



emami* paper mills limited

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CIN : L21019WB1981PLC034161

EPML/BSE_NSE/2020-21/
20th October, 2020

To
The Secretary
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400001

Scrip Code: 533208

To
The Secretary
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra (E)
Mumbai – 400 051
NSE Symbol-EMAMIPAP

Dear Sirs,

Sub: Minutes of the 38th Annual General Meeting of the Company held on 21st September, 2020

In compliance with Regulation 30 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, we are enclosing herewith a copy of the Minutes of the proceedings at the 38th Annual General Meeting held on Monday, 21st September, 2020 through Video Conferencing as per the circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India.

This is for your information and record.

Thanking You,

Yours faithfully,

For Emami Paper Mills Limited,

G. SARAF
Vice President (Finance) & Secretary
Enclosed: As Above

MINUTES OF THE 38TH ANNUAL GENERAL MEETING OF THE MEMBERS OF EMAMI PAPER MILLS LIMITED HELD ON MONDAY, THE 21ST SEPTEMBER, 2020 THROUGH VIDEO CONFERENCING ("VC") IN ACCORDANCE WITH THE CIRCULARS ISSUED BY THE MINISTRY OF CORPORATE AFFAIRS AND SECURITIES AND EXCHANGE BOARD OF INDIA, COMMENCED AT 11.00 A.M. AND CONCLUDED AT 11.36 A.M.

PRESENT:

Shri A. V. Agarwal	-	Executive Chairman, Member
Shri Manish Goenka	-	Whole Time Director, Member
Shri J. Godhole	-	Independent Director, Chairman - Audit Committee and Nomination & Remuneration Committee
Shri P. S. Patwari	-	Executive Director (In charge of Finance) & CEO
Shri H. M. Marda	-	Independent Director, Member Chairman - Stakeholders Relationship Committee
Shri S. Balasubramanian	-	Independent Director
Shri J. K. Khetawat	-	Independent Director
Shri Shyamalendu Chatterjee	-	Independent Director
Smt. Richa Agarwal	-	Director, Member
Shri S. K. Khetan	-	Director (Operations) & CFO
Smt. Mamta Binani	-	Additional Director (Independent & Non-Executive)

INVITEES

Shri M. B. S. Nair	-	Head (Strategy & Operations), Member
Shri Subodh Agrawal Mohd.Kothawala	} -	Representatives of M/s. Agrawal Subodh & Co., Statutory Auditors
Shri Raj Kumar Banthia	} -	Representative of M/s. MKB & Associates - Secretarial Auditors
Shri R. K. Tondon	} -	Representative of M/s.Agrawal Tondon & Co., Internal Auditors
Shri Sandip Kumar Kejriwal	-	Scrutinizer

CHAIRMAN'S
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All the Directors and Invitees participated in the meeting through Video Conferencing (VC), as per the directives issued by Ministry of Corporate Affairs(MCA) and Securities and Exchange Board of India(SEBI) for safety reasons. Shri A. V. Agarwal, Shri Manish Goenka and Shri P. S. Patwari physically attended from the Corporate Office at 687, Anandapur, E. M. Bypass, Kolkata-700107, Shri J. Godbole attended from Navi Mumbai, Shri S. Balasubramanian attended from Gurgaon, Shri J. K. Khetawat, Shri H. M. Marda, Shri Shyamalendu Chatterjee, Smt. Richa Agarwal, Smt. Mamta Binani attended from Kolkata and Shri S. K. Khetan attended from Balasore, Odisha, over VC.

INATTENDANCE: Shri G. Saraf - Vice President (Finance) & Secretary

Members present in the meeting through Video Conferencing - 51

At the outset, Shri G. Saraf, Vice President (Finance) & Secretary provided the general instructions to the Members present regarding participation and voting at the Meeting. He requested the Members to join the meeting through electronic devices and also informed that the meeting will be convened as per the MCA circulars issued due to COVID 19 and hence the facility to appoint proxy by the members is not applicable in the meeting. He informed that the documents referred to in the Notice and Explanatory Statement of the 38th Annual General Meeting and the Register of Directors & KMPs and Register of Contracts or Arrangements was also made available for inspection electronically at the Company's website. He further informed that the Shareholders who have registered themselves as Speakers will be allowed to speak, through VC to express their views and to raise queries. He then handed over the proceedings to the Chairman.

