



Tamil Nadu Newsprint and Papers Limited

(A Govt. of Tamil Nadu Enterprise)

Regd. Office : 67, Mount Road, Guindy, Chennai - 600 032. Phone : (91) (044) 22301094-97, 22354415-16 & 18

Fax : 22350834 & 22354614 Web : www.tnpl.com E-mail : response@tnpl.co.in, export@tnpl.co.in

TNPL - The Corporate Identity Number : L22121TN1979PLC007799

18th December, 2023

To BSE Limited (BSE) Corporate Relationship Department Phiroze Jeejeebhoy Towers 25th Floor, Dalal Street Mumbai- 400001 BSE Scrip Code: 531426	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 NSE Code: TNPL
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Sub: Regulation 30 – Notice of Postal Ballot for Appointment of Thiru V. Arun Roy, I.A.S., (DIN – 01726117) and Thiru J Kumaragurubaran, I.A.S., (DIN – 06702233) as Directors, TNPL

Further to our letters dated 8th September, 2023, 3rd November, 2023 and 10th November, 2023 intimating about Appointment of Thiru V. Arun Roy, I.A.S., (DIN – 01726117) and Thiru J Kumaragurubaran, I.A.S., (DIN – 06702233) as Directors of the Company, subject to the approval of shareholders of the Company.

As required, pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose Notice of Postal Ballot & E-Voting, together with the explanatory statement thereto, seeking approval of the Members of the Company by way of ordinary resolution through the Postal Ballot process for appointment of Thiru V. Arun Roy, I.A.S., (DIN – 01726117) and Thiru J Kumaragurubaran, I.A.S., (DIN – 06702233) as Directors of the Company with effect from 10th November, 2023.

The aforementioned Notice is being sent by electronic mode today i.e., 18th December, 2023, to all the Members, who have registered their email addresses with the Depositories/Company/Registrar and Transfer Agents of the Company viz., Cameo Corporate Services Limited and whose names appear in the Register of



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Members / list of Beneficial Owners as on Friday, 10th November, 2023. The Notice is also available on the website of the Company viz., www.tnpl.com.

The remote e-voting will commence on Tuesday, 19th December, 2023 at 9.00 A.M. I.S.T. and ends on Wednesday, 17th January, 2024 at 5.00 P.M. I.S.T and the result thereof will be declared on or before Friday, 19th January, 2024.

We request you to acknowledge and take it on record.

Thanking you,
For Tamil Nadu Newsprint and Papers Limited

Anuradha Ponraj
Company Secretary
ICSI Membership No: A26150
Email Id: anuradha.p@tnpl.co.in
Contact No: 044-22354417

Encl: a/a.



TAMIL NADU NEWSPRINT AND PAPERS LIMITED
Regd. Office: 67 Mount Road, Guindy, Chennai 600 032
CIN: L22121TN1979PLC007799
Phone: 044-22354417
E-mail id: invest_grievances@tnpl.co.in

NOTICE OF POSTAL BALLOT AND E-VOTING

PURSUANT TO SECTION 110 OF THE COMPANIES ACT, 2013

To

**The Members of
Tamil Nadu Newsprint and Papers Limited**

NOTICE is hereby given pursuant to Section 110 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read together with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (as amended from time to time), including any statutory modification or re-enactment thereof for the time being in force, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended from time to time) ("SEBI (LODR) Regulations"), Secretarial Standard-2 issued by the Institute of Company Secretaries of India on General Meetings ("SS-2") and the relaxations and clarifications issued by Ministry of Corporate Affairs vide General Circular No.14/2020 dated 8th April, 2020 read with General Circular No.17/2020 dated 13th April, 2020, General Circular No.22/2020 dated 15th June, 2020, General Circular No.33/2020 dated 28th September, 2020, General Circular No.39/2020 dated 31st December, 2020, General Circular No.10/2021 dated 23rd June, 2021, General Circular No.20/2021 dated 8th December, 2021, General Circular No.3/2022 dated 5th May, 2022, General Circular No.11/2022 dated 28th December, 2022 and General Circular No 09/2023 dated 25th September, 2023 ("MCA Circulars") and other applicable laws and regulations, if

any, to consider and pass the Resolutions as set out in the Notice of Postal Ballot proposed for passing by the Members of the Company by way of remote e-voting process ("**remote e-voting**").

