

General information about company

Scrip code	533208
NSE Symbol	
MSEI Symbol	
ISIN	INE830C01026
Name of the entity	EMAMI PAPER MILLS LIMITED
Date of start of financial year	01-04-2018
Date of end of financial year	31-03-2019
Reporting Quarter	Yearly
Date of Report	31-03-2019
Risk management committee	Not Applicable

Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory												Textual Information(1)			
Wether the listed entity has a Regular Chairperson												Yes			
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
1	Mr	A V AGARWAL	ADAPA0465A	00149717	Executive Director	Chairperson		08-11-2018			2	0	0		
2	Mr	MANISH GOENKA	ADXPG3598B	00363093	Non-Executive - Non Independent Director	Not Applicable		14-05-2018			1	2	0		
3	Mr	P S PATWARI	AFPPP9517B	00363356	Executive Director	Not Applicable	CEO	01-04-2017			1	1	0		
4	Mr	J GODBOLE	ACHPG9889N	00056830	Non-Executive - Independent Director	Not Applicable		11-08-2014		55	7	4	6		

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
5	Mr	S BALASUBRAMANIAN	AADPB8034A	02849971	Non-Executive - Independent Director	Not Applicable		11-08-2014		55	6	1	7		
6	Mr	H M MARDIA	AEWPM7400E	00855466	Non-Executive - Independent Director	Not Applicable		11-08-2014		55	2	1	2		
7	Mr	J K KHETAWAT	AFCPK5718G	00920819	Non-Executive - Independent Director	Not Applicable		11-08-2014		55	2	0	0		
8	Mrs	RICHA AGARWAL	AABPG0814F	01505726	Non-Executive - Non Independent Director	Not Applicable		11-08-2014			1	0	0		

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
9	Mr	SHYAMALENDU CHATTERJEE	AAIPC6471F	00048249	Non-Executive - Independent Director	Not Applicable		07-01-2019		3	2	1	2		

Text Block

Textual Information(1)

Note: DURING THE FOURTH QUARTER ENDED 31ST MARCH, 2019, THERE WERE TWO CHANGES IN THE COMPOSITION OF THE BOARD OF DIRECTORS OF THE COMPANY VIZ,

1. SHRI SHYAMALENDU CHATTERJEE WAS APPOINTED AS AN ADDITIONAL DIRECTOR(INDEPENDENT & NON-EXECUTIVE) OF THE COMPANY BY THE BOARD OF DIRECTORS THROUGH RESOLUTION BY CIRCULATION ON 07TH JANUARY 2019 WITH EFFECT FROM 07TH JANUARY 2019 TO HOLD OFFICE UPTO THE DATE OF NEXT ANNUAL GENERAL MEETING OF THE COMPANY

2. SHRI ASHISH DE, WHOLE TIME DIRECTOR OF THE COMPANY RESIGNED WITH EFFECT FROM 1ST MARCH 2019 THROUGH HIS LETTER DATED 28TH FEBRUARY 2019. HIS RESIGNATION LETTER WILL BE PLACED BEFORE THE BOARD OF DIRECTORS AT THEIR NEXT MEETING.

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00056830	MR. J GODBOLE	Non-Executive - Independent Director	Chairperson	17-03-2007		
2	02849971	MR. S BALASUBRAMANIAN	Non-Executive - Independent Director	Member	06-05-2015		
3	00855466	MR. H M MARDA	Non-Executive - Independent Director	Member	28-01-2010		
4	00920819	MR. J K KHETAWAT	Non-Executive - Independent Director	Member	13-08-2012		
5	00048249	MR. SHYAMALENDU CHATTERJEE	Non-Executive - Independent Director	Member	05-02-2019		Textual Information(1)

Sr Text Block

Textual Information(1)

SHRI SHYAMALENDU CHATTERJEE WAS APPOINTED AS AN ADDITIONAL MEMBER OF THE AUDIT COMMITTEE BY THE BOARD OF DIRECTORS AT THEIR MEETING HELD ON 05TH FEBRUARY,2019.

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00056830	MR. J GODBOLE	Non-Executive - Independent Director	Chairperson	25-04-2014		
2	02849971	MR. S BALASUBRAMANIAN	Non-Executive - Independent Director	Member	25-04-2014		
3	00855466	MR. H M MARDA	Non-Executive - Independent Director	Member	25-04-2014		
4	00920819	MR. J K KHETAWAT	Non-Executive - Independent Director	Member	25-04-2014		

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00855466	MR. H M MARDHA	Non-Executive - Independent Director	Chairperson	25-04-2014		
2	00363093	MR. MANISH GOENKA	Non-Executive - Non Independent Director	Member	25-04-2014		
3	00363356	MR. P S PATWARI	Executive Director	Member	25-04-2014		

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00149717	MR. A V AGARWAL	Executive Director	Chairperson	27-01-2015		
2	00363093	MR. MANISH GOENKA	Non-Executive - Non Independent Director	Member	27-01-2015		
3	00363356	MR. P S PATWARI	Executive Director	Member	27-01-2015		
4	00056830	MR. J GODBOLE	Non-Executive - Independent Director	Member	27-01-2015		
5	00855466	MR. H M MARDIA	Non-Executive - Independent Director	Member	27-01-2015		
6	01505726	MR. RICHA AGARWAL	Non-Executive - Non Independent Director	Member	27-01-2015		

