key Managerial Personnel of the Company and their relatives except Mr. W. Michael Amick Jr., being appointee, is concerned or interested, financial or otherwise, in the Resolution as set out at Item 4.

Item 5

Mr. Rampraveen Swaminathan was appointed as Managing Director & CEO of the Company for a period of five years with effect from March 2, 2012 with the approval of the Members of the Company obtained at the 48th Annual General Meeting held on March 22, 2012. The Members at the 51st Annual General Meeting held on August 27, 2015 approved the appointment of Mr. Rampraveen Swaminathan as Chairman & Managing Director of the Company effective November 1, 2014 and for payment of the remuneration for the remainder of his term up to March 1, 2017.

The Board of Directors at the Meeting held on October 26, 2016, on the recommendation of Nomination and Remuneration Committee, reappointed Mr. Rampraveen Swaminathan as Chairman & Managing Director of the Company for a further period of five years effective March 1, 2017 and for payment of the following compensation package to Mr. Rampraveen Swaminathan for the period from March 1, 2017 to February 28, 2022 subject to the approval of Members:

- 1. Performance Incentive:** Base figure of ₹44.17 lakhs with such increases for each calendar year as may be decided by the Board from time to time.

- 2. Perquisites:** (a) Use of chauffeur driven Company's car, cell phone and telephone at residence; (b) Membership of two clubs; (c) Group health insurance, group term life insurance and group personal accident insurance as per the schemes/rules applicable to the senior staff of the Company.

However, Mr. Rampraveen Swaminathan has resigned as Chairman & Managing Director from the Board of Directors of the Company effective close of office hours of April 27, 2017. Hence, the approval for his appointment as Chairman & Managing is solicited for the period from March 1, 2017 to April 27, 2017 and for payment of performance incentive for the proportionate period in calendar year 2017.

The Board commends the Resolution as set out in the Notice for approval by the Members by way of Special Resolution.

None of the Directors, Key Managerial Personnel of the Company and their relatives except Mr. Rampraveen Swaminathan is concerned or interested, financial or otherwise, in the Resolution as set out at Item 5.

Item 6

Consequent upon resignation of Mr. Rampraveen Swaminathan as Chairman & Managing Director effective close of office hours of April 27, 2017, on the recommendation of Nomination and Remuneration Committee, the Board of Directors at the meeting held on February 22, 2017 appointed Mr. Donald Paul Devlin as an Additional Director with effect from February 22, 2017 and as Chairman & Managing Director for a period of five years with effect from April 28, 2017 pursuant to the provisions of Section 161(1) of the Companies Act, 2013 and Article 89 of the Articles of Association of the Company.

In compliance with the provisions of Schedule V, the Company had applied to the Central Government seeking approval for appointment of Mr. Donald Paul Devlin as Chairman & Managing Director of the Company for a period of 5 years effective April 28, 2017 which is awaited.

He holds office up to this Annual General Meeting pursuant to Section 161(1) of the Companies Act, 2013 and Article 89 of the Articles of Association of the Company.

A notice under Section 160(1) of the Companies Act, 2013 has been received from a Member of the Company

signifying its intention to propose the name of Mr. Donald Paul Devlin for appointment as a Director of the Company.

The Board commends the Resolution as set out in the Notice for approval by the Members by way of Special Resolution.

None of the Directors, Key Managerial Personnel of the Company and their relatives except Mr. Donald Paul Devlin, being appointee is concerned or interested, financial or otherwise, in the Resolution as set out at Item 6.

Item 7

The Board of Directors at its Meeting held on April 25, 2017 approved the appointment of Messrs Narasimha

Murthy & Co., Cost Accountants, Hyderabad as Cost Auditors of the Company for the financial year ending March 31, 2018 and also payment of remuneration of ₹7.50 lakhs (excluding applicable taxes) plus reimbursement of travelling and out-of-pocket expenses as recommended by the Audit Committee at its meeting held on April 24, 2017 in terms of provisions of Rule 14a(ii) of the Companies (Audit and Auditors) Rules, 2014 subject to the ratification by the Members.

The Board commends the Resolution as set out in the Notice for approval by the Members.

None of the Directors, Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise in the Resolution as set out at Item 7.

II. INFORMATION REQUIRED UNDER SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

In terms of Regulation 36 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the particulars of Director who is proposed to be appointed/reappointed are given below:

Ms. Shiela Pallerne Vinczeller (Item 2)

Ms. Shiela Pallerne Vinczeller was appointed as Director of the Company with effect from March 31, 2014. She is currently Chief Diversity Officer and Vice President - Talent Management and Global Mobility for International Paper.

She joined International Paper in 2006. She started her HR career with General Electric (GE) in Hungary and has held roles with increasing geographical scope within the EME region covering the entire manufacturing function, then staffing and organization development for the region and finally as HR Director for the EMEA region, including operations in India. Following GE, she joined the privately held Belgian industrial company: the Lhoist Group in a global HR role. Her responsibility included setting up a Greenfield operation in China. At International Paper, she held the position of HR Director for the EMEA region and HR Director of Industrial Packaging Group (IPG) prior to her current role with Talent Management and Corporate Staff Groups. She is on the Board of Germantown Performing Arts Center, Germantown, TN and Leadership Memphis.