CHAIRMAN:

Shri A. V. Agarwal, Executive Chairman of the Company, took the Chair and welcomed the members at the meeting.

He informed that the meeting is being held through Video Conferencing as per the directives issued by Ministry of Corporate Affairs (MCA) and Securities and Exchange Board of India (SEBI) for safety reasons.

He confirmed that the requisite Quorum was present and declared the meeting in order and open for business at 11.00 a.m.

After ascertaining that the requisite quorum for the meeting was present, the Chairman called the meeting in order and commenced the proceedings.

CHARMAN'S
INITIALS



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Requisite Quorum was present throughout the meeting.

The Chairman requested the members of the Board to introduce themselves specifying their name and respective location from where they were attending the meeting. All the Board Members are present at the Annual General Meeting introduced themselves to the members.

The Chairman then addressed the members covering inter-alia the following key areas:

- Impact of COVID-19 pandemic over the business affairs of the Company,
- Operational and Financial Performance of the Company in the Financial Year 2019-20,
- Current scenario of Newsprint Industry, High end Packaging Board segment and the market conditions of Paper Industry as a whole,
- Industry Outlook for next financial year,
- Reason for non-recommendation of Dividend for 2019-20,
- Corporate Social Responsibilities (CSR) activities of the Company,
- Commitment for environmental sustainability and efforts for conservation of natural resources,
- Challenges faced by the Company during and pre and post COVID stress and measures undertaken to overcome the same in the current year,
- Confidence and faith reposed by all the stakeholders - members, customers, employees, Government and society at large.

The Chairman informed that the Notice convening this Meeting and Annual Report containing Financial Statements along with Auditors' Report, Directors' Report thereon with all the required documents and statements have already been sent by Email to all the Shareholders whose emails addresses are registered with the Registrar and Share Transfer Agent/ Depository Participant(s) and also to other concerned through e-mail and with the permission of the Shareholders, the Notice dated 13th August, 2020 convening this meeting along with the explanatory statement annexed thereto was taken as read.

He further informed that since there is no qualifications, observations or adverse comments on the financial statements and matters which have material bearing on the functioning of the company in the reports submitted by Statutory Auditors and Secretarial Auditors, the same were not required to be read out at the meeting. Both

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the Reports have been made available to the shareholders and other concerned with the Annual Report already sent by the company over email.

He then informed that pursuant to the provisions of Section 108 of the Companies Act, 2013, read with other provisions of law, all the members were provided "remote E-voting facility" prior to the date of AGM which was available from Friday, 18th September, 2020 at 10.00 a.m. (IST) and ended on Sunday, 20th September, 2020 at 5.00 p.m. (IST) and the E-voting had also been provided during the course of the meeting. He informed the Members to note that there will be no voting by show of hands and there is no requirement of proposing and seconding on the proposed Resolutions as mentioned in the Notice.

Thereafter the Chairman moved for the resolutions one by one for the members' approval through E-voting.

The Chairman than requested Shri G. Saraf to mention the name of the members one by one who have registered themselves as speakers.

Thereafter Shri G. Saraf, Vice President (Finance) & Secretary, requested the Members who had registered themselves as speakers to ask questions and/or express their views.

4 Nos. of members namely, Shri Santosh Kumar Saraf, Shri Goutam Nandy, Shri Manoj Kumar Gupta and Shri Taraknath Chakraborty were registered their names as speakers at the 38th Annual General Meeting of the Company. Their names were called, one by one by Shri G. Saraf and searched by the Host (CDSL) of the meeting. Although their names were called twice, but none of them were present to express their views. At the end of the meeting, CDSL as organizer, confirmed again their absence as speakers to speak at the meeting.

The Chairman informed that Shri Sandip Kumar Kejriwal, Practicing Company Secretary has been appointed to act as the Scrutinizer for ensuring voting in a fair and transparent manner and to submit Scrutinizers' Report within 48 hours after the conclusion of Annual General Meeting.

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Thereafter, the Chairman informed the members that on receipt of the Scrutinizers Report on the Poll, the result of voting will be declared by 5.00 P.M. on 23rd September, 2020.

