



## SHREE RAMA NEWSPRINT LIMITED

CIN: L21010GJ1991PLC019432

Regd. Office: Village: Barbodhan, Taluka: Olpad, District: Surat, Gujarat - 395 005

Tel: 02621-224203/04/05/07,

Web: [www.ramanewsprint.com](http://www.ramanewsprint.com) ; email: [ramanewsprint@ramanewsprint.com](mailto:ramanewsprint@ramanewsprint.com)

### POSTAL BALLOT NOTICE

Dear Members,

Notice is hereby given pursuant to provisions of Section 110 of Companies Act, 2013, as amended ("the Act") read with Rule 20 & Rule 22 of Companies (Management and Administration) Rules, 2014, as amended ("the Rules") including any statutory modification or re-enactment thereof for the time being in force and in accordance with General Circular Nos. 14/2020 dated 8th April 2020, 17/2020 dated 13th April 2020, 22/2020 dated 15th June, 2020, 33/2020 dated 28th September, 2020 and 39/2020 dated 31st December, 2020 respectively issued by Ministry of Corporate Affairs ("MCA") that Shree Rama Newsprint Limited ("the Company") is seeking approval from its members by way of passing Ordinary Resolutions appended herein below, through postal ballot i.e., voting through electronic means and voting through postal ballot form by sending e-mail to scrutiniser. In view of the current outbreak of COVID-19 pandemic Notice of Postal Ballot and pre-paid business reply envelopes cannot be dispatched through post.

Further, the MCA has, vide the aforementioned Circular dated 13th April 2020, permitted the dispatch of Postal Ballot Notices by email to the Members who have registered their email addresses with the Company / Registrar and Transfer Agent (RTA) i.e. Link Intime India Private Limited / Depository Participant / Depository and secure their votes through remote e-voting. In respect of those Members who have not registered their email addresses, the Company has provided the mechanism in this notice to register their email addresses and a public notice to that effect will be published.

The Board of Directors of the Company has appointed Mr. Ravi Kapoor (FCS 2587 and CoP No. 2407), Practicing Company Secretary, Ahmedabad as the Scrutiniser for conducting the postal ballot through remote e-voting process as well as for postal ballot form received through e-mail in a fair and transparent manner.

In compliance with Regulation 44 of the Securities & Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015 and Section 108 and 110 of the Act read with Rule 20 of Companies (Management and Administration) Rules, 2014 and other applicable provisions of the Act read with the Rules, the Company is pleased to provide remote e-voting facility to enable the Members of the Company to cast their votes electronically as well as voting through postal ballot by sending e-mail to scrutiniser. Members (whether holding shares in demat form or in physical form) are requested to cast their votes by remote e-voting or by sending scan copy of postal ballot form duly filled and signed through e-mail to scrutiniser. The Company has engaged the services of Central Depository Services (India) Ltd. ("CDSL"), for the purpose of providing remote e-voting facility to all its Members.

Members (whether holding shares in demat form or in physical form) desiring to exercise their vote are requested to carefully follow the instructions provided in the Notes under the Section

'Voting through electronic means' and instructions provided on the back side of postal ballot form appended with this Notice and cast their votes not later than 5:00 p.m. (IST) on Tuesday, 27th April, 2021.

Accordingly, draft Ordinary Resolutions along with their Explanatory Statements setting out material facts concerning these resolutions and rationale are annexed hereto for your consideration.

The Board has appointed Mr. P.K. Mundra, President (Finance) & Company Secretary, Membership No. F3937, to take all necessary steps, acts, deeds and things as may be required to complete procedural and other formalities for passing the resolutions through Postal Ballot.

#### **SPECIAL BUSINESSES:**

##### **1. APPROVAL OF RELATED PARTY TRANSACTIONS WITH RIDDHI SIDDHI GLUCO BIOLS LIMITED:**

To consider, and if thought fit, to pass with or without modifications the following resolution as an **Ordinary Resolution:**

**"RESOLVED THAT** pursuant to the provisions of Section 188(1) (a) of the Companies Act, 2013 (the Act) read with Rule 15 of Companies (Meeting of Board and its Power) Rules, 2014 (as amended) and all other applicable provisions, if any, (subject to any modification and re-enactment thereof for the time being in force) and in pursuance to Regulation 23 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the consent, sanction, permission or approval as the case may be of the members of the Company be and is hereby accorded to the Board of Directors of the Company to enter into any contract or arrangements for entering into material related party transactions of purchase or sale or supply of any goods or materials for an amount aggregating the limit up to Rs. 500,00,00,000/- (Rupees Five Hundred Crores Only) per annum that the Company may enter from time to time in one or more tranches for a period of 5 years commencing from the financial year 2021-2022 with related party being Riddhi Siddhi Gluco Biols Limited, Holding Company."