As per the MCA Circulars, the Company is sending Postal Ballot Notice along with e-voting instructions (the "Notice") only by way of e-mail to all its Members who have registered their e-mail addresses with the Company or depository (ies)/depository participants and the communication of assent/dissent of the Members on the Resolutions proposed in the Notice will only take place through the remote e-voting system. This Notice is accordingly being issued to the Members in compliance with the MCA Circulars. A detailed Statement pursuant to Section 102 and other applicable provisions of the Act read with the Rules setting out the material facts concerning the Resolutions in this Notice and instructions for e-voting are also annexed to this Notice for your consideration.

The Board of Directors has appointed Thiru R Sridharan (ICSI Membership FCS No. 4775 - CP No. 3239) of M/s. R Sridharan & Associates, Company Secretaries, as Scrutinizer for conducting the Postal Ballot by way of remote e-voting process, in a fair and transparent manner.

The Company has engaged the services of M/s. Central Depository Services (India) Limited ("CDSL") to provide remote e-voting facility to all its Members. Please note in accordance with the MCA Circulars, the Members can vote only through the remote e-voting process and accordingly, the Company is providing remote e-voting facility to all its Members to cast their votes electronically.

Please carefully read the instructions in the Notes to this Notice so as to cast the votes electronically not later than 5.00 P.M. I.S.T. on Wednesday, 17th January, 2024 (the last day to cast votes electronically) to be eligible for being considered. The Scrutinizer will submit his report to the Chairman and Managing Director / Director of the Company after completion of the scrutiny. The results of the e-voting will be announced by the Chairman and Managing Director or any directors of the Company on or before Friday, 19th January, 2024 at the Registered Office of the Company. The results of the Postal Ballot will be posted on the Company's website viz., www.tnpl.com and also in CDSL

website viz., www.evotingindia.com besides being communicated to the Stock Exchanges viz., BSE Ltd., www.bseindia.com and the National Stock Exchange of India Ltd., www.nseindia.com where the Company's shares are listed.

PROPOSED RESOLUTIONS:

SPECIAL BUSINESS:

Item No. 1: Appointment of Thiru V. Arun Roy, I.A.S., (DIN – 01726117) as Director of the Company.

To consider and, if deemed fit, to pass the following Resolution as an **ORDINARY RESOLUTION:**

***RESOLVED THAT** pursuant to the recommendations of the Nomination and Remuneration Committee, the Board and pursuant to the provisions of Sections 152 of the Companies Act, 2013 ("The Act") and the Rules made under (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and other applicable provisions, if any, of the Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and Article 99 and any other relevant Articles of the Articles of Association of the Company and subject to such other approvals, as may be necessary, Thiru V. Arun Roy, I.A.S., (DIN – 01726117) who was appointed as an Additional Director – Nominee Director of the Company by the Board of Directors with effect from 10th November, 2023 and in respect of whom the Company has received a notice in writing from a member under section 160 of the Companies Act 2013, proposing his candidature for the office of Director, be and is hereby appointed as Director of the Company liable to retire by rotation".

Item No. 2: Appointment of Thiru J Kumaragurubaran, I.A.S., (DIN – 06702233) as Director of the Company.

To consider and, if deemed fit, to pass the following Resolution as an **ORDINARY RESOLUTION:**

***RESOLVED THAT** pursuant to the recommendations of the Nomination and Remuneration Committee, the Board and pursuant to the provisions of Sections 152 of the Companies Act, 2013 ("The Act") and the Rules made under (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and other

applicable provisions, if any, of the Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and Article 99 and any other relevant Articles of the Articles of Association of the Company and subject to such other approvals, as may be necessary, Thiru J Kumaragurubaran, I.A.S., (DIN – 06702233) who was appointed as an Additional Director – Nominee Director of the Company by the Board of Directors with effect from 10th November, 2023 and in respect of whom the Company has received a notice in writing from a member under section 160 of the Companies Act 2013, proposing his candidature for the office of Director, be and is hereby appointed as Director of the Company liable to retire by rotation¹.

