



Emami* PAPER MILLS LIMITED

CIN: L21019WB1981PLC034161

Registered Office: 687, Anandapur, 1st Floor, EM Bypass, Kolkata – 700107, West Bengal

Phone No.: 91 33 6613-6264, **Website:** www.emamipaper.com, **E-mail:** investor.relations@emamipaper.com

Notice

NOTICE is hereby given that the **Forty Third Annual General Meeting ("AGM/43rd AGM")** of the Members of Emami Paper Mills Limited ("the Company") will be held on **Wednesday, 3rd September, 2025 at 11:30 a.m. (IST)** through Video Conferencing ("**VC**") / Other Audio-Visual Means ("**OAVM**") facility to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended on 31st March, 2025, together with the Reports of the Board of Directors and the Auditors thereon.
2. To declare dividend @ 8% p.a., i.e. ₹8/- per Preference Share of the face value of ₹100/- each and @ 80 % i.e. ₹1.60/- per Equity Share of the face value of ₹2/- each for the financial year 2024-25.
3. To appoint a Director in place of Mrs. Richa Agarwal (DIN: 01505726), who retires by rotation and being eligible, offers herself for re-appointment.
4. To appoint a Director in place of Mr. P.S. Patwari (DIN: 00363356), who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

5. **To ratify remuneration of Cost Auditor for the financial year ending 31st March, 2026.**

To consider and, if thought fit, to pass the following Resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013, read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the shareholders of the Company do hereby ratify the remuneration of

₹1,65,000/- (Rupees One Lakh Sixty Five Thousand Only) plus applicable taxes and reimbursement of out-of-pocket expenses incurred in connection with the cost audit for the financial year 2025-26 to M/s. V.K. Jain & Co, Cost Accountants (Firm's Registration No: 00049), who were appointed as Cost Auditor, to conduct audit of the cost records maintained by the Company for the financial year ending 31st March, 2026, by the Board of Directors of the Company at its meeting held on 20th May, 2025."

6. **To approve the appointment of M/s. MKB & Associates, Kolkata, Practicing Company Secretaries (FRN:P2010WB042700) as Secretarial Auditor of the Company.**

To consider and, if thought fit, to pass the following Resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 204 of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 [including any statutory modification(s) or re-enactment(s) thereof for the time being in force] M/s. MKB & Associates, Kolkata, Practicing Company Secretaries (FRN: P2010WB042700), be and are hereby appointed as Secretarial Auditor of the Company to conduct secretarial audit for a term of 5(five) consecutive years commencing from financial year 2025-26 till financial year 2029-30 at such remuneration plus applicable taxes and other out-of-pocket expenses as mentioned in the explanatory statement and as may be mutually agreed upon between the Board of Directors of the Company and the Secretarial Auditor.

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof) be and are hereby authorized to modify or amend the terms of appointment including remuneration, from time to time, as

may be mutually agreed with the Secretarial Auditor during the tenure of their appointment.”

7. **To approve the payment of remuneration to Mr. Pitamber Sharan Patwari (DIN:00363356) as Non-Executive Non-Independent Director of the Company for the financial year 2025-26 under Regulation 17(6)(ca) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

To consider and, if thought fit, to pass the following Resolution as a **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of Regulation 17(6)(ca) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof, for the time being in force], the consent of the members of the company be and is hereby accorded for the continuation of payment of remuneration to Mr. Pitamber Sharan Patwari (DIN:00363356) as Non-Executive Non-Independent Director of the Company for the financial year 2025-26, as approved by the members of the Company by passing a

Special Resolution through Postal Ballot, results whereof were declared on 15th April, 2023, being an amount exceeding fifty percent of the total annual remuneration payable to all the Non-Executive Directors of the Company for the financial year 2025-26.

RESOLVED FURTHER THAT approval of the members of the Company be and is hereby accorded to the Board of Directors of the Company (including any Committee thereof) to do all such acts, deeds, matters and things and to take all such steps as may be required in this connection including seeking all necessary approvals to give effect to this Resolution and to settle any questions, difficulties or doubts that may arise in this regard.”

**By order of the Board of Directors
For Emami Paper Mills Limited**

Debendra Banthiya
Company Secretary
M.No.: FCS 7790

Kolkata
20th May, 2025

NOTES:

1. The Ministry of Corporate Affairs (MCA), vide its General Circular No. 14/2020, 17/2020, 20/2020, 02/2021, 19/2021, 2/2022, 10/2022, 9/2023 and 09/2024 dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 8, 2021, May 5, 2022, December 28, 2022, September 25, 2023, September 19, 2024 respectively, (“MCA Circulars”) and Securities and Exchange Board of India (“SEBI”) also vide its Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, Circular No. SEBI/HO/CFD/CMD2/ CIR/P/2022/62 dated May 13, 2022, Circular No. SEBI/ HO/CFD/PoD-2/P/ CIR/2023/4 dated January 5, 2023, Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023 and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/ CIR/2024/133 dated October 3, 2024 (“SEBI Circulars”) has permitted the companies to conduct the Annual General Meeting through Video Conferencing facility/ Other Audio Visual Means (“VC/OAVM”). In compliance with the provision of the Companies Act, 2013 (“the Act”), the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) and MCA and SEBI Circulars, the 43rd AGM of the Company is being held through VC/OAVM. The Registered Office of the Company shall be deemed to be the venue for the AGM.
2. The words, “Members” and “Shareholders” are used interchangeably.