**"RESOLVED FURTHER THAT** the Board of Directors of the Company or Finance Committee be and is hereby authorized to take such steps as may be necessary for obtaining approvals, statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto, including finalizing the terms & conditions in this regard and to sign and execute all deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all acts, deeds, matters and things that may be necessary, proper, expedient or incidental thereto for the purpose of giving effects to this Resolution."

“RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers herein conferred, to any Director(s), Chief Financial Officer, Company Secretary or any other Officer(s) / Authorized Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution(s).”

**2. APPROVAL OF RELATED PARTY TRANSACTIONS WITH BLUECRAFT AGRO PRIVATE LIMITED:**

To consider and if thought fit, to pass with or without modifications the following resolution, as an **Ordinary Resolution:**

“RESOLVED THAT pursuant to provisions of Section 188 (1) (a) and all other applicable provisions, if any, of the Companies Act, 2013 (‘the Act’), read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 and such other rules as may be applicable and amended from time to time and Regulation 23 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (“Regulations”), consent of the members of the Company be and is hereby accorded for ratification of material related party transactions already entered into by the Company during Financial Year 2020-21 exceeding the earlier approved amount of Rs. 100,00,00,000 (Rupees One Hundred Crores Only) subject to a maximum of Rs. 200,00,00,000/- (Rupees Two Hundred Crores Only) in Financial Year 2020-21 and approval of proposed material related party transactions to be entered into by the Company for any contract or arrangements, for transactions of purchases or sale or supply of any goods or materials for an amount aggregating up to the limit of Rs. 200,00,00,000/- (Rupees Two Hundred Crores Only) per annum that the Company may enter from time to time in one or more tranches for a period of 5 years commencing from Financial Year 2021-22 with related party being Bluecraft Agro Private Limited.”

“RESOLVED FURTHER THAT the Board of Directors of the Company or Finance Committee be and is hereby authorized to take such steps as may be necessary for obtaining approvals, statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto, including finalizing the terms & conditions in this regard and to sign and execute all deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all acts, deeds, matters and things that may be necessary, proper, expedient or incidental thereto for the purpose of giving effects to this Resolution.”

“RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers herein conferred, to any Director(s), Chief Financial Officer, Company Secretary or any other Officer(s) / Authorized Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution(s).”

