



Tamil Nadu Newsprint and Papers Limited

(A Govt. of Tamil Nadu Enterprise)

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TNPL - The Corporate Identity Number : L22121TN1979PLC007799

TNPL/SHARES/1(2&3)/17

Dated: September 20, 2017

To BSE Limited (BSE) Corporate Relationship Department Phiroze Jeejeebhoy Towers 25th Floor, Dalal Street Mumbai- 400001	To National Stock Exchange of India Limited (NSE) Listing Department Exchange Plaza, 5th Floor, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra (East), Mumbai – 400051
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Dear Sir,

Sub : Proceedings of 37th Annual General Meeting (AGM) of the Company held on 19th September, 2017 under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith gist of proceedings of the 37th Annual General Meeting (AGM) of the Company held on 19th September, 2017 at 10.15 a.m. at the Music Academy Main Hall, 168 T T K Road, Alwarpet, Chennai – 600 014.

Thanking you,

Yours faithfully,
For **Tamil Nadu Newsprint and Papers Limited**

v. buechumar
Company Secretary
Encl.: As above



Gist of the proceedings of the 37th Annual General Meeting of Tamil Nadu Newsprint and Papers Limited (TNPL) held on 19.09.2017

The 37th Annual General Meeting of the members of the company was held on September 19, 2017 at 10.15 a.m., at The Music Academy, Main Hall, 168, T.T.K Road, Alwarpet, Chennai 600014.

Totally 5424 members (including proxies) attended the Meeting as per the records of attendance.

Thiru Atulya Misra IAS, Chairman, chaired the proceedings of the Meeting. The meeting started with a prayer and thereafter the Chairman welcomed the members and introduced the Board of Directors to the members. The Chairman mentioned that quorum was present and the Register of Directors and Key Managerial Personnel and their shareholding and Register of Contracts in which the directors are interested were open for inspection.

The Chairman informed the members that the Auditors' Report on the financial statements and the Secretarial Audit Report of the company for the year ended March 31, 2017 does not have any qualifications or observations. Accordingly, the Reports are not required to be read out before the meeting as provided in the Companies Act, 2013 and Secretarial Standard. The Chairman delivered his speech.

The Chairman informed the shareholders that in accordance with the provisions of Companies Act, 2013 and the amendments to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the company had provided e-voting facility on the CDSL e-voting platform for transacting the businesses contained in the notice. The e-voting commenced at 9.00 a.m. on September 15, 2017 and ended at 5.00 p.m. on September 18, 2017. The Board of Directors had appointed M/s R Sridharan & Associates, Company Secretaries, as scrutinizer for conducting both the e-voting and physical voting processes.

On the invitation of the Chairman, several Members addressed the Meeting, gave suggestions and raised queries on the Company's accounts and operations. After getting all the queries, the Chairman of the Meeting gave consolidated reply to the Members.

In order to provide an opportunity to those members who had not exercised e-voting, the Chairman ordered for a Poll by the Scrutiniser on all the resolutions. Chairman announced that those members who had not exercised their votes through e-voting, could do so through the physical ballot paper which was made available to them. After conclusion of Poll, Chairman announced that the final results of the voting (after consolidating the result of e-voting and poll) would be announced to the Stock Exchanges and posted on the website of the company within 48 hours.



The resolutions passed by the Members, briefly, related to:

Ordinary Businesses:

1. Adoption of Financial Statements for the financial year ended 31st March 2017 the Reports of the Board of Directors and the Statutory Auditors and the comments of the Comptroller and Auditor General of India thereon. (Ordinary Resolution).
2. Declaration of Dividend for the financial year 2016-17 (Ordinary Resolution).
3. Re-appointment of Thiru K Shanmugam, IAS, Director (holding DIN 00794191) as Director who retires by rotation (Ordinary Resolution).
4. Approval of payment of remuneration to M/s. Raman Associate, (Firm Regn. No. 002910S), Statutory Auditors (Ordinary Resolution).

Special Businesses:

5. Ratification of remuneration to M/s. Raman & Associates (Firm Regn. No. 0050), Cost Auditors (Ordinary Resolution).
6. Appointment of Thiru Atulya Misra, IAS (DIN 02210369) as a Director (Ordinary Resolution).
7. Appointment of Dr. R. Selvaraj, IAS (holding DIN 01797405) as a Managing Director (Ordinary Resolution).
8. Approval of extension of contractual engagement of Thiru A. Velliangiri (DIN 00153169) as Deputy Managing Director from 01.04.2017 to 31.03.2018 (Ordinary Resolution).
9. Re-appointment of Thiru V. Narayanan (DIN 00081673) as an Independent Director (Special Resolution).
10. Re-appointment of Thiru M R Kumar (DIN 03628755) as an Independent Director (Special Resolution).
11. Re-appointment of Thiru V. Nagappan (DIN 01271378) as an Independent Director (Special Resolution).
12. Re-appointment of Tmt. Soundara Kumar (DIN 01974515) as an Independent Director (Ordinary Resolution).

All the above businesses were passed with requisite majority and are deemed to be passed on the date of the Annual General Meeting i.e. 19th September, 2017.

For Tamil Nadu Newsprint and Papers Limited

V. Sivakumar

V. Sivakumar
Company Secretary