3. **PURSUANT TO THE PROVISIONS OF THE ACT, A MEMBER ENTITLED TO ATTEND AND VOTE AT THE AGM IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON ITS BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. SINCE THIS AGM IS BEING HELD PURSUANT TO THE MCA CIRCULARS READ WITH APPLICABLE SEBI CIRCULARS, THROUGH VC/OAVM, PHYSICAL ATTENDANCE OF MEMBERS HAS BEEN DISPENSED WITH. ACCORDINGLY, THE FACILITY FOR APPOINTMENT OF PROXIES BY THE MEMBERS WILL NOT BE AVAILABLE FOR THIS AGM AND HENCE THE PROXY FORM, ATTENDANCE SLIP AND ROUTE MAP OF AGM ARE NOT ANNEXED TO THIS NOTICE.**

However, pursuant to Section 113 of the Act, the Institutional/Corporate Members are entitled to appoint an authorized representative to attend the AGM through VC/OAVM and to cast their votes through e-voting. In this regard, they are requested to send a scanned copy of the Board Resolution/Authority letter authorizing their representative to attend the AGM through VC /OAVM on its behalf and to vote through e-voting. The said Resolution/ Authorization should be sent to the Scrutinizer by email through the registered email address of the member to raj@manojbanthia.com, the Scrutinizer, along with a copy marked to investor.relations@emamipaper.com.

4. Statement pursuant to Section 102 of the Companies Act, 2013 (“Act”) read with Rules made thereunder relating to

the business to be transacted at the meeting under Items No. 5, 6 & 7 is annexed as **Annexure I** to this Notice. The relevant details as required under Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard on General Meetings (SS-2) issued by The Institute of Company Secretaries of India ("ICSI") in respect of Director seeking re-appointment at the AGM forms part of this Notice and is also annexed as **Annexure II**.

5. **Voting through electronic means:** Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Regulation 44 of SEBI Listing Regulations, Secretarial Standard on General Meetings (SS-2) issued by ICSI, and read with the MCA and SEBI Circulars, the Company is providing the facility of remote e-voting/e-voting to its Members in respect of the business to be transacted at the AGM.

For this purpose, the Company has appointed Central Depository Services (India) Limited ("CDSL") for facilitating voting through electronic means, as the authorized e-voting agency. The facility of casting votes by a Member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL. The Company has engaged the services of CDSL also for the purpose of holding the 43rd AGM of the Company through VC/OAVM.

The Board at its Meeting held on 20th May, 2025 have appointed Shri Raj Kumar Banthia (ACS- 17190/CP-18428), Partner of M/s MKB & Associates, Company Secretaries in Practice, Kolkata as the Scrutinizer for conducting the e-voting process in a fair and transparent manner at the 43rd AGM.

6. Members who have questions or seeking clarifications on the Annual Report or on the proposals as contained in this Notice are requested to send an e-mail to the Company at investor.relations@emamipaper.com on or before 05:00 p.m. on Wednesday, 27th August, 2025. This would enable the Company to compile the information and provide the replies at the meeting. The Company will allot time for members to express their views or give comments during the meeting.

The members who wish to speak at the meeting need to register themselves as speaker by sending an e-mail from their registered e-mail ID mentioning their name, DP ID and Client ID/Folio number and mobile number, on e-mail id investor.relations@emamipaper.com on or before 05:00 p.m. on Wednesday, 27th August, 2025. Depending on the availability of time, the Company reserves the right to restrict the number of speakers at the meeting.

7. The Shareholders can join the AGM in the VC/OAVM mode 30 minutes before the scheduled time of the commencement of the Meeting by following the procedure mentioned in the

Notice. The facility to join the meeting shall be kept open throughout the proceedings of AGM for the convenience of the Shareholders and for proper conduct of the AGM. The facility of participation at the AGM through VC/OAVM will be made available to at least 1,000 Shareholders on a first-come-first-served basis. This will not include large Shareholders i.e. Shareholders holding 2% or more shareholding, Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors, etc. who are allowed to attend the AGM without restriction on account of first-come-first-served basis.

8. The attendance of the Shareholders attending the AGM through VC/OAVM will be counted to ascertain the quorum under Section 103 of the Companies Act, 2013.

9. **Dispatch of Annual Report through Electronic Mode:** In compliance with the MCA and SEBI Circulars, Notice of the AGM along with the Annual Report for FY 2024-25 are being sent only through electronic mode to those Members whose e-mail addresses are registered with the Depository Participants/RTA, unless any member has requested for a physical copy of the same. Members may note that the Notice and Annual Report for FY 2024-25 will also be available on the Company's website at www.emamipaper.com websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com, respectively. The AGM Notice is also disseminated on the website of CDSL (the agency for providing the Remote e-voting facility and e-voting system during the AGM) i.e. at www.evotingindia.com. A letter providing a web-link and QR code for accessing the Annual Report will be sent to those Members who have not registered their Email IDs.

The transcript of the forthcoming AGM to be held on Wednesday, 3rd September, 2025 shall be made available on the website of the Company at www.emamipaper.com as soon as possible after the meeting is over.

10. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, Register of Contracts or Arrangements in which Directors are interested maintained under Section 189 of the Act, would be available electronically for inspection by the Members during the AGM. All relevant documents referred to in the Notice shall be made available for inspection electronically, from the date of circulation of this Notice, until the date of AGM, on receipt of a request by the Company at investor.relations@emamipaper.com.
11. The Register of Members and Share Transfer Book of the Company will remain closed from Thursday, 28th August, 2025 to Wednesday, 3rd September, 2025 (both days inclusive) for the purpose of AGM and ascertaining the eligibility of

Members eligible for entitlement of dividend, if approved at the Meeting.

12. Members are requested to submit their PAN, or intimate any changes pertaining to their bank details, mandates, nominations, power of attorney, change of address, change of name, e-mail address, contact numbers, specimen signature (as applicable), etc., to their respective Depository Participant ("DP") in case of holding securities in dematerialised form and for Members holding securities in physical form to the Company's Registrar and Share Transfer Agents through Form ISR-1, Form ISR-2 and Form ISR-3 (as applicable) available at the website of the Company at www.emamipaper.com and also on the website of the RTA at www.mdpl.in.
13. Payment of dividend as recommended by the Board of Directors, if approved at the meeting, will be made to those members whose names are on the Company's Register of Members at the close of business hours on Wednesday, 27th August, 2025 and those whose names appear as Beneficial Owners as at the close of the business hours on Wednesday, 27th August, 2025 as per the details to be furnished by the Depositories, viz. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) for this purpose and the same will be paid within the statutory limit of 30 days. The withholding tax rates would vary depending on the residential status of every shareholder and the eligible documents submitted by them and accepted by the Company/RTA. Members are hereby requested to refer to the separate communication made in this regard along with this notice and take necessary actions if required.
14. Pursuant to the amendments in the Income Tax Act, dividend income is taxable in the hands of the shareholders from 1st April 2020 and the Company is required to deduct tax at source ("TDS") from the dividend paid to the Members at the prescribed rates in the Income Tax Act, 1961 ("the IT Act"). In general, to enable compliance with TDS requirements, Members are requested to complete and/or update their Residential Status, PAN, Category as per the IT Act with their Depository Participants or in cases shares are held in physical form, with the Company by sending an email to the Company's e-mail address at investor.relations@emamipaper.com or the RTA at contact@mdplcorporate.com. The Shareholders are requested to refer to the Finance Act, 2020 and amendments thereof for prescribed rates for various categories of Shareholders.
15. As per the SEBI Master Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2024/37 dated May 7, 2024, and in continuation with SEBI Circulars dated June 10, 2024, and November 17, 2023, SEBI has mandated that, effective April 1, 2024, dividends for shareholders holding shares in physical form will be paid only through electronic mode.

To enable electronic dividend payments, shareholders holding shares in physical form are required to update their PAN, contact details (including postal address with PIN code and mobile number), bank account details, specimen signature, and other KYC information for their respective folios with the Company or its Registrar and Transfer Agent (RTA).

SEBI has also released detailed FAQs related to these requirements. These FAQs, along with the SEBI circulars, are available on the SEBI website.

The necessary forms for updating your details—Forms ISR-1, ISR-2, ISR-3, and SH-13—can be accessed at the website of the Company at www.emamipaper.com and also at the website of the RTA at www.mdpl.in

The shareholders holding shares in physical form are requested to submit the duly filled and signed forms along with the required supporting documents to the RTA at the earliest. They must also ensure that their PAN is linked to the AADHAAR.

Shareholders holding shares in dematerialised form must contact their respective Depository Participants (DPs) for updating their PAN, KYC, bank details, and nomination.

16. Members holding shares in physical mode may avail the facility of nomination in terms of Section 72 of the Act, by nominating any person to whom their shares in the Company shall vest on the occurrence of events stated in Form SH-13. Form SH-13 is to be submitted in duplicate to M/s. Maheshwari Datamatics Limited, RTA of the Company. The prescribed Form is available on the Company's website at <http://www.emamipaper.com> and on the website of the RTA at www.mdpl.in. If a Member wishes to opt out of an existing nomination or cancel a previously registered nomination and submit a new one, they may do so by submitting the appropriate application in Form ISR-3 or Form SH-14, as applicable. In the case of shares held in dematerialized form, the nomination has to be lodged with the respective Depository Participant.
17. SEBI has mandated that the Securities of Listed Companies can be transferred only in dematerialised form. In view of the same and to avail the various benefits of dematerialisation, which include transferability, easy liquidity, trading, and elimination of any possibility of a loss of documents. Members are advised to dematerialize the shares held by them in physical form, for ease in portfolio management.
18. In compliance with SEBI Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022, and SEBI Master Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2024/37 dated May 7, 2024, it has been mandated that all listed companies process service requests viz. Issue of duplicate securities certificate; renewal/exchange of securities certificate; endorsement; sub-division/

splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition in dematerialized (demat) form.

In accordance with the above, shareholders are kindly requested to submit their service requests by completing and signing Form ISR-4 which is available on the website of the Company at www.emamipaper.com and also available on the website of the RTA at www.mdpl.in.

The members are requested to take note that the processing of any service request will only be undertaken for folios that are in full compliance with KYC (Know Your Customer) requirements.

19. Members holding shares in the same name or in the same order of names but in several folios are requested to consolidate them into one folio. They are requested to send to the RTA, the details of such folios together with the share certificates along with the requisite KYC documents for consolidating their holdings in one folio. Requests for consolidation of share certificates shall only be processed in dematerialized form.