By order of Board of Directors  
For **Shree Rama Newsprint Limited**

Sd/-  
**(P. K. Mudra)**

President (Finance) &  
Company Secretary  
Membership No. F3937

Date: 22nd March, 2021  
Place: Ahmedabad

**NOTES:**

1. The explanatory statement pursuant to Section 102 of the Companies Act, 2013 read together with Rule 22 of the Companies (Management and Administration) Rules, 2014 and other applicable provisions, setting out material facts and reasons in relation to the proposed businesses are mentioned in Item No.1 and 2.
2. In conformity with MCA circular, Notice will be sent through electronic means only to the Member(s) whose names appear in the Register of Members/ List of Beneficial Owners of the Company as on the cut-off date **Monday, 22nd March, 2021** and the said date will be considered for the purpose of voting/ remote e-voting. A person who is not a member as on the cut-off date should treat this Notice for information purpose only.
3. In compliance with the provisions of Sections 108 and 110 of the Act and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company provides Members the facility to exercise their right to vote by electronic means through remote e-voting services provided by CDSL and those Members who are facing difficulty in casting their vote through remote e-voting may send scan copy of duly filled and signed postal ballot form as attached with the postal ballot notice to the scrutiniser at his e-mail address [ravi@raviscs.com](mailto:ravi@raviscs.com) on or before **Tuesday, 27th April, 2021**. The instructions for remote e-voting are annexed to this Notice. The remote e-voting / voting by sending valid postal ballot form to scrutiniser shall commence on **Monday, 29th March, 2021 at 9.00 a.m. (IST)** and shall end on **Tuesday, 27th April, 2021 at 5.00 p.m. (IST)**. remote E-voting shall not be allowed beyond the said date and time and postal ballot form received beyond the said date and time will be considered that no reply from the Member has been received.
4. The Board of Directors of the Company (“the Board”), has appointed Mr. Ravi Kapoor, Practicing Company Secretary, Ahmedabad (FCS 2587 and CoP No. 2407) as the Scrutiniser, for conducting the said Postal Ballot and remote e-voting process as well as for postal ballot received through e-mail in a fair and transparent manner. The Scrutiniser’s decision on the validity of votes cast will be final.
5. The Resolution, if passed by the requisite majority through Postal Ballot, will be deemed to have been passed on the last date specified for voting i.e. **Tuesday, 27th April, 2021**.
6. Relevant documents referred to in the Postal Ballot Notice and the Statement are available for inspection by the Members at the Registered Office of the Company during 11:00 a.m. (IST) to 05:00 p.m. (IST) on all working days (Monday-Friday) from the date of dispatch of the Notice till the last date for voting.
7. The Notice has also been placed on Company’s website: [www.ramanewsprint.com](http://www.ramanewsprint.com) and CDSL’s e voting website i.e. [www.evotingindia.com](http://www.evotingindia.com) and will also be available on the website of stock exchanges i.e., [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com).
8. In case the Member has not registered his/her/their email address with the Company/its RTA/Depositories and/or not

updated the Bank Account mandate for receipt of dividend, the following instructions to be followed:

- (a) In case shares are held in physical form: Kindly log on to the website of our Registrar and Share Transfer Agent viz. Link Intime India Private Limited at [www.linkintime.co.in](http://www.linkintime.co.in) Click on Investor Services > Email/Bank detail Registration > Select Company Shree Rama Newsprint Limited from drop down menu > fill in the necessary details as required regarding email/mobile no./bank details registration and upload the required documents and thereafter submit the same.
- (b) In case the shares are held in dematerialized form: The Member may please contact their Depository Participant (“DP”) and register their email address and bank account details in the demat account as per the process followed and advised by the DP.

#### 9. VOTING THROUGH ELECTRONIC MEANS:

The instructions for Members voting electronically are as under:

- (i) The voting period begins on Monday, 29th March, 2021 at 9.00 a.m. (IST) and shall end on Tuesday, 27th April, 2021 at 5.00 p.m. (IST). During this period Members’ of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date Monday, 22nd March, 2021 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) The Members should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- (iii) Click on Shareholders.
- (iv) 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. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used. If you have forgotten the password, then enter the User ID and the image verification code and click on “FORGOT PASSWORD” and enter the details as prompted by the system.

(vii) If you are a first time user follow the steps given below:

<b>For Members holding shares in Demat Form and Physical Form</b>	
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat Members as well as physical Members) <ul style="list-style-type: none"> <li>• Members who have not updated their PAN with the Company/ Depository Participant are requested to use the sequence number which is communicated by email indicated in the PAN field.</li> </ul>
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. <ul style="list-style-type: none"> <li>• 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 (iv).</li> </ul>

(viii) After entering these details appropriately, click on “SUBMIT” tab.

(ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members 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.

(x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(xi) Click on the EVSN no. 210322001 for ‘**SHREE RAMA NEWSPRINT LIMITED**’ on which you choose to vote.

(xii) 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.

(xiii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.

- (xiv) 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.
- (xv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xvii) 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.
- (xviii) Members can also use Mobile app - “m - Voting” for e voting. m - Voting app is available on Apple, Android and Windows based Mobile. Members may log in to m - Voting using their e voting credentials to vote for the company resolution(s).
- (xix) **Note for Non – Individual Members and Custodians**
- Non-Individual Members (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves as Corporates.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details, 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](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
  - 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 scrutiniser to verify the same.
- (xx) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact ‘CDSL’ at Helpdesk No. : 022- 23023333 or 1800225533.
9. The voting rights of Members shall be in proportion to their shares of the paid up equity share capital of the Company as on **Monday, 22nd March, 2021**.
10. The Scrutiniser will submit his report to the Chairman or Managing Director or any Director of the Company or Company Secretary of the Company duly authorized after the completion of scrutiny, and the result of the voting by postal ballot will be announced by the Chairman or Managing Director or any Director of the Company or Company Secretary of the Company duly authorized, on **Wednesday, 28th April, 2021**.
11. The results declared along with the Scrutiniser’s Report shall be placed on the Company’s website [www.ramanewsprint.com](http://www.ramanewsprint.com) and communicated to the BSE Limited and National Stock Exchange of India Limited where the shares of the Company are listed.