Before conclusion of the meeting, the Chairman conveyed sincere thanks to the Members for their active participation in the Meeting and for the confidence and faith reposed by them in the Board. He also placed his appreciation to all the bankers, agencies, suppliers, vendors for their continued support and also his colleagues on the Board and team EMAMI PAPFR for responding positively to an unprecedented challenge. Thereafter the Chairman stated that there were no businesses left to be transacted and declared the Meeting as concluded.

Shri Sandip Kumar Kejriwal, practicing Company Secretary, who was appointed as Scrutinizer by the Chairman, pursuant to Section 109(5) of the Companies Act, 2013 for conducting the voting process of all modes of voting i.e. remote e-voting and voting during the course of Annual General Meeting, submitted his consolidated report on 21st September, 2020 at 4.23 P.M.

The voting results along with the Scrutinizers' Report was communicated to Bombay Stock Exchange Limited (BSE) and National Stock Exchange of India Limited (NSE) on 21st September, 2020.

The voting results along with the Scrutinizers' Report are available on the website of BSE viz, www.bseindia.com and on the website of NSE viz, www.nseindia.com.

The voting results along with the Scrutinizers' Report was also uploaded on the website of the Company viz, www.emamipaper.in and was also put on the Notice Board at the Registered Office of the Company.

The voting results along with the Scrutinizers' Report were also communicated to Central Depository Services Limited (CDSL) and the same is available on the website of CDSL India viz. www.evotingindia.com.

The results of all kinds of voting i.e. remote e-voting (commenced on 18th September, 2020 at 10.00 A.M. and ended on 20th September, 2020 at 5.00 P.M.) and voting during AGM in respect of all the resolutions were submitted by Shri Sandip Kumar Kejriwal, Scrutinizer in his report which is given as under:

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AGENDA NO. 1

ORDINARY BUSINESS

AS AN ORDINARY RESOLUTION:

ADOPTION OF THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2020 TOGETHER WITH THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON.

"RESOLVED

THAT the Audited Financial Statements for the year ended 31st March 2020 along with the Directors' Report and Management Discussion & Analysis, Auditors' Report, Corporate Governance Report and Business Responsibility Report be and are hereby received, considered and adopted."

Summary of the voting as per Scrutinizers' Report dated 21st September 2020 is as follows:

Particulars	Number of Votes (Shares) cast through remote e-voting (1)	Number of Votes (Shares) cast through E-Voting during AGM (2)	Total (1)+(2)=(3)	% of Total number of valid votes casted
1)Voted in favor of the Resolution	5,24,03,949	106	5,24,04,055	100%
2) Voting Against the resolution	2		2	Negligible
TOTAL	5,24,03,951	106	5,24,04,057	100%
3)Invalid Votes	-	-	-	-

The resolution was passed by the requisite majority on the basis of the result of voting as above.

AGENDA NO.2

ORDINARY BUSINESS

AS AN ORDINARY RESOLUTION:

APPOINTMENT OF SHRI MANISH GOENKA, (DIN-00363093), WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR REAPPOINTMENT.

"RESOLVED

THAT Shri Manish Goenka (DIN.00363093) who retires by rotation and being eligible, offers himself for re-appointment, be and is hereby appointed as a Director of the Company."

CHAIRMAN'S
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Summary of the voting as per Scrutinizers' Report dated 21st September 2020 is as follows:

Particulars	Number of Votes (Shares) cast through remote e-voting (1)	Number of Votes (Shares) cast through E-Voting during AGM (2)	Total (1)+(2)=(3)	% of Total number of valid votes casted
1)Voted in favor of the Resolution :	5,10,53,699	106	5,10,53,805	100%
2) Voting Against the resolution	2	-	2	Negligible
TOTAL	5,10,53,701	106	5,10,53,807	100%
3)Invalid Votes	13,50,250	-	13,50,250	-
TOTAL	5,24,03,951	106	5,24,04,057	

The resolution was passed by the requisite majority on the basis of the result of voting as above.

AGENDA NO. 3

SPECIAL BUSINESS

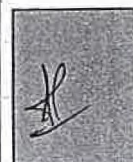
AS AN ORDINARY RESOLUTION:

RATIFICATION OF THE PAYMENT OF REMUNERATION TO M/S V. K. JAIN & CO., COST AUDITORS FOR THE FINANCIAL YEAR ENDING 31ST MARCH, 2021.