20. SEBI vide its Master Circular No. SEBI/HO/OIAE/OIAE_IAD-3/P/CIR/2023/195 dated December 28, 2023 has specified that a shareholder shall first take up any grievance with the listed entity by lodging a complaint directly with the concerned listed entity and if the grievance is not redressed satisfactorily, the shareholder may in accordance with the SCORES guidelines, escalate the same through the SCORES Portal in accordance with the process laid out therein. Only after exhausting all available options for resolution of the grievance, if the shareholder is not satisfied with the outcome, he/she/they can initiate dispute resolution through the Online Dispute Resolution ("ODR") Portal. Shareholders are requested to take note of the same.

The aforesaid SEBI Circular can be viewed on the following link https://www.sebi.gov.in/legal/master-circulars/dec-2023/master-circular-for-online-resolution-of-disputes-in-the-indian-securities-market_80236.html

21. Non-Resident Indian Shareholders are requested to inform the RTA of the Company immediately regarding:
 - (a) Change in their residential status on return to India for permanent settlement.
 - (b) Particulars of their bank account, maintained in India with complete name, branch, account type, account number and address of the bank with a pin code number, if not furnished earlier.
22. The Shareholders as on the cut-off date viz. Wednesday, 27th August, 2025 shall only be eligible to vote on the resolutions mentioned in the Notice of the AGM.
23. The Shareholders shall have one vote per equity share held by them. The facility of voting would be provided once

for every folio/client id, irrespective of a number of joint holders. In case of joint holders, the Members whose name appears as the first holder in the order of names, as per the Register of Members of the Company will be entitled to vote electronically at the AGM.

24. Any person, who acquires shares of the Company and becomes a member of the Company after dispatching of the Notice of the 43rd Annual General Meeting and holding shares as on the cut-off date i.e. Wednesday, 27th August, 2025 may obtain the Login ID and password by sending a request at helpdesk.evoting@cdslindia.com. However, if a person is already registered with CDSL for e-voting then existing User ID and password can be used for casting vote.
25. The Company's Statutory Auditors, M/s. S K Agrawal and Co Chartered Accountants LLP, Chartered Accountants, (Firm Registration No. 306033E/E300272), were appointed as the Statutory Auditors of the Company for a period of 5 years at the 40th Annual General Meeting held on August, 19, 2022 i.e. upto the conclusion of the 45th Annual General Meeting to be held in the calendar year 2027 on the remuneration to be determined by the Board of Directors
26. In order to provide protection against fraudulent encashment of dividend warrants, the Shareholders, holding shares in physical form are requested to provide, if not already provided, their bank account number, name and address of the Bank and Branch to the RTA of the Company.
27. Shareholders are requested to immediately notify the Company their change of Address, Mandate Bank Particulars, etc. to ensure prompt action. Shareholders are requested to clearly mention their Registered Folio Number in every correspondence with the Company. In case the shares are held in dematerialized form, the abovementioned intimation is to be forwarded to the respective depository participants.
28. Those Shareholders who have not encashed their dividend warrants for the Financial years 2017-18 and onwards may return the time-barred dividend warrants to the Company's Share Transfer Agents, M/s Maheshwari Datamatics Pvt. Ltd., 23 R. N. Mukherjee Road, 5th Floor, Kolkata-700 001 for the issue of duplicate dividend warrants.
29. In terms of Section 124(5) of the Act, dividend amount for the FY 2017-18 which remaining unclaimed for a period of 7 (seven) years shall become due for transfer on 15th September, 2025 to the Investor Education and Protection Fund ("IEPF") established by the Central Government. Further, in terms of Section 124(6) of the Act, in case of Shareholders whose dividends are unpaid for a continuous period of 7 (seven) years, the corresponding shares shall be transferred to the IEPF's demat account. Members who have not claimed dividends from FY 2018

onwards are requested to approach the Company/RTA for claiming the same at the earliest to avoid transfer of relevant shares to IEPF's demat account. The Company has uploaded the details of unpaid and unclaimed amounts lying with the Company as on 31st March, 2025 on the website of the Company i.e. www.emamipaper.com

30. Unclaimed/Uncashed dividend upto the years ended 31st March, 2017 have already been transferred to the IEPF. The Statement containing the details of Name, Folio No. and Number of Shares transferred to IEPF Suspense Account is available on company's website. Shareholders can claim the transferred shares along with dividends from the IEPF Authority in Form IEPF 5 (available on iepf.gov.in) as per the procedure prescribed in the IEPF Rules.
31. The Scrutinizer will submit his final and consolidated report to the Chairman of the Company within two working days after the conclusion of the Annual General Meeting. The Scrutinizer's decision on the validity of all kinds of voting will be final.
32. The results of the remote e-voting/e-voting at Annual General Meeting shall be declared by the Chairman or his authorized representative or any one Director of the Company after the Annual General Meeting within the prescribed time limits. The results along with the Scrutinizers Report shall be placed on the website of the Company i.e. www.emamipaper.com and on the website of CDSL i.e. www.evotingindia.com immediately after the declaration of results. The Results will also be forwarded to the Stock Exchanges where the shares of the Company are listed i.e. NSE & BSE respectively.

THE 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 remote e-voting period begins on Sunday, 31st August, 2025 at 09:00 a.m. (IST) and ends on Tuesday, 2nd September, 2025 at 05:00 p.m. (IST).** 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 Wednesday, 27th August, 2025 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) 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.