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
1	00855466	MR. H M MARD A	FINANCE COMMITTEE	Non-Executive - Independent Director	Chairperson	
2	00363093	MR. MANISH GOENKA	FINANCE COMMITTEE	Non-Executive - Non Independent Director	Member	
3	00363356	MR. P S PATWARI	FINANCE COMMITTEE	Executive Director	Member	
4	00920819	MR. J K KHETAWAT	FINANCE COMMITTEE	Non-Executive - Independent Director	Member	
5	00855466	MR. H M MARD A	FUND RAISING COMMITTEE	Non-Executive - Independent Director	Chairperson	
6	00363093	MR. MANISH GOENKA	FUND RAISING COMMITTEE	Non-Executive - Non Independent Director	Member	
7	00363356	MR. P S PATWARI	FUND RAISING COMMITTEE	Executive Director	Member	
8	00920819	MR. J K KHETAWAT	FUND RAISING COMMITTEE	Non-Executive - Independent Director	Member	
9	00056830	MR. J GODBOLE	FUND RAISING COMMITTEE	Non-Executive - Independent Director	Member	

Annexure 1

Annexure 1

III. Meeting of Board of Directors

Disclosure of notes on meeting of board of directors explanatory				
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date
1	26-10-2018			
2		07-01-2019	72	RESOLUTION BY CIRCULATION WAS PASSED BY THE BOARD OF DIRECTORS ON 07TH JANUARY,2019
3		05-02-2019	28	

Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory								
Sr	Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Requirement of Quorum met	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)	Name of other committee	Reason for not providing date
1	Audit Committee	05-02-2019	Yes	4	26-10-2018	101		
2	Nomination and remuneration committee	05-02-2019	Yes	4	31-12-2018	35		
3	Stakeholders Relationship Committee	05-02-2019	Yes	3				AS PER REGULATION 3(A) OF SEBI (LISTING OBLIGATIONS & DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 THE SATKEHOLDERS RELATIONSHIP COMMITTEE MEETING WAS HELD ON 05TH FEBRUARY, 2019 FOR THE YEAR 2018-19
4	Other Committee	05-02-2019	Yes	5			INDEPENDENT DIRECTORS MEETING	AS PER REQUIREMENT OF REGULATION 25(3) OF SEBI (LISTING OBLIGATIONS & DISCLOSURE REQUIREMENTS) REGULATIONS, 2015, 1 (ONE) MEETING OF THE INDEPENDENT DIRECTORS WAS HELD ON 05TH FEBRUARY, 2019 FOR THE YEAR 2018-19.
5	Other Committee	26-03-2019	Yes	3			FINANCE COMMITTEE	SINCE THERE WERE NO REQUIREMENTS HENCE NO FINANCE COMMITTEE MEETING WAS HELD IN THE LAST QUARTER

Annexure 1

V. Related Party Transactions

Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	Yes	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

Annexure 1

VI. Affirmations

Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 100 listed entities)	NA
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes

Annexure 1

Sr	Subject	Compliance status
1	Name of signatory	G SARAF
2	Designation	Company Secretary and Compliance Officer

Annexure II

Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		www.emamipaper.in
2	Terms and conditions of appointment of independent directors	Yes		www.emamipaper.in
3	Composition of various committees of board of directors	Yes		www.emamipaper.in
4	Code of conduct of board of directors and senior management personnel	Yes		www.emamipaper.in
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.emamipaper.in
6	Criteria of making payments to non-executive directors	Yes		www.emamipaper.in
7	Policy on dealing with related party transactions	Yes		www.emamipaper.in
8	Policy for determining 'material' subsidiaries	NA		
9	Details of familiarization programmes imparted to independent directors	Yes		www.emamipaper.in

Annexure II

Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		www.emamipaper.in
11	email address for grievance redressal and other relevant details	Yes		www.emamipaper.in
12	Financial results	Yes		www.emamipaper.in
13	Shareholding pattern	Yes		www.emamipaper.in
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	New name and the old name of the listed entity	NA		

Annexure II**II. Annual Affirmations**

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Review of Compliance Reports	17(3)	Yes	
5	Plans for orderly succession for appointments	17(4)	Yes	
6	Code of Conduct	17(5)	Yes	
7	Fees/compensation	17(6)	Yes	
8	Minimum Information	17(7)	Yes	
9	Compliance Certificate	17(8)	Yes	
10	Risk Assessment & Management	17(9)	Yes	

Annexure II**II. Annual Affirmations**

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
11	Performance Evaluation of Independent Directors	17(10)	Yes	
12	Composition of Audit Committee	18(1)	Yes	
13	Meeting of Audit Committee	18(2)	Yes	
14	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
15	Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes	
16	Composition and role of risk management committee	21(1),(2),(3), (4)	NA	
17	Vigil Mechanism	22	Yes	
18	Policy for related party Transaction	23(1),(5),(6), (7) & (8)	Yes	
19	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
20	Approval for material related party transactions	23(4)	Yes	

Annexure II

II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
21	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
22	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3), (4),(5) & (6)	NA	
23	Maximum Directorship & Tenure	25(1) & (2)	Yes	
24	Meeting of independent directors	25(3) & (4)	Yes	
25	Familiarization of independent directors	25(7)	Yes	
26	Memberships in Committees	26(1)	Yes	
27	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
28	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
29	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
	Any other information to be provided - Add Notes			

Annexure II

1	Name of signatory	G. SARAF
2	Designation	Company Secretary and Compliance Officer

Annexure II

III. Affirmations

Sr	Particulars	Compliance status (Yes/No/NA)
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	NA
	Any other information to be provided	

Annexure II

1	Name of signatory	G.SARAF
2	Designation	Company Secretary and Compliance Officer

Signatory Details

Name of signatory	G.SARAF
Designation of person	Company Secretary and Compliance Officer
Place	KOLKATA
Date	08-04-2019