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102 READ WITH SECTION 110 OF THE COMPANIES ACT, 2013:**

As required under Section 102 read with Section 110 of the Companies Act, 2013, the following explanatory statements set out all the material facts relating to the special businesses mentioned in the accompanying Notice.

**ITEM NO. 1:**

Members of the Company are aware that Company is engaged in the business of manufacturing and selling of Newsprint and Writing & Printing/kraft Paper. We have been sourcing our working capital requirements from funds infused by Riddhi Siddhi Gluco Biols Limited (“RSGBL”) in the form of Inter Corporate Deposits due to non-enhancement of working capital facilities and apart from cancellation of non-fund based working capital limits by consortium member banks since takeover by RSGBL on 23.06.2015. The Board of Directors of RSGBL in order to further support our operations has decided to purchase finished goods from our Company and RSGBL in turn will export the same as Merchant Exporter.

In light of provisions of Section 188(1)(a) of the Companies Act, 2013 and rules made thereunder, on the recommendation of Audit Committee, the Board of Directors of the Company have approved the material related party transactions to be entered in to with Riddhi Siddhi Gluco Biols Limited for purchase / sale / supply of materials / goods aggregating the limit up to Rs. 500,00,00,000/- (Rupees Five Hundred Crores Only) per annum that the Company may enter from time to time in one or more tranches for a period of 5 years commencing from Financial Year 2021-2022.

All disclosures prescribed to be given under the provisions of the Companies Act, 2013 and the Rule 15 of Companies (Meetings of Board and its Powers) Rules, 2014 are provided in the table appended below for the perusal of the members:

Sr. No.	Particulars	Information/Comments
1	Name of related party and Nature of Relationship;	Riddhi Siddhi Gluco Biols Limited Holding Company
2	Nature, duration of the contract and particulars of the contract or arrangement;	Matters mentioned in Section 188(1)(a) will be entered with related party from time to time in one or more tranches for an amount not exceeding Rs. 500,00,00,000/- (Rupees Five Hundred Crores Only) per annum for a period of 5 years commencing from Financial Year 2021-22.
3	Material terms of contract or arrangement including the value if any;	Arrangement for purchase / sale / supply of materials/goods as matters mentioned in Section 188(1) (a) will be entered with related party from time to time in one or more tranches for an amount not exceeding Rs. 500,00,00,000/- (Rupees Five Hundred Crores Only) per annum for a period of 5 years commencing from Financial Year 2021-22.
4	Any advance paid or received for the contract or arrangements, if any;	Nil
5	Manner of determining the pricing and other commercial terms both included as part of contract and not considered as part of the contract;	All proposed transactions would be carried out as part of the business requirements of the Company and are ensured to be on arm's length basis.
6	Whether all factors relevant to the contract have been considered, if not, the details of factors not considered with the rationale for not considering those factors;	Yes
7	Any other information relevant, if any.	Nil

Members are hereby informed that pursuant to second proviso of Section 188(1) of the Companies Act, 2013 and in terms of provisions of Regulation 23 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, no member of the Company who is a related party shall vote on such ordinary resolution to approve any contract or arrangement.

The proposed contract/ arrangement/material related party transaction will be done at arm's length price in ordinary course of business.

Accordingly, Audit Committee and the Board of Directors at its meeting held on, Monday, 22nd March, 2021 recommended the resolution set out at Item no. 1 to be passed as an Ordinary resolution by the members.

Except Mr. Ganpatraj Chowdhary, Mr. Siddharth Chowdhary and their relatives, none of the other, Directors, Key Managerial Personnel of the Company and their relatives are deemed to be concerned or interested financially or otherwise in the said resolution.

## ITEM NO. 2

Pursuant to provisions of Section 188 of the Companies Act, 2013 read with rules made thereunder and in terms of applicable provisions of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 consent of the members by way of ordinary resolution is required for ratification / approval of material related party transactions entered / proposed to be entered in to by the Company with its related party being Bluecraft Agro Private Limited (BAPL).