Place: Chennai
Date : 10.11.2023

By Order of the Board

Sd/-
Anuradha Ponraj
Company Secretary

NOTES:

- (a) The Statement pursuant to Section 102(1) and Section 110 of the Companies Act, 2013 ("Act") read together with Rule 22 of the Companies (Management and Administration) Rules, 2014 setting out material facts is annexed hereto and forms part of the Postal Ballot Notice ("**Notice**").
- (b) In accordance with the provisions of the Act and Ministry of Corporate Affairs, Government of India's General Circular No.14/2020 dated 8th April, 2020 read with General Circular No. 17/2020 dated 13th April, 2020, General Circular No.22/2020 dated 15th June,2020 and General Circular No.33/2020 dated 28th September,2020, General Circular No.39/2020 dated 31st December,2020, and General Circular No.10/2021 dated 23rd June,2021, General Circular No. 20/2021 dated 8th December, 2021, General Circular No.3/2022 dated 5th May, 2022 ,General Circular No.10/2022, General Circular No. 11/2022 dated 28th December, 2022 and General Circular No 09/2023 dated 25th September, 2023 ("**MCA Circulars**"), the Notice is being sent in electronic form only by e-mail to those Members whose names appear in the Register of Members/List of Beneficial Owners as received from Depositories i.e. National Securities Depository Limited ("NSDL")/Central Depository Services (India) Limited ("**CDSL**") and Registrar and Share Transfer Agent of the Company i.e. M/s. Cameo Corporate Services Limited ("**RTA**") as on 10th November 2023 ("**Cut-Off Date**") and who have or will register their e-mail address with their Depository Participant(s) ("**DPs**") or with RTA in accordance with the process outlined in this Notice.
- (c) Voting rights shall be reckoned in proportion to the paid-up equity shares registered in the name of the Member as on the Cut-Off date. Only those Members whose names are appearing in the Register of Members/List of Beneficial Owners as on the Cut-Off Date shall be eligible to cast their votes through remote e-voting. A person who is not a Member on the Cut-Off Date should treat this Notice for information purposes only. It is however, clarified that all Members of the Company as on the Cut-Off Date (including those Members who may not have received this

Notice due to non-registration of their e-mail addresses with the Company / RTA / Depositories) shall be entitled to vote in relation to the aforementioned Resolution in accordance with the process specified in this Notice.

In compliance with provisions of Section 108 and Section 110 and other applicable provisions of the Act, as amended, read together with the Rules 20 and 22 of Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as the "**SEBI (LODR) Regulations**"), Secretarial Standard 2 issued by the Institute of Company Secretaries of India, (SS-2), MCA Circulars, the Company is pleased to offer remote e-voting facility to its Members. The Company has engaged the services of Central Depository Services (India) Limited to provide remote e-voting facility to enable the Members to cast their votes electronically (hereinafter referred to as the "**remote e-voting**"). In accordance with the MCA Circulars, physical copy of the Notice along with Postal Ballot Form and pre-paid business reply envelope will not be sent to the Members for this Postal Ballot. The communication of the assent or dissent of the Members would take place through the process of remote e-voting only.

- (d) Members may also note that the Postal Ballot Notice will also be available for download on the Company's website www.tnpl.com and on the website of stock exchanges (where the shares of the Company are listed i.e. the BSE Limited and the National Stock Exchange of India Limited) and also on the website of CDSL, www.evotingindia.com.
- (e) The remote e-voting period commences on Tuesday, 19th December, 2023 at 9.00 A.M. I.S.T. and ends on Wednesday, 17th January, 2024 at 5.00 P.M. I.S.T. The remote e-voting module shall be disabled by CDSL for voting thereafter. During this period, the Members of the Company holding shares in physical or electronic form, as on the Cut-Off Date, may cast their vote by electronic means in the manner and process as mentioned in this Notice. Once the vote is cast by the Member, the Member shall not be allowed to change it or cast the vote again.

