

IPAPPM/SEC/CG/16

Dt. January 8, 2016

Department of Corporate Services,  
B S E Ltd.,  
14<sup>th</sup> Floor, P.J. Towers,  
Dalal Street,  
MUMBAI -400001

Listing Department,  
National Stock Exchange of India Ltd,  
"Exchange Plaza",  
Bandra-Kurla Complex,  
Bandra (E)  
MUMBAI 400 051

(BSE Scrip Code No.502330)

(Symbol – IPAPPM ; Series - EQ)

Dear Sirs,

Pursuant to Regulation 27 (2) (a) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we send herewith the quarterly compliance report on Corporate Governance for the quarter ended December 31, 2015

Please acknowledge the receipt.

Thanking you,

Yours faithfully,  
For INTERNATIONAL PAPER APPM LIMITED

*C. Prabhakar*

**C.PRABHAKAR**  
**SR. VICE PRESIDENT (CORPORATE AFFAIRS) &**  
**COMPANY SECRETARY**



Encl: As above

**INTERNATIONAL PAPER APPM LIMITED**

(Formerly known as The Andhra Pradesh Paper Mills Limited)

(Corporate Identity Number: L21010AP1964PLC001008)

Corp. Office: Krishe Sapphire Building, 8<sup>th</sup> Floor, 1-89/3/B40 to 42/KS/801,  
Hi-tech City Main Road, Madhapur, Hyderabad – 500 081, Telangana, India.

Tel : +91-40-3312 1000 Fax: +91-40-3312 1010 website: www.ipappm.com

Regd. Office: Rajahmundry – 533 105, East Godavari Dist., Andhra Pradesh, India.

An ISO 9001, ISO 14001 and OHSAS 18001 Certified Company

## Compliance Report on Corporate Governance

1. **Name of the Listed Entity:** International Paper APPM Limited  
(Formerly known as The Andhra Pradesh Paper Mills Limited)

2. **Quarter ending :** December 31, 2015

<b>I. Composition of Board of Directors</b>									
Sl. No.	Title	Name of the Director	PAN & DIN	Category (Chairperson / Executive / Non-Executive/ Independent/ Nominee)	Date of appointment in the current term / cessation	Tenure	No. of Directorships in listed entities including this listed entity [Refer Regulation 25(1) of Listing Regulations]	No. 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]
1.	Mr.	Rampraveen Swaminathan	PAN: BXXPS1394A DIN:01300682	Chairperson – Executive	02/03/2012	-	1	2	-
2.	Mr.	Thomas G Kadien	Foreign National DIN:03632772	Non-Executive	14/10/2011	-	1	1	-
3.	Mr.	M.S. Ramachandran	PAN: AGJPM9097J DIN:00943629	Independent	01/04/2014	5	6	3	-
4.	Ms.	Ranjana Kumar	PAN: AESPK9527J DIN:02930881	Independent	01/04/2014	5	5	1	2
5.	Mr.	Adhiraj Sarin	PAN: AOBPS8742N DIN:00140989	Independent	01/04/2014	5	1	1	-
6.	Mr.	Milind Sarwate	PAN: AAOPS7258N DIN:00109854	Independent	01/04/2014	5	3	3	5
7.	Mr.	Praveen P. Kadle	PAN: AEEP1052J DIN:00016814	Independent	01/04/2014	5	1	4	1
8.	Ms.	Shiela P. Vinczeler	Foreign National DIN:06833616	Non-Executive	31/03/2014	-	1	-	-
9.	Ms.	Ann Barbara Wrobleski	Foreign National DIN:07101091	Non-Executive	23/04/2015	-	1	-	-



<b>II. Composition of Committees</b>		
Name of the Committee	Name of Committee Members	Category (Chairperson/Executive/ Non-Executive/Independent/Nominee)
<b>Audit Committee</b>	1. Mr. Milind Sarwate	Chairperson - Independent
	2. Mr. Praveen P. Kadle	Independent
	3. Mr. Adhiraj Sarin	Independent
	4. Mr. Thomas G.Kadien	Non-Executive
	5. Mr. Rampraveen Swaminathan	Executive
<b>Nomination &amp; Remuneration Committee</b>	1. Mr. Adhiraj Sarin	Chairperson – Independent
	2. Mr. M.S. Ramachandran	Independent
	3. Ms. Shiela P. Vinczeller	Non-Executive
	4. Mr. Rampraveen Swaminathan	Executive
<b>Stakeholders Relationship Committee</b>	1. Ms. Ranjana Kumar	Chairperson – Independent
	2. Mr. Rampraveen Swaminathan	Executive
<b>Risk Management Committee</b>	<b>Not Applicable</b>	

<b>III. Meeting of Board of Directors</b>		
Date(s) of Meeting in the previous quarter	Date(s) of Meeting in the relevant quarter	Maximum gap between any two consecutive (in number of days)
23/07/2015	20/10/2015	89

<b>IV. Meeting of Committees</b>				
Type of Committee Meeting	Date(s) of meeting of the Committee in the relevant quarter	Whether requirement of quorum met (details)	Date(s) of meeting of the Committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)
Audit Committee	19/10/2015	Yes	22/07/2015	89
Nomination & Remuneration Committee	19/10/2015	Yes		N.A



**v. Related Party Transactions :**

Subject	Compliance status (Yes/No/NA)
Whether Prior approval of audit committee obtained	YES
Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA

**VI. Affirmation**

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
2. The Composition of the following Committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
  - a) Audit Committee
  - b) Nomination & Remuneration Committee
  - c) Stakeholders Relationship Committee
3. The Committee members have been made aware of their powers, role and responsibilities as specified of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
4. 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.
5. This report and/or the report submitted in the previous quarter have been placed before Board of Directors. Any comment/observations/advice of Board of Directors may be mentioned here: **As this is the first quarter, the same will be placed before the Board Meeting scheduled to be held on January 21, 2016.**

Date: January 8, 2016

Place: Hyderabad



For INTERNATIONAL PAPER APPM LIMITED

*C. Prabhakar*

**C. Prabhakar**

**Sr. Vice President (Corporate Affairs) &  
Company Secretary**