"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(s) thereof for the time being in force), M/s. V. K. Jain & Co., Cost Auditors(Firm Registration number: 00049) reappointed by the Board of Directors of the Company to conduct the Audit of the Cost Records of the Company for the financial year ending 31st March 2021, be paid remuneration of Rs. 1,50,000/- (Rupees One Lacs Fifty Thousand Only) plus GST and out of pocket expenses at actuals as may be applicable as approved by the Board of Directors be and is hereby ratified."

Summary of the voting as per Scrutinizers' Report dated 21st September 2020 is as follows:

CHAIRMAN'S
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Particulars	Number of Votes (Shares) cast through remote e-voting (1)	Number of Votes (Shares) cast through E-Voting during AGM (2)	Total (1)+(2)=(3)	% of Total number of valid votes casted
1)Voted in favor of the Resolution	5,24,03,949	106	5,24,04,055	100%
2) Voting Against the resolution	2	-	2	Negligible
TOTAL	5,24,03,951	106	5,24,04,057	100%
3)Invalid Votes	-	-	-	-

The resolution was passed by the requisite majority on the basis of the result of voting as above.

AGENDA NO. 4

SPECIAL BUSINESS

AS A SPECIAL RESOLUTION:

REAPPOINTMENT OF SHRI P. S. PATWARI (DIN.00363356) AS EXECUTIVE DIRECTOR OF THE COMPANY FOR A PERIOD OF 3 YEARS WITH EFFECT FROM 01.04.2020 WITH REMUNERATION.

“RESOLVED THAT, in accordance with the provisions of Sections 196,197 & 203 read with Schedule V and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and such other consents, approvals or permissions as may be necessary, approval of the Company be and is hereby accorded to the re-appointment of Shri P.S.Patwari (DIN.00363356) as Executive Director for a period of 3 (three) years with effect from 1st April, 2020, on the terms and conditions including remuneration as set out in the Explanatory Statement annexed to this Notice convening this meeting, with liberty to the Board of Directors (hereinafter referred to as “the Board” which term be deemed to include the Nomination and Remuneration Committee of the Board) to alter and vary the terms and conditions of the said reappointment and/or remuneration as it may deem fit and as may be acceptable to Shri P.S. Patwari, subject to the same notwithstanding that such remuneration is in excess of the limits specified under Schedule V to the Companies Act, 2013 or any statutory modification(s) or re-enactment(s) thereof.”

“RESOLVED FURTHER THAT pursuant to the provision of Section 197 of the Act, where in any financial year during currency of the terms of office, the Company has no profits or its profits are inadequate, it may pay remuneration to Shri P.S.Patwari by way of salary and perquisites as Minimum remuneration notwithstanding that

CHAIRMAN'S
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such remuneration is in excess of the limits specified in Schedule V of the Companies Act, 2013 or any modification thereof from time to time.”

“RESOLVED FURTHER THAT subject to the provisions of Section 152 of the Companies Act, 2013, Shri P.S.Patwari shall be liable to retire by rotation during his tenure as Executive Director of the Company.”

“RESOLVED FURTHER THAT Shri Manish Goenka, Director, and Shri G. Saraf, Vice President (Finance) & Secretary of the Company be and are hereby severally authorized to do all such acts, deeds, and things and furnish such Information/clarifications/declarations, certificate and other papers as may be required in this regard, to file any e-forms as may be required and to authorize any other person to represent before the Central Government, if required, in this regard.”

Summary of the voting as per Scrutinizers' Report dated 21st September 2020 is as follows:

Particulars	Number of Votes (Shares) cast through remote e-voting (1)	Number of Votes (Shares) cast through E-Voting during AGM (2)	Total (1)+(2)=(3)	% of Total number of valid votes casted
1)Voted in favor of the Resolution	5,24,03,949	106	5,24,04,055	100%
2) Voting Against the resolution	2		2	Negligible
TOTAL	5,24,03,951	106	5,24,04,057	100%
3)Invalid Votes	-	-	-	-
TOTAL	5,24,03,951	106	5,24,04,057	100%

The resolution was passed by the requisite majority on the basis of the result of voting as above.

AGENDA NO. 5

SPECIAL BUSINESS

AS A SPECIAL RESOLUTION:

APPOINTMENT OF SHRI S K KHETAN, (DIN. 00358577) AS A DIRECTOR AND ALSO AS A WHOLE TIME DIRECTOR DESIGNATED AS DIRECTOR (OPERATIONS) WITH REMUNERATION.