- (f) The Board of Directors of the Company has appointed Thiru. R Sridharan (ICSI Membership FCS No. 4775 - CP No. 3239) of M/s. R Sridharan & Associates, Company Secretaries, Chennai as the Scrutinizer for conducting the Postal Ballot through remote e-voting process, in a fair and transparent manner.
- (g) The Scrutinizer will submit his report to the Chairman and Managing Director of the Company after completion of the scrutiny of the e-voting. The Scrutinizer's decision on the validity of votes cast will be final. The result of the Postal Ballot will be announced by the Chairman and Managing Director / any director of the Company on or before Friday, 19th January, 2024, i.e. not later than two working days from the conclusion of remote e-voting at the registered office of the Company.
- (h) The result of the Postal Ballot along with the Scrutinizer's Report will be placed on the Company's website www.tnpl.com and also on the website of CDSL at www.evotingindia.com and shall be communicated to the Stock Exchanges where the Company's shares are listed.
- (i) The Resolutions, if approved by the requisite majority of Members, shall be deemed to have been passed on the last date of remote e-voting, i.e., 17th January, 2024.
- (j) Relevant documents relating to the Postal Ballot Notice and the Statement pursuant to Section 102 of the Act shall be made available for inspection by the Members in accordance with applicable statutory requirement based on requests received by the Company for inspection at investor_grievances@tnpl.co.in up to 17th January, 2024.

ANNEXURE TO THE NOTICE
EXPLANATORY STATEMENT IN RESPECT OF ITEM NO.1
and ITEM NO.2 UNDER THE NOTICE PURSUANT TO
SECTION 102 OF THE COMPANIES ACT, 2013 AND DETAILS
REQUIRED UNDER SEBI (LISTING OBLIGATIONS AND
DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

ITEM NO. 1

Government of Tamil Nadu, Industries, Investment Promotion and Commerce (MIA.2) Department vide G.O. (D). No. 91, dated 25.09.2023 has nominated Thiru V. Arun Roy, I.A.S., Secretary to Government, Industries, Investment Promotion and Commerce Department (DIN – 01726117) as Director on the Board of the Company in place of Thiru S. Krishnan, I.A.S., (deputed to Government of India post) vide G.O. Rt. No. 3763 dated 08.09.2023 of Public (Special-A) Department.

Accordingly, based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of your Company at their meeting held on 10.11.2023 have appointed Thiru V. Arun Roy, I.A.S., Secretary to Government, Industries, Investment Promotion and Commerce Department (DIN – 01726117) designated him as an Additional Director of the Company with effect from 10th November, 2023 in terms of Section 161 of the Companies Act, 2013. The Company has received a notice in writing from a member proposing his candidature for the office of Director under Section 160 of the Act.

Pursuant to Section 161 of Companies Act, 2013 (the Act) and other applicable provisions of the Act, and as per the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the appointment Director has to be approved by the Members of the Company in General Meeting.

Thiru V. Arun Roy, I.A.S., aged 44 years, belongs to 2003 batch of Indian Administrative Service. Thiru V. Arun Roy, I.A.S., has 20 years of service in various departments of Government of Tamil Nadu. Currently, Thiru V. Arun Roy, I.A.S., holds the position of

Secretary to Government. Industries, Investment Promotion and Commerce Department.

The company has received the required consent and disclosures from Thiru V. Arun Roy, I.A.S.. (DIN – 01726117)

The resolution seeks the approval of the members in terms of Section 152, 161 other applicable provisions of the Companies Act, 2013 and the Rules made thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the appointment of Thiru V. Arun Roy, I.A.S., [DIN – 01726117] as Nominee Director of the Company w.e.f 10th November, 2023.

The Board of Directors recommends this resolution for your approval.

None of the Directors of the Company and their relatives or key managerial personnel and their relatives other than Thiru V. Arun Roy, I.A.S.. is interested or concerned in the resolution.

Profile of Thiru V. Arun Roy, I.A.S.,

Name	V. ARUN ROY, I.A.S.,
Age	44 years
Date of Initial appointment on the Board	10 th November 2023
Qualification	✓ Indian Administrative Service (I.A.S.,)

Experience	Thiru V. Arun Roy, I.A.S., aged 44 years, belongs to 2003 batch of Indian Administrative Service. Thiru V Arun Roy, I.A.S., has 20 years of service in various departments of Government of Tamil Nadu. Currently, Thiru V. Arun Roy, I.A.S., holds the position of Secretary to Government, Industries, Investment Promotion and Commerce Department.
No. of Meetings attended during the year	Not Applicable
Inter- se Director /Key Managerial Personnel Relationship	V. Arun Roy, I A S., is not having any inter se relation with other Directors and Key Managerial Personnel of the Company
Name of Listed Entities Appointed/Resigned in the past three years	Nil
Shareholding	V. Arun Roy, I.A.S., does not hold any shares in TNPL.

