



Ref: APL/SEC/CG/2024

Dt : January 6, 2024

BSE Limited,  
14<sup>th</sup> Floor, P.J. Towers,  
Dalal Street,  
**MUMBAI :: 400 001**

National Stock Exchange of India Ltd.  
"Exchange Plaza,"  
Bandra-Kurla Complex,  
Bandra (E), **MUMBAI – 400 051**

**(BSE Scrip Code No.502330)**

**(Symbol – ANDHRAPAP; Series – EQ)**

Dear Sirs,

Sub: Compliance Report on Corporate Governance

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Pursuant to Regulation 27 (2) (a) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we send herewith the compliance report on Corporate Governance for the quarter ended December 31, 2023.

Please acknowledge the receipt.

Thanking you,

Yours faithfully,  
For ANDHRA PAPER LIMITED

BIJAY KUMAR SANKU  
COMPANY SECRETARY



Encl. As above.

## **ANDHRA PAPER LIMITED**

**(Corporate Identity Number: L21010AP1964PLC001008)**

Regd. Office: Rajamahendravaram – 533 105, East Godavari District, India. Tel: +91-883-2471831

Corp. Office: 31, Chowringhee Road, Park Street, Kolkata – 700 016, India. Tel: +91-33-71500500

Website: [www.andhrapaper.com](http://www.andhrapaper.com); Email: [info@andhrapaper.com](mailto:info@andhrapaper.com)

An ISO 9001:2015, ISO 14001:2015, ISO 45001:2018 Certified Company

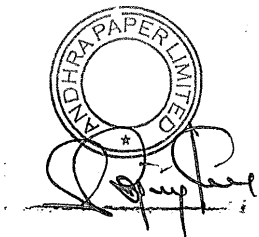
**COMPLIANCE REPORT ON CORPORATE GOVERNANCE**

1. Name of Listed Entity: Andhra Paper Limited

2. Quarter ending: December 31, 2023

I Composition of Board of Directors													
Sl No	Title (Mr. / Ms.)	Name of the Director	PAN <sup>5</sup> & DIN	Category (Chairperson /Executive/ Non-Executive/ Independent / Nominee) <sup>6</sup>	Initial Date of Appointment	Date of Re-appointment	Date of Cession	Tenure* in months	Date of Birth	No. of Directorship in listed entities including this listed entity [in reference to Regulation 17A(1)]	No. of Independent Directorship in listed entities including this listed entity [in reference to proviso to regulation 17A(1)]	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	2	3	4	5	6	7	8	9	10	11	12	13	14
1	Mr.	Shree Kumar Bangur	PAN: AHHPB5719K DIN:00053237	Chairperson – Executive	30-10-2019	-	-		16-11-1949	3	0	1	0
2	Mr.	Sudarshan Vijaynarain Somani	PAN: AAEPS1227M DIN:00137568	Non-Executive-Independent	30-10-2019	30-10-2022	-	50	21-12-1963	1	1	2	2
3	Mr.	Arun Kumar Sureka	PAN: AKOPS6778D DIN:00055934	Non-Executive-Independent	30-10-2019	30-10-2022	-	50	10-06-1949	1	1	1	0

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1	2	3	4	5	6	7	8	9	10	11	12	13	14
4	Mr.	Rajendra Jain	PAN: ABSPJ8768P DIN:07250797	Non-Executive Non-Independent	30-10-2019	-	-		02-01-1962	2	0	3	0
5	Mr.	Virendra Sinha	PAN: BRFPS3558A DIN:03113274	Non-Executive-Independent	01-04-2022	-	01-04-2022	21	13-07-1955	3	3	2	1
6	Mr.	Sitaram Sharma	PAN: AJFPS6250A DIN:01298299	Non-Executive-Independent	01-04-2022	-	01-04-2022	21	09-01-1947	1	1	0	0
7	Mrs	Papia Sengupta	PAN: ALQPS3068P DIN:07701564	Non-Executive-Independent	01-09-2022	-	01-09-2022	16	27-09-1959	3	3	2	0
8	Mr.	Virendraa Bangur	PAN: AELPB5548M DIN:00237043	Non-Executive – Non Independent	30-12-2019	-	-	-	19-03-1975	4	0	4	3
9	Mr.	Saurabh Bangur	PAN: AHHPB5720G DIN:00236894	Executive	01-06-2020	-	-	-	27-12-1976	2	0	2	0
10	Mr.	Mukesh Jain	PAN: AGEPJ3834D DIN:09380039	Executive	10-11-2021	-	-	-	20-04-1966	1	0	0	0

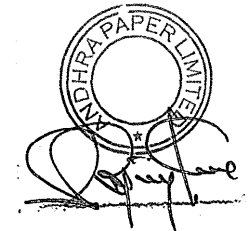
Whether Regular chairperson appointed – Yes

Whether Chairperson is related to Managing Director or CEO – **Chairperson and Managing Director is one person**

<sup>§</sup>PAN of any Director would not be displayed on the website of Stock Exchange

<sup>&</sup>Category of Directors means executive/non-executive/independent/Nominee. If a director fits into more than one category write all categories separating them with hyphen

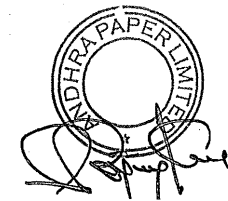
<sup>\*</sup>to be filled only for Independent Director. Tenure would mean total period from which Independent Director is serving on Board of Directors of the listed entity in continuity without any cooling off period.