- (iv) 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 abovesaid 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	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 the e-voting page without any further authentication. The users to login to Easi / Easiest are requested to visit CDSL's website www.cdslindia.com and click on login icon & New System Myeasi Tab. 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 the 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 or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-voting Service Providers, so that the user can visit the e-voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 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. 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.
Individual Shareholders holding securities in demat mode with NSDL Depository	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.nsdl.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. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS" Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 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 or joining virtual meeting & voting during the meeting.

Type of shareholders	Login Method
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	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.

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

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.: 022-4886 7000 and 022-2499 7000

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) 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	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) 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)	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. 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 as mentioned in instruction (v).

- (ii) After entering these details appropriately, click on "SUBMIT" tab.
 - (iii) 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.
 - (iv) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
 - (v) Click on the EVSN for the relevant **Emami Paper Mills Limited** on which you choose to vote.
 - (vi) 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.
 - (vii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
 - (viii) 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.
 - (ix) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
 - (x) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
 - (xi) 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.
 - (xii) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
 - (xiii) **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 should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote. The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
 - 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, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.
- If you have any queries or issues regarding attending AGM & 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 Mr 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 toll free no. 1800 22 55 33.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM & E-VOTING DURING THE MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for Remote e-voting.

3. Shareholders who have voted through Remote e-voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
4. Member will be provided with a facility to attend the AGM through VC/OAVM or view the live webcast of AGM through the CDSL e-voting system. Members may access the same at <https://www.evotingindia.com> under shareholders'/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholders'/members login where the EVSN of Company will be displayed.
5. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
6. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
7. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system available during the AGM.
10. If any votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

By order of the Board of Directors
For **Emami Paper Mills Limited**

Debendra Banthiya
Company Secretary
M.No.: FCS 7790

Kolkata
20th May, 2025

Annexure-I to the Notice of Annual General Meeting

Statement Pursuant to Section 102 of the Companies Act, 2013 (“The Act”)

ITEM NO. 5

Upon the recommendation of the Audit Committee, the Board of Directors in its meeting held on 20th May, 2025 has appointed M/s V.K.Jain & Co., Cost Accountants (Firm's Registration number: 00049) as Cost Auditors for conducting audit of the cost records of the Company as applicable to the Company for the financial year 2025-26 at a remuneration of ₹1,65,000/- (Rupees One Lakh Sixty Five Thousand Only) plus taxes as applicable and reimbursement of out-of-pocket expenses (at actuals).

In accordance with the provisions of Section 148 of the Companies Act, 2013 and rules made thereunder, the remuneration to be paid to the Cost Auditors has to be ratified by the shareholders of the Company.

Accordingly, ratification by the shareholders is sought for the remuneration to be paid to the Cost Auditors for the financial year ending 31st March, 2026 by passing an Ordinary Resolution as set out at **Item No.5** of the Notice.

None of the Directors or Key Managerial Personnel of the Company or their relatives are in any way, concerned or interested, financially or otherwise in this Resolution.

The Board of Directors recommends the **Ordinary Resolution** as set out at **Item No. 5** of the Notice for ratification by the shareholders.

ITEM NO. 6

Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) and other applicable provisions of the Companies Act, 2013 (“Act”), as amended, the Company is required to appoint Secretarial Auditor for a period of 5(five) consecutive years commencing financial year 2025-26, to conduct the Secretarial Audit of the Company in terms of Section 204 and other applicable provisions of the Act read with Regulation 24A and other applicable regulations of the SEBI Listing Regulations. The said appointment of the Secretarial Auditor shall be approved by the shareholders of the company at the AGM.

In accordance with the above requirement, the Board of Directors at its meeting held on 20th May, 2025, based on the recommendation of the Audit Committee, has approved the appointment of M/s. MKB & Associates, Practicing Company Secretaries (FRN: P2010WB042700) as Secretarial Auditor, to conduct a secretarial audit of the Company pursuant to the Companies Act, 2013 (the “Act”) read with the Companies

(Appointment and Remuneration of Managerial Personnel) Rules 2014 and Regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), for a term of 5(five) consecutive years commencing from the financial year 2025-26 till financial year 2029-30. The said appointment is subject to the approval of the shareholders at the ensuing Annual General Meeting of the company.

M/s MKB & Associates, Company Secretaries, is one of the reputed and leading Practicing Company Secretaries firm based out of Kolkata. As per SimplyFive's Third Secretarial Auditor Report, 2017 M/s MKB & Associates is rated as the top Secretarial Audit firm of Eastern Region.

The firm currently has three partners and several associates, and is spearheaded by Mr. Manoj Kumar Banthia, the Managing Partner. He has the experience of practicing in the field of Corporate Laws, SEBI Regulations and allied laws for over 27 years.

M/s MKB & Associates, Practicing Company Secretaries, have provided their written consent for appointment as Secretarial Auditor and have also confirmed that they are a Peer Reviewed Firm by The Institute of Company Secretaries of India. M/s MKB & Associates has confirmed that they are not disqualified and are eligible to be appointed as Secretarial Auditor in terms of the Act and the SEBI Listing Regulations. The proposed fees to be paid to M/s MKB & Associates for conduct of such audit for financial year 2025-26 shall be ₹65,000/- (Rupees Sixty Five Thousand Only) plus applicable taxes and reimbursement of out-of-pocket expenses (at actuals). The Audit Committee and the Board of Directors will be at liberty to alter, vary and revise the remuneration of the Secretarial Auditor for the subsequent year(s) of their term. In addition to the Secretarial Audit, M/s MKB & Associates, shall provide such other services in the nature of certifications and other professional work, as approved by the Board of Directors. The fees for said additional assignments will be determined by the Board of Directors, as recommended by the Audit Committee in consultation with the Secretarial Auditor.