Membership/Chairmanship of Committees of other Boards

Sl. No	Company	Position	Committee Membership*
1.	Tamil Nadu Industrial Development Corporation Limited	Director	-
2.	State Industries Promotion Corporation of Tamil Nadu Limited	Chairman	-

3.	Tamil Nadu Industrial Investment Corporation Limited	Director	-
4.	Tamil Nadu Generation and Distribution Corporation Limited	Director	-
5.	TIDEL Park Limited	Director	-
6.	Tamil Nadu Petroproducts Limited	Chairman	-
7.	Tamil Nadu Newsprint and Papers Limited	Director	-
8.	Tamil Nadu Cements Corporation Limited	Chairman	-
9.	Tamil Nadu Trade Promotion Organisation (Sec-8 Company)	Director	-
10.	IIT Madras (Educational Institution)	Director	-
11.	Chennai Metropolitan Development Authority (CMDA)	Director	-
12.	Guidance (Society) formerly Tamil Nadu Industrial Guidance & Export Promotion Bureau	Chairman	-
13.	Entrepreneurship Development Institute	Director	-

* Membership in Audit Committee and Stakeholders Relationship Committee only considered

ITEM NO. 2

Government of Tamil Nadu, Industries, Investment Promotion and Commerce (MIF.1) Department vide Letter No. 5919029 / MIF.1 / 2023-1, dated 03.11.2023 has nominated Thiru J Kumaragurubaran, I.A.S., Secretary to Government (Expenditure), Finance Department (DIN – 06702233) as Director on the Board of the Company in place of Thiru S. Nagarajan, I.A.S., Secretary to Government, Finance Department [DIN: 09128327].

Accordingly, based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of your Company at their meeting held on 10.11.2023 have appointed Thiru J Kumaragurubaran, I.A.S., Secretary to Government

(Expenditure), Finance Department (DIN – 06702233) designated him as an Additional Director of the Company with effect from 10th November, 2023 in terms of Section 161 of the Companies Act, 2013. The Company has received a notice in writing from a member proposing his candidature for the office of Director under Section 160 of the Act.

Pursuant to Section 161 of Companies Act, 2013 (the Act) and other applicable provisions of the Act, and as per the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the appointment Director has to be approved by the Members of the Company in General Meeting.

Thiru J. Kumaragurubaran, I A S., belongs to the 2004 batch of Indian Administrative Service. He has 19 years of service in various key positions of Government of Tamil Nadu.

The company has received the required consent and disclosures from Thiru J Kumaragurubaran. I.A.S., [DIN – 06702233]

The resolution seeks the approval of the members in terms of Section 152, 161 other applicable provisions of the Companies Act, 2013 and the Rules made thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the appointment of Thiru J Kumaragurubaran, I.A.S., (DIN – 06702233) as Nominee Director of the Company w.e.f 10th November, 2023.

The Board of Directors recommends this resolution for your approval.

None of the Directors of the Company and their relatives or key managerial personnel and their relatives other than Thiru J Kumaragurubaran, I A S., is interested or concerned in the resolution.

Profile of Thiru J Kumaragurubaran, I.A.S..

Name	J KUMARAGURUBARAN I.A.S..
Age	44 years
Date of Initial appointment on the Board	10 th November 2023
Qualification	➤ Indian Administrative Service (I.A.S.)
Experience	Thiru J. Kumaragurubaran, I.A.S., belongs to the 2004 batch of Indian Administrative Service. He has 19 years of service in various key positions of Government of Tamil Nadu.
No. of Meetings attended during the year	Not Applicable
Inter- se Director /Key Managerial Personnel Relationship	Thiru J. Kumaragurubaran, I.A.S., is not having any inter se relation with other Directors and Key Managerial Personnel of the Company
Name of Listed Entities Appointed/Resigned in the past three years	Nil