“RESOLVED THAT Shri S K Khetan (DIN. 00358577) who was appointed as an Additional Director of the Company by the Board of Directors with effect from 07th November, 2019 and who holds office until the date of the Annual General Meeting,

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in terms of Section 161 of the Companies Act, 2013 and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Companies Act, 2013 signifying his intention to propose Shri S.K. Khetan as a candidate for the office of a Director of the Company liable to retire by rotation be and is hereby appointed as a Director of the Company.”

“RESOLVED FURTHER THAT in accordance with the provisions of Sections 196,197 and 203 read with Schedule V and all other applicable provisions, of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), approval of the Company be and is hereby accorded to the appointment of Shri S K Khetan (DIN. 00358577) as a Whole-Time Director, designated as Director (Operations) of the Company for a period of three years, with effect from 7th November, 2019 on the terms and conditions including remuneration as set out in the statement annexed to the Notice convening this meeting with liberty to the Board of Directors (hereinafter referred to as “the Board” which term shall be deemed to include the Nomination and Remuneration Committee of the Board”) to alter and vary the terms and conditions of the said appointment and/or remuneration as it may deem fit and as may be acceptable to Shri S K Khetan subject to the same notwithstanding that such remuneration is in excess of the limits specified in Schedule V of the Companies Act, 2013 or any statutory modification(s) or re-enactment(s) thereof.”

“RESOLVED FURTHER THAT pursuant to the provision of Section 197 of the Act, where in any financial year during currency of the terms of office, the Company has no profits or its profits are inadequate, it may pay remuneration to Shri S K Khetan by way of salary and perquisites as Minimum remuneration notwithstanding that such remuneration is in excess of the limits specified in Schedule V of the Companies Act, 2013 or any statutory modification(s) thereof from time to time.”

“RESOLVED FURTHER THAT subject to the provisions of Section 152 of the Companies Act, 2013, Shri S K Khetan shall be liable to retire by rotation during his tenure as Whole Time Director of the Company.”

“RESOLVED FURTHER THAT Shri P.S. Patwari, Executive Director and Shri G.Saraf, Vice President(Finance) & Secretary be and are hereby severally authorized to do all such acts, deeds, matters and things as may be considered necessary, expedient, usual or proper to give full effect to this resolution.”

CHAIRMAN'S
INITIALS



Summary of the voting as per Scrutinizers' Report dated 21st September 2020 is as follows:

Particulars	Number of Votes (Shares) cast through remote e-voting (1)	Number of Votes (Shares) cast through E-Voting during AGM (2)	Total (1)+(2)=(3)	% of Total number of valid votes casted
1)Voted in favor of the Resolution	5,24,03,949	106	5,24,04,055	100%
2) Voting Against the resolution	2	-	2	Negligible
TOTAL	5,24,03,951	106	5,24,04,057	100%
3)Invalid Votes	-	-	-	-

The resolution was passed by the requisite majority on the basis of the result of voting as above.

AGENDA NO. 6

SPECIAL BUSINESS

AS A SPECIAL RESOLUTION:

APPOINTMENT OF SHRI MANISH GOENKA, (DIN. 00363093) AS A WHOLE TIME DIRECTOR OF THE COMPANY FOR A PERIOD FROM 1ST AUGUST, 2020 TO 14TH JULY, 2023 WITH REMUNERATION.

"RESOLVED THAT in accordance with the provisions of Sections 196,197 and 203 read with Schedule V and all other applicable provisions, of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), approval of the Company be and is hereby accorded to the appointment of Shri Manish Goenka, (DIN. 00363093) as a Whole-Time Director of the Company for a period from 1st August, 2020 to 14th July, 2023 on the terms and conditions including remuneration as set out in the statement annexed to the Notice convening this meeting with liberty to the Board of Directors hereinafter referred to as "the Board" which term shall be deemed to include the Nomination and Remuneration Committee of the Board") to alter and vary the terms and conditions of the said appointment and/or remuneration as it may deem fit and as may be acceptable to Shri Manish Goenka subject to the same notwithstanding that such remuneration is in excess of the limits specified in Schedule V of the Companies Act, 2013 or any statutory modification(s) or re-enactment(s) thereof."

