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**CS DATLA HANUMANTA RAJU**  
B.COM., LL.B., PGDT, M.B.A., FCS  
PARTNER

**D. HANUMANTA RAJU & CO.**  
**COMPANY SECRETARIES**

### Scrutinizer(s) Report

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time]

To

The Chairman of 59<sup>th</sup> Annual General Meeting (AGM) of the Members of Andhra Paper Limited ("the Company") held on Friday, August 11, 2023 at 11.30 A.M through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

**Dear Sir,**

I, D. Hanumantha Raju, Partner, D. Hanumanta Raju & Co., Practicing Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of Andhra Paper Limited pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to scrutinize the remote e-voting process in respect of the below mentioned resolutions proposed at the 59<sup>th</sup> Annual General Meeting ("AGM") of Andhra Paper Limited on Friday, August 11, 2023 at 11.30 A.M through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"). I was also appointed as Scrutinizer to scrutinize the e-voting process during the said AGM.

The Company has confirmed that the notice dated May 8, 2023 in respect of the below mentioned resolutions was sent to the shareholders of the Company on July 18, 2023 through electronic mode to those Members whose email addresses were registered with the Company/Depositories on July 14, 2023 in compliance with the MCA Circular dated December 28, 2022 read with the General Circulars dated May 5, 2022, January 13, 2021, May 5, 2020, April 13, 2020 and April 8, 2020 (collectively referred to as "MCA Circulars") and SEBI Circular dated January 05, 2023.

The Company had availed the e-voting facility offered by KFin Technologies Limited (KFintech) for conducting remote e-voting by the Shareholders of the Company.

The shareholders of the Company holding shares as on the "cut-off" date i.e Friday, August 4, 2023 were entitled to vote on the resolutions as contained in the Notice of the AGM.

The voting period for remote e-voting commenced on Tuesday, August 8, 2023 (9:00 A.M. IST) and ended on Thursday, August 10, 2023 (5:00 P.M. IST) and KFintech e-voting platform was blocked thereafter.

The Company had also provided e-voting facility to the shareholders present at the AGM through VC / OAVM who had not casted their votes earlier.



After the conclusion of AGM at 12:31 P.M. the e-voting remained opened for 15 minutes on August 11, 2023. After that e-voting at AGM was unblocked and the combined report has been generated based on the data provided by KFintech.

I have scrutinized and reviewed the remote e-voting prior and during the AGM and votes cast therein, based on the data provided by KFintech.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means on the resolutions contained in the notice of the 59<sup>th</sup> Annual General Meeting (AGM) of the Equity Shareholders of the Company. My responsibility as a scrutinizer for the e-voting process is restricted to make a Scrutinizer's report on the votes cast "for" or "against" the resolutions stated in the 59<sup>th</sup> AGM notice, based on the reports provided by KFintech, the authorized agency to provide e-voting facilities, engaged by the Company.

I now submit my consolidated Report as under on the results of the remote e-voting and e-voting at AGM in respect of the said resolutions.

**Item No. 1:-**

**Ordinary Resolution to consider and adopt Audited Financial Statements of the Company for the financial year ended March 31, 2023 and the Reports of Board of Directors and Auditors thereon.**

**(i) Voted for the resolution:**

<b>Number of members voted</b>	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast (For and Against)</b>
115	3,10,45,824	100.00

**(ii) Voted Against the resolution:**

<b>Number of members voted</b>	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast (For and Against)</b>
3	9	0

**(iii) Invalid Votes (Including abstained votes):**

<b>Total number of members who abstained</b>	<b>Total number of votes cast/abstain by them</b>
2	84557



**Item No.2:-**

**Ordinary Resolution to declare a final dividend of Rs.12.50 per equity share of face value of Rs. 10/- each, of the Company for the financial year ended March 31, 2023.**

(i) Voted for the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (For and Against)
117	3,11,30,381	100.00

(ii) Voted Against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (For and Against)
3	9	0

(iii) Invalid Votes (Including abstained votes):

Total number of members who abstained	Total number of votes cast/abstain by them
0	0

**Item No.3:-**

**Ordinary Resolution to appoint a Director in place of Mr. Saurabh Bangur (DIN: 00236894) who retires by rotation and being eligible offers, himself for re-appointment.**

(i) Voted for the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (For and Against)
76	3,04,16,724	97.7075

(ii) Voted Against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (For and Against)
43	7,13,651	2.2925



(iii) Invalid Votes (Including abstained votes):

Total number of members who abstained	Total number of votes cast/abstain by them
1	15

**Item No.4:-**

**Special Resolution for Re-Appointment of Mr. Saurabh Bangur (DIN: 00236894) as Joint Managing Director.**

(i) Voted for the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (For and Against)
87	3,05,93,138	98.2742

(ii) Voted Against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (For and Against)
32	5,37,237	1.7258

(iii) Invalid Votes (Including abstained votes):

Total number of members who abstained	Total number of votes cast/abstain by them
1	15

**Item No.5:-**

**Ordinary Resolution for Ratification of remuneration of Cost Auditors.**

(i) Voted for the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (For and Against)
116	3,11,30,271	99.9996



(ii) Voted **Against** the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (For and Against)
4	119	0.0004

(iii) **Invalid** Votes (Including abstained votes):

Total number of members who abstained	Total number of votes cast/abstain by them
0	0

The e-votes confirmation register relating to remote e-voting and e-voting at AGM will be handed over for safe custody to Mr. Bijay Kumar Sanku, Company Secretary, who has been authorised by the Chairman and Managing Director of the Company to complete the necessary formalities in this regard.

**Thanking You,  
Yours faithfully,**





**CS DATLA HANUMANTA RAJU  
FCS: 4044; C.P. No: 1709  
PARTNER  
D. HANUMANTA RAJU & CO.  
COMPANY SECRETARIES  
UDIN: F004044E000789928  
PR NO: 699/2020**

**PLACE: HYDERABAD  
DATE: 11.08.2023**