Shareholding	Thiru J. Kumaragurubaran, I.A.S., does not hold any shares in TNPL.
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Membership/Chairmanship of Committees of other Boards

Sl. No	Company	Position	Committee Membership*
-	Nil		

* Membership in Audit Committee and Stakeholders Relationship Committee only considered

**INSTRUCTIONS FOR VOTING THROUGH REMOTE
E-VOTING**

1. In compliance with the provisions of Sections 108, 110 and other applicable provisions of the Act, read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended, the MCA Circulars and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Circular dated 9th December, 2020 issued by SEBI on E-voting facility provided by Listed Entities, Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India and any amendments thereto, Members are provided with the facility to cast their votes electronically, through the E-voting services provided by Central Depository Services (India) Limited ("CDSL") on the Resolution set forth in this Notice of Postal Ballot, through Remote E-voting.

Members are requested to note that the Company is providing facility for Remote E-voting and the business is to be transacted through electronic voting system only.

i. Information relating to Remote E-voting:

- i. Day, date and time of commencement of voting through electronic means: Tuesday, 19th December, 2023 at 9.00 A.M. (IST).
- ii. Day, date and time of end of voting through electronic means beyond which e-voting will not be allowed: Wednesday, 17th January, 2024 till 5.00 P.M. (IST).
- iii. Details of Scrutinizer: Thiru. R Sridharan (ICSI Membership FCS No.4775 - CP No.3239), M/s. R Sridharan & Associates, Company Secretaries, Chennai

ii. Instructions of shareholders for Remote E-voting:

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- (i) The voting period begins on 19th December 2023 and ends 17th January 2024. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 10th November 2023 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts / websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

(iii) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to above said SEBI Circular, Login method for e-Voting for **Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	<ol style="list-style-type: none"><li data-bbox="518 1153 1476 1512">1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi.<li data-bbox="518 1556 1476 1915">2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers

	<p>i.e. CDSL/NSDL/KFINTTECH/LINKINTIME, so that the user can visit the e-Voting service providers' website directly.</p> <p>3) If the user is not registered for Easi/Easiest, option to register is available at</p> <p>https://web.cdslindia.com/myeasi/Registration/EasiRegistration</p> <p>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page or click on https://evoting.cdslindia.com/Evoting/EvotingLogin The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
<p>Individual Shareholders holding securities in demat mode with NSDL Depository</p>	<p>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsd.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period.</p> <p>2) If the user is not registered for IDeAS e-Services, option to</p>

	<p>register is available at https://eservices.nSDL.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nSDL.com/SecureWeb/IdeasDirectReg.jsp</p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nSDL.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p>
<p>Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p>

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at above mentioned

website.

ii. Shareholders Instructions for E-Voting:

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(iv) Login method for Remote e-Voting for **Physical shareholders and shareholders other than individual holding in Demat form.**

- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
- 2) Click on "Shareholders" module.
- 3) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,

c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

4) Next enter the Image Verification as displayed and Click on Login.

5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.

6) If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none">• Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none">• If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

(v) After entering these details appropriately, click on "SUBMIT" tab.

- (vi) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (vii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (viii) Click on the EVSN for Tamil Nadu Newsprint and Papers Limited on which you choose to vote.
- (ix) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (x) Click on the 'RESOLUTIONS FILE LINK' if you wish to view the entire Resolution details.
- (xi) After selecting the resolution, you have decided to vote on, click on 'SUBMIT'. A confirmation box will be displayed. If you wish to confirm your vote, click on 'OK', else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

- (xiii) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xiv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xv) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvi) **Additional Facility for Non – Individual Shareholders and Custodians – For Remote Voting only.**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
 - It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are

authorized to vote, to the Scrutinizer and to the Company at the email address viz; rsaevoting@gmail.com or investor_grievances@tnpl.co.in, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders - please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to investor_grievances@tnpl.co.in
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

All grievances connected with the facility for voting by electronic means may be addressed to Thiru. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call at toll free no. 1800 22 55 33

Place: Chennai
Date : 10.11.2023

By Order of the Board
Sd/-

Anuradha Ponraj
Company Secretary