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"RESOLVED FURTHER THAT pursuant to the provision of Section 197 of the Act where in any financial year during currency of the terms of office, the Company has no profits or its profits are inadequate, it may pay remuneration to Shri Manish Goenka by way of salary and perquisites as Minimum remuneration notwithstanding that such remuneration is in excess of the limits specified in Schedule V of the Companies Act, 2013 or any statutory modification thereof from time to time."

"RESOLVED FURTHER THAT subject to the provisions of Section 152 of the Companies Act, 2013, Shri Manish Goenka shall be liable to retire by rotation during his tenure as Whole Time Director of the Company."

"RESOLVED FURTHER THAT Shri P.S.Patwari, Executive Director and Shri G. Saraf, Vice President(Finance) & Secretary be and are hereby severally authorized to do all such acts, deeds, matters and things as may be considered necessary, expedient, usual or proper to give full effect to this resolution."

Summary of the voting as per Scrutinizers' Report dated 21st September 2020 is as follows:

Particulars	Number of Votes (Shares) cast through remote e-voting (1)	Number of Votes (Shares) cast through E-Voting during AGM (2)	Total (1)+(2)=(3)	% of Total number of valid votes casted
1)Voted in favor of the Resolution	5,10,53,699	106	5,10,53,805	100%
2) Voting Against the resolution	2	-	2	Negligible
TOTAL	5,10,53,701	106	5,10,53,807	100%
3)Invalid Votes	13,50,250	-	13,50,250	-
TOTAL	5,24,03,951	106	5,24,04,057	

The resolution was passed by the requisite majority on the basis of the result of voting as above.

CHAIRMAN'S
INITIALS




AGENDA NO. 7

SPECIAL BUSINESS

AS AN ORDINARY RESOLUTION:

APPOINTMENT OF MS. MAMTA BINANI, (DIN: 00462925) AS AN INDEPENDENT DIRECTOR (NON-EXECUTIVE) TO HOLD OFFICE FOR A TERM OF 5 YEARS COMMENCING FROM 13TH AUGUST, 2020 AND WHOSE OFFICE SHALL NOT BE LIABLE TO RETIRE BY ROTATION.

“RESOLVED THAT pursuant to provisions of Section 149,150,152, read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualifications of Directors) Rules, 2014 (including any Statutory modification(s) or re-enactment (s) thereof for the time being in force), Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements), Regulation, 2015 and upon recommendation of the Nomination and Remuneration Committee, Ms. Mamta Binani (DIN: 00462925), who was appointed as Additional Director and also an Independent Director (Non-Executive) by the Board of Directors at its meeting held on 13th August, 2020 and who holds office up to the date of Annual General Meeting of the Company under Section 161(1) of the Companies Act 2013, but is eligible for appointment and in respect of whom the Company has received a notice in writing under Section 160(1) of the Companies Act, 2013 from a member proposing her candidature for the office of Director, be and is hereby appointed as an Independent Director (Non-Executive) of the Company not liable to retire by rotation, to hold office for 5 (Five) consecutive years commencing from 13th August, 2020.

RESOLVED FURTHER THAT to give effect to this resolution the Board of Directors be and are hereby authorized to do all acts, deeds, matters and things as they may in their absolute discretion deem necessary, proper, desirable and settle any question, difficulty or doubt that may arise in this regard and to sign and execute all necessary documents, applications, returns and writings as may be necessary, proper, desirable or expedient.”

Summary of the voting as per Scrutinizers' Report dated 21st September 2020 is as follows:

CHAIRMAN'S
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Particulars	Number of Votes (Shares) cast through remote e-voting (1)	Number of Votes (Shares) cast through E-Voting during AGM (2)	Total (1)+(2)=(3)	% of Total number of valid votes casted
1)Voted in favor of the Resolution :	5,24,03,949	106	5,24,04,055	100%
2) Voting Against the resolution	2	-	2	Negligible
TOTAL	5,24,03,951	106	5,24,04,057	100%
3)Invalid Votes	-	-	-	-

The resolution was passed by the requisite majority on the basis of the result of voting as above.

ENTERED IN THE MINUTE BOOK


CHAIRMAN

Date: 15th October, 2020

Date: 19/10/2020

Place: Kolkata.


GSARAF

VICE PRESIDENT (FINANCE)
& SECRETARY

CHAIRMAN'S
INITIALS