The members of the Company vide ordinary resolution dated 25.09.2020 have approved material related party transactions to be entered with BAPL for purchase or sale or supply of any goods or materials as mentioned in Section 188(1)(a) for an amount aggregating the limit up to Rs. 100,00,00,000/- (Rupees One Hundred Crores Only) and the same will be exceeded for Financial year 2020-21. The said transaction is likely to continue further for which ratification/approval is required as per Section 188 of the Act for an amount up to Rs. 200,00,00,000/- (Rupees Two Hundred Crores Only) for Financial year 2020-21 and for amount aggregating up to the limit of Rs. 200,00,00,000/- (Rupees Two Hundred Crores Only) per annum for a period of 5 years commencing from Financial year 2021-22.

The Company seeks approval from members for ratification of material related party transactions as well as for approval of proposed material related party transactions to be entered into with its related party BAPL as per following:

Name of the Related Party	Nature of Relationship	Nature of Transactions	Proposed Amount
Bluecraft Agro Private Limited	Company in which Director of the Company is Director	purchase / sale / supply of materials / goods	Maximum of Rs. 200,00,00,000/- (Rupees Two Hundred Crores Only) for Financial Year 2020-21 and Rs. 200,00,00,000/- (Rupees Two Hundred Crores Only) per annum for a period of 5 years commencing from Financial Year 2021-22.



All disclosures prescribed to be given under the provisions of the Companies Act, 2013 and the Rule 15 of Companies (Meetings of Board and its Powers) Rules, 2014 are provided in the table appended below for the perusal of the members:

Sr. No.	Particulars	Information/Comments
1	Name of related party and Nature of Relationship;	Bluecraft Agro Private Limited, Company in which Executive Director of the Company i.e. Mr. Siddharth Chowdhary is a Director.
2	Nature, duration of the contract and particulars of the contract or arrangement;	Matters mentioned in Section 188(1)(a) will be entered with related party from time to time in one or more tranches for an amount not exceeding Rs. 200,00,00,000/- (Rupees Two Hundred Crore Only) per annum that the Company may enter from time to time in one or more tranches for a period of 5 years commencing from Financial Year 2021-22 with related party being Bluecraft Agro Private Limited.
3	Material terms of contract or arrangement including the value if any;	Arrangement for purchase/sale/supply of materials/goods as matters mentioned in Section 188(1) (a) will be entered with related party from time to time in one or more tranches for an amount not exceeding Rs. 200,00,00,000/- (Rupees Two Hundred Crore Only) per annum that the Company may enter from time to time in one or more tranches for a period of 5 years commencing from Financial Year 2021-22 with related party being Bluecraft Agro Private Limited.
4	Any advance paid or received for the contract or arrangements, if any.	Nil
5	Manner of determining the pricing and other commercial terms both included as part of contract and not considered as part of the contract.	All proposed transactions would be carried out as part of the business requirements of the Company and are ensured to be on arm's length basis.
6	Whether all factors relevant to the contract have been considered, if not, the details of factors not considered with the rationale for not considering those factors	Yes
7	Any other information relevant, if any.	Nil

Members are hereby informed that pursuant to second proviso of Section 188(1) of the Companies Act, 2013 and in terms of provisions of Regulation 23 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, no member of the Company who is a related party shall vote on such ordinary resolution to approve any contract or arrangement.

The proposed contract/ arrangement/material related party transaction will be done at arm's length price in ordinary course of business.

Accordingly, Audit Committee and the Board of Directors at its meeting held on Monday, 22nd March, 2021, recommended the resolution set out at Item no. 2 to be passed as an Ordinary resolution by the members.

Except Mr. Siddharth Chowdhary and his relatives, none of the other, Directors, Key Managerial Personnel of the Company and their relatives are deemed to be concerned or interested financially or otherwise in the said resolution.

By order of Board of Directors  
For **Shree Rama Newsprint Limited**

Sd/-

**(P. K. Mundra)**

President (Finance) &  
Company Secretary  
Membership No. F3937

Date: 22nd March, 2021

Place: Ahmedabad

**Regd. Office:**

Village: Barbodhan, Taluka: Olpad,

District: Surat, Gujarat - 395 005

Email: [ramanewsprint@ramanewsprint.com](mailto:ramanewsprint@ramanewsprint.com)