She holds a bachelor's degree in Business Administration and a post-graduate degree in marketing communication from Budapest College of Business and Economics.

She is a member of Nomination and Remuneration Committee and she is not related to any Director and Key Managerial Personnel of the Company.

She does not hold any shares in the Company.

W. Michael Amick Jr. (Item 4)

Mr. W. Michael Amick Jr. was appointed as an Additional Director of the Company on January 18, 2017.

He began his career with International Paper, USA (IP) at the Louisiana Mill in Bastrop in 1990. Since then he has served in various capacities and businesses across Papers, Coated Papers, Industrial Packaging, xpedx and Coated Paperboard and led the IP's supply chain transformation. In 2002, he was appointed an officer of the IP as Vice President, Supply Chain, focused on driving improvements across the IP's North American manufacturing businesses. He later held the roles of executive vice president, xpedx and vice president and general manager for the Coated Paperboard business. From 2012-14, Mike served as vice president and president, IP India, and as executive chairman, International Paper APPM Limited. He was elected senior vice president, North American Papers, Pulp and Consumer Packaging in November 2014. Currently, he serves as senior vice president, Paper The Americas.

He holds a Bachelor's Degree in Finance from the University of South Alabama, and a Masters Degree in Business Administration from the University of North Carolina. He is actively involved in the community and served on the Board of Directors for the Memphis Regional Chamber of Commerce for six years.

He is a member of Audit Committee and he is not related to any Director and Key Managerial Personnel of the Company.

He does not hold any shares in the Company.

Mr. Rampraveen Swaminathan (Item 5)

Mr. Rampraveen Swaminathan is a Commerce Graduate from St. Josephs Commerce College, Bangalore with a Post Graduate Diploma in Industrial Management from T.A. Pai Management Institute, Manipal. He also attended an Executive Education program at Harvard Business School on 'Strategic Agility' in 2007. He assumed charge as Managing Director & CEO on March 2, 2012 and was appointed as Chairman & Managing Director effective November 1, 2014.

He served as Executive Director, Power Systems Business in Cummins Inc, USA. In this role, he had global responsibility for Integrated Power Systems, Power Distribution and Power Projects. He joined Cummins in 1999, and his prior roles in Cummins include leading the global Power Electronics Business, and leading the Power Generation Business in India. Prior to Cummins, he worked with the Tata Group, and was a member of the Tata Administrative Service.

He is a director of EROEI Power Solutions Private Limited.

He is not related to any Director and Key Managerial Personnel of the Company.

He does not hold any shares in the Company.

Donald Paul Devlin (Item 6)

Mr. Donald Paul Devlin was appointed as an Additional Director of the Company on February 22, 2017.

He has twenty-nine years of diverse experience and leadership with international and U.S. based businesses. He is a graduate of Siena College in Albany, NY with a BBA and major in Accounting. His career began in Boston, MA working for John Hancock Real Estate before joining an engineering and construction company in NY. He spent nine years working for Ahlstrom-Kamyr in various finance and project leadership roles, including the project controller for a green-field pulp mill start up.

He joined International Paper in 1998 as a manager of business analysis and then became controller of the Riegelwood Mill in 1999. In 2002, he moved to Brussels, Belgium to join IP's European finance team as the Director of Finance for the European Papers Business. In 2004, he moved out of finance to become the Director of Strategic Planning for IP's EMEA operations focusing on the divestiture of non-core & under performing assets

as well as developing growth opportunities in Eastern Europe and Russia. During 2006 and 2007 he had the opportunity to lead the due diligence process for acquiring the Ilim Group, Russia's largest pulp and paper company.

In 2007, he moved back to the US to join IP's Industrial Packaging Group as the controller for IP's Containerboard Division responsible for leading an organization of 100+ people and the finance operations of 15 containerboard mills and 21 recycling plants. As a member of the business lead team, he helped to develop the strategy and direction of the business.

In 2010, he became the finance director for Container The Americas, which is IP's system of converting plants and specialty businesses in North, Central and South America. As the finance director for CTA, he was responsible for leading an organization of 400+ people, and finance operations of 180 container and specialty plants. As a member of the business lead team, he helped to develop and implement the strategy and direction of the business.

In 2012, he became the director of corporate audit for International Paper's global operations and then became Vice President of Corporate Audit in 2015. The audit organization works with IP's Audit & Finance Committee as well as management to help the Company manage risk and controls compliance for global operations.

He assumed charge as Chairman & Managing Director effective April 28, 2017. He is on the Board of IP Holding Asia Singapore Pte. Limited and is Chairman of IP India Foundation and the Managing Director of International Paper (India) Private Limited.

He is a member of Audit Committee, Nomination and Remuneration Committee, Corporate Social Responsibility Committee and Stakeholders Relationship Committee and he is not related to any Director and Key Managerial Personnel of the Company.

He does not hold any shares in the Company.

By Order of the Board
For **International Paper APPM Limited**



C. Prabhakar
Sr. Vice President (Corporate Affairs) &
Company Secretary

Registered Office:
Rajahmundry - 533 105
East Godavari District, Andhra Pradesh
June 5, 2017