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<b>II. Composition of Committees</b>					
Name of the Committee	Whether Regular chairperson appointed	Name of Committee Members	Category (Chairperson / Executive / Non-Executive / Independent / Nominee) &	Date of Appointment	Date of Cessation
1. Audit Committee	Yes	1. Mr. Sudarshan Vijaynarain Somani	Chairperson – Non-Executive - Independent	01-04-2022	-
		2. Mr. Saurabh Bangur	Executive	12-05-2021	-
		3. Mr. Arun Kumar Sureka	Non-Executive – Independent	21-11-2019	-
		4. Mr. Virendra Sinha	Non-Executive - Independent	01-04-2022	-
2. Nomination & Remuneration Committee	Yes	1. Mr. Arun Kumar Sureka	Chairperson - Non-Executive - Independent	21-11-2019	-
		2. Mr. Shree Kumar Bangur	Executive	21-11-2019	-
		3. Mr. Sudarshan Vijaynarain Somani	Non-Executive – Independent	09-11-2021	
		4. Mr. Sitaram Sharma	Non-Executive - Independent	01-04-2022	-
3. Stakeholders Relationship Committee	Yes	1. Mr. Sudarshan Vijaynarain Somani	Chairperson – Non-Executive - Independent	21-11-2019	-
		2. Mr. Rajendra Jain	Non-Executive – Non-Independent	21-11-2019	-
		3. Mr. Virendraa Bangur	Non-Executive – Non-Independent	17-02-2020	-
4. Risk Management Committee	Yes	1. Mr. Saurabh Bangur	Chairperson - Executive	08-10-2021	-
		2. Mr. Mukesh Jain	Executive	08-10-2021	-
		3. Mr. Virendra Sinha	Non-Executive – Independent	30-12-2022	
5. Corporate Social Responsibility Committee	Yes	1. Mr. Virendraa Bangur	Chairperson – Non-Executive – Non-Independent	17-02-2020	-
		2. Mr. Sudarshan Vijaynarain Somani	Non-Executive – Independent	28-01-2020	
		3. Mr. Rajendra Jain	Non-Executive – Non-Independent	21-11-2019	-
		4. Mr. Saurabh Bangur	Executive	12-05-2021	-

& Category of Directors means executive/non-executive/independent/Nominee. If a director fits into more than one category, write all categories separating them with hyphen

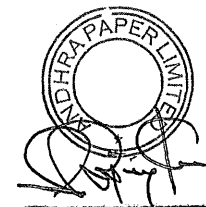


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<b>III. Meeting of Board of Directors</b>					
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met*	Number of Directors present*	Number of Independent Directors present*	Maximum gap between any two consecutive (in number of days)
03-Aug-2023	30-Oct-2023	Yes	10	5	87
* to be filled in only for the current quarter meetings					

<b>IV. Meetings of Committees</b>						
Name of the Committee	Date(s) of Meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)* (Yes / No)	Number of Directors present *	Number of Independent Directors present *	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
Audit Committee	30- Oct-2023	Yes	4	3	03-Aug-2023	87
Nomination and Remuneration Committee	30-Oct-2023	Yes	4	3		
* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional						
** to be filled in only for the current quarter meetings						

<b>V. Related Party Transactions :</b>	
<i>Subject</i>	<i>Compliance status(Yes/No/NA) refer note below</i>
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	Not Applicable
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by the Audit Committee	Yes
<b>Note:</b> 1. In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A., For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated. 2. If status is "No" details of non-compliance may be given here.	



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**VI. Affirmations**

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**
  - b. Nomination & remuneration committee - **Yes**
  - c. Stakeholders relationship committee - **Yes**
  - d. Risk management committee (As applicable) - **Yes**
3. 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**
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. – **Yes**
5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of the Board of Directors may be mentioned here:

The Compliance report on Corporate Governance for the quarter ended September 30, 2023 had been placed before the Meeting of Board of Directors held on October 30, 2023 and there were no comments/observations/ advice by the Board of Directors. The Compliance report on the Corporate Governance for the quarter ended December 31, 2023 will be placed before the next Meeting of Board of Directors.


**for ANDHRA PAPER LIMITED**



**BIJAY KUMAR SANKU  
COMPANY SECRETARY &  
COMPLIANCE OFFICER**

Date : January 06, 2024

### Annex 1 – Cyber Security Incidence

Details of Cyber Security Incidence			
Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter ended December 31, 2023			No
Date of Event	-	Brief details of the event	-
Date: January 06, 2024		 <b>BIJAY KUMAR SANKU</b> <b>COMPANY SECRETARY &amp;</b> <b>COMPLIANCE OFFICER</b>	