None of the Directors or Key Managerial Personnel of the Company or their relatives are in any way, concerned or interested, financially or otherwise in this Resolution.

The Board recommends the **Ordinary Resolution** as set out at **Item No. 6** of the Notice for approval by the shareholders.

ITEM NO. 7

The shareholders of the Company by passing Special Resolution through Postal Ballot had approved payment of remuneration to Mr. Pitamber Sharan Patwari, Non-executive Non-independent Director details whereof is mentioned below for period of 3 years with effect from 1st April, 2023 to 31st March, 2026. The said special resolution was approved by the shareholders with 94.9 % of votes cast in favour of the resolution. The deemed date of passing the Special Resolution was the last date of e-voting i.e. 15th April, 2023.

- Remuneration: ₹1,00,00,000 (Rupees One crore only) per annum w.e.f. 1st April 2023, by way of monthly payment. He will not be entitled to sitting fees for attending the meeting of the Board and its Committees. Any revision in remuneration will be made after being approved by the Board of Directors on the recommendation of Nomination and Remuneration Committee which shall be subject to the monetary revision of 15% per annum of the last yearly remuneration received.
- Reimbursements & Other Benefits: Reimbursement of expenses actually and properly incurred in the course of the Company's business including travel, use of the Company's car, and such other benefits as per the Company's policy.

In terms of Regulation 17(6)(ca) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended by SEBI(LODR) (Amendment) Regulations, 2018, effective from 1st April, 2019, approval of shareholders by way of special resolution is required to be obtained every year in which the annual remuneration payable to a single Non-Executive Director

exceeds fifty percent of the total annual remuneration paid / payable to all Non-Executive Directors.

As the remuneration payable to Mr. Patwari in the financial year 2025-26 is likely to exceed fifty percent of the total remuneration payable to Non-executive Directors of the Company, consent of the shareholders is sought for passing a Special Resolution as set out at **Item No. 7** of the Notice.

In order to comply with requirement under Regulation 17(6)(ca) of SEBI LODR, approval of the shareholders is being sought by way of a special resolution, as set out in Item No.7 of this Notice.

Mr. Patwari is interested in the resolution set out at Item No. 7 of the Notice with regard to payment of his remuneration. Relatives of Mr. Patwari may be deemed to be interested in the resolution to the extent of their shareholding interest, if any, in the company.

Save and except the above none of the other Directors, Key Managerial Personnel of the Company or their relatives are in any way concerned or interested, financially or otherwise, in the resolution set out at **Item No. 7** of the Notice.

The Board of Directors recommends the **Special Resolution** as set out at **Item No.7** of this Notice for your approval.

By order of the Board of Directors
For **Emami Paper Mills Limited**

Debendra Banthiya
Company Secretary
M.No.: FCS 7790

Kolkata
20th May, 2025

Annexure II to the Notice of Annual General Meeting

[Details of Directors pursuant to Regulation 36(3) of Securities and Exchange Board of India
(Listing Obligations and Disclosure Requirements Regulations, 2015 and Secretarial Standard 2(SS-2))]

ITEM NO. 3 & 4

Name of the Director	Mrs. Richa Agarwal	Mr. Pitamber Sharan Patwari
Director Identification Number (DIN)	01505726	00363356
Date of Birth	9 th November, 1977	16 th March, 1955
Nationality	Indian	Indian
Age (in years)	48 years	70 years
Date of first appointment on the Board	27 th January, 2015	28 th November, 1994
Present appointment in the capacity of	Non- Executive Non-Independent Director	Non-Executive Non-Independent Director
Qualifications	B.Com	B.Com; F.C.A.
Expertise in specific functional area/brief resume, skillsets	Extensive expertise in the areas of social welfare, Corporate Social Responsibilities (CSR) Initiatives, Women Empowerment and overall business management.	A Chartered Accountant having extensive experience of 45 years in the areas of Finance, Accounting, Corporate Planning, Business Development, Strategy Formulations and overall management.
Terms and Conditions of Appointment/ Re-appointment	Re-appointment as Non-executive Director, liable to retire by rotation.	Re-appointment as Non-executive Director, liable to retire by rotation.
Remuneration last drawn (including sitting fees, if any)	Sitting Fees for attending Board and Committee meetings - ₹1,20,000/- during the financial year 2024-25.	He was paid remuneration of ₹1,00,00,000 plus Reimbursements & Other Benefits: during the financial year for 2024-25 pursuant to the Special Resolution passed by the shareholders through Postal Ballot on 15 th April, 2023.
Remuneration proposed to be paid	She will be paid sitting fees for attending Board and Committee meetings.	He will be paid remuneration of ₹1,00,00,000 plus Reimbursements & Other Benefits. The details are given in the Statement (Item No. 7) annexed hereto. Pursuant to the Special Resolution passed by the shareholders through Postal Ballot on 15 th April, 2023.
Relationship with other directors/Key Managerial Personnel	Spouse of Mr. Aditya V Agarwal, Executive Chairman of the Company	None
Number of Meetings of the Board attended during the year i.e. FY 2024-25	2 out of 4	4 out of 4.
Directorships in other listed companies (excluding foreign companies and Section 8 companies) as on 31 st March, 2025	None	None
Chairmanship/Membership in Audit and Stakeholders Relationship Committees in other listed companies as on 31 st March, 2025	None	None
Listed entities from which resigned in past three years	None	None
Number of Equity shares held in the Company as on 31 st March, 2025	1,500	Nil



Emami* PAPER MILLS LIMITED

CIN: L21019WB1981PLC034161

Registered Office: 687, Anandapur, 1st Floor, EM Bypass, Kolkata – 700107, West Bengal

Phone No.: 91 33 6613-6264, **Website:** www.emamipaper.com, **E-mail:** investor.relations@emamipaper.com

Communication on Tax Deducted at Source (TDS) on Dividend Payout

Dear Shareholder(s),

We are pleased to inform you that the Board of Directors of **Emami Paper Mills Limited** at its meeting held on 20th May, 2025 has recommended dividend of ₹1.60 per equity share (@80%) of face value of ₹2/- each for the financial year ended 31st March 2025.

The said final dividend shall be payable to the equity shareholders post approval at the ensuing Annual General Meeting of the Company scheduled to be held on **Wednesday, 3rd September, 2025** and the same will be paid within the statutory limit of 30 days.

Payment of dividend as recommended by the Board of Directors, if approved at the meeting, will be made to those members whose names are on the Company's Register of Members at the close of business hours on Wednesday, 27th August, 2025 and those whose names appear as Beneficial Owners as at the close of the business hours on Wednesday, 27th August, 2025 as per the details to be furnished by the Depositories, viz. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) for this purpose.

The Register of Members and Share Transfer Book of the Company will remain closed from Thursday, 28th August, 2025 to Wednesday, 3rd September, 2025 (both days inclusive) for AGM and payment of dividend, if approved at the Meeting.

Pursuant to the General Circular No. 20/2020 dated 5th May 2020 issued by Ministry of Corporate Affairs, the dividend will be paid electronically in the Members bank accounts. The Members holding shares in demat form are advised to keep the bank details updated with their depository participants. Shareholders holding shares in physical mode and who have not updated their bank accounts details are requested to update bank details with the Company's Registrar and Share

Transfer Agents ("RTA") – M/s Maheshwari Datamatics Pvt Ltd at contact@mdplcorporate.com

In accordance with the provisions of the Income Tax Act, 1961 (the Act) as amended by and read with the provisions of the Finance Act, 2020, with effect from 1st April 2020, dividend declared and paid by the Company is taxable in the hands of its members and the Company is required to deduct tax at source (TDS) from dividend paid to the members at the applicable rates.

In view of the above, in the current financial year 2025-26, the Company shall be deducting TDS as per applicable provisions and TDS rates, while paying dividends. TDS rate may vary depending on the residential status of the shareholder and the documents submitted to and accepted by the Company under the provisions of the Act.

This communication provides a brief on the applicable Tax Deduction at Source (TDS) provisions under the Act for Resident and Non-Resident shareholder categories.

Resident Shareholders:

1. No TDS shall be deducted in case of Resident Individual Shareholders, if the amount of Dividend in aggregate paid or likely to be paid during the Financial Year does not exceed ₹10,000/-.
2. In case where Permanent Account number (PAN) of the resident individual is available and is valid, then:
 - a) TDS shall be deducted at the rate of 10% on the amount of Dividend payable;
 - b) No TDS shall be deducted if the resident individual shareholder provides declaration in either Form 15G/15H as applicable and provided that the eligibility conditions are met.

3. Exemption certificate is issued by the Income-tax Department, if any.
4. The following resident non-individual shareholders are requested to provide a self-declaration so to enable the Company to comply with relevant provisions of the Act:
 - a) Insurance Companies - Self declaration that it qualifies as 'Insurer' as per section 2(7A) of the Insurance Act, 1938 and has full beneficial interest with respect to the ordinary shares owned by it along with self-attested copy of PAN card and certificate of registration with Insurance Regulatory and Development Authority (IRDA) / Life Insurance Corporation of India / General Insurance Corporation of India.
 - b) Mutual Funds – Self-declaration that it is registered with SEBI and is notified under Section 10 (23D) of the Act along with self-attested copy of PAN card and certificate of registration with SEBI.
 - c) Alternative Investment Fund (AIF) established in India – Self-declaration that its income is exempt under Section 10 (23FBA) of the Act, and they are registered with SEBI as Category I or Category II AIF along with self-attested copy of the PAN card and certificate of AIF registration with SEBI.
 - d) New Pension System (NPS) Trust – Self-declaration that it qualifies as NPS trust and income is eligible for exemption under section 10(44) of the Act and being regulated by the provisions of the Indian Trusts Act, 1882 along with self-attested copy of the PAN card.
 - e) Other Non-Individual shareholders – Self-attested copy of documentary evidence supporting the exemption along with self-attested copy of PAN card.
- 5) In case, shareholders (both individuals or non-individuals) provide certificate under Section 197 of the Act, for lower / NIL withholding of taxes, rate specified in the said certificate shall be considered, on submission of self-attested copy to the Company.

Non- Resident Shareholders:

1. TDS will be deducted/withheld at a range of 20% (Plus applicable surcharge and Health and Education cess) on amount of dividend payable. In case, non-resident shareholders provide a certificate issued under Section 197/195 of the Act, for lower/ Nil withholding of taxes, rate specified in the said certificate shall be considered, on submission of self-attested copy of the same.
 2. Non-Resident Shareholders may have an option to be governed by the provision of Double Taxation Avoidance Agreement (DTAA) between India and the country of tax residence of the shareholder, if such provisions are beneficial to them. To avail the DTAA benefits a shareholder have to submit the following documents:
 - a) Self-attested copy of PAN if allotted by Indian Income Tax Department
 - b) Self-attested copy of Tax Residency Certificate (TRC) (financial year April 1, 2025 to March 31, 2026) obtained from the tax authorities of the country of which the shareholder is a resident.
 - c) Shareholders who have PAN and propose to claim treaty benefit need to mandatorily file the Form 10F online at the link <https://eportal.incometax.gov.in/> to avail the benefit of DTAA (for the financial year April 1, 2025 to March 31, 2026)
 - d) Self-declaration by shareholder of meeting treaty eligibility requirement and satisfying beneficial ownership requirement for the financial year April 1, 2025 to March 31, 2026.
 - e) In case of Foreign Institutional Investors and Foreign Portfolio Investors, copy of SEBI registration certificate
 - f) In case of shareholder being tax resident of Singapore, please furnish the letter issued by the competent authority or any other evidence demonstrating the non-applicability of Article 24 - Limitation of Relief under India-Singapore Double Taxation Avoidance Agreement.
- Application of beneficial DTAA rate shall depend upon the completeness and satisfactory review by the Company of the documents submitted the non-residential shareholders and meeting the requirement of the Act read with applicable DTAA. In the absence of the same, the Company will not be obligated to apply the beneficial DTAA rate at the time of the tax deduction on dividend.
- In addition to the above, please note the following:
- In case you hold shares under multiple accounts under different status/category but under the same PAN, then the highest rate of tax as applicable to the status in which shares held under the said PAN will be considered on entire holding in different accounts.
 - As per Section 139AA of the Income Tax Act, every person who has been allotted a PAN and who is eligible to obtain Aadhaar, shall be required to link the PAN with Aadhaar. In case of failure to comply to this, the PAN allotted shall be deemed to be invalid/inoperative and tax shall be deducted at the rate of 20% as per the provisions of section 206AA of the Act. Shareholders may visit <https://www.incometax.gov.in/iec/foportal/> for FAQs issued by Government on PAN Aadhar linking.
 - In terms of Rule 37BA of the Income Tax Rules 1962, if dividend income on which tax has been deducted at source

is assessable in the hands of a person other than the deductee, then such deductee should file declaration with Company in the manner prescribed in the Rules.

Only scanned copies of the aforementioned documents will be accepted by the Company. The documents (duly completed and signed) are required to be submitted to RTA at contact@mdplcorporate.com on or before Monday, 18th August, 2025 in order to enable the Company to determine and deduct appropriate TDS/ withholding tax. In order to have central control on the process, the documents shall not be accepted through any other mode of communication / on any other email ID.

Shareholders may note that in case the tax on said Dividend is deducted at a higher rate in absence of receipt, or insufficiency of the aforementioned details / documents from them, an option is available to them to file the return of income as per the Act and claim an appropriate refund, if eligible.

The tax credit can also be viewed in Form 26AS by logging in with your credentials (with valid PAN) at TRACES <https://www.tdscpc.gov.in/app/login.xhtml> or the e-filing website of the Income Tax department of India <https://www.incometax.gov.in/iec/foportal>

In the event of any income tax demand (including interest, penalty, etc.) on the Company arising due to any declaration, misrepresentation, inaccurate or omission of any information provided by the shareholder, such shareholder will be responsible to indemnify the Company and, provide the Company with all information / documents and co-operation in any appellate proceedings.

SEBI has mandated that with effect from 1st April, 2024, all those folios, where under securities are held in physical mode and which do not have PAN, email address, mobile number, bank account details and updated specimen signature(s), shall be eligible for dividend only through electronic mode. Accordingly,

all holders of Equity Shares of the Company in physical mode are requested to furnish said details by sending duly completed ISR1, ISR2, and nomination form together with the attested signature of holders along with a cancelled cheque leaf, either to the Company or to its RTA at their address given below.

In case the name of physical shareholder(s) is not printed on the cheque leaf, an attested copy of the passbook/bank statement showing their names, account number, and IFSC Code be furnished. It is in the interest of the physical shareholders that the aforesaid is complied with at the earliest. Shareholders holding Shares in Demat mode are requested to ensure that their Bank Account Details, Tax Residential Status, Permanent Account Number (PAN), registered email address, mobile number, and other details are updated in their respective demat accounts, to enable the Company to make timely credit of dividend in their Bank Accounts.

This Communication is not exhaustive and does not purport to be a complete analysis or listing of all potential tax consequences in the matter of dividend payment nor this to be treated as an advice on behalf of the Company or the RTA. Shareholders should consult their tax advisors for requisite action to be taken by them.

For any further queries on the matter, request you to please communicate with the RTA at 23, R N Mukherjee Road, 5th Floor, Kolkata - 700 001. Phone : 033 22435029 / 22482248 Email : contact@mdplcorporate.com

Thanking You,
Yours' faithfully,
For **Emami Paper Mills Limited.**

Debendra Banthiya
Company Secretary
M.No. – F 7790