



## SHREE RAMA NEWSPRINT LIMITED

CIN: L21010GJ1991PLC019432

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

Phone: 02621-224203, Website: <https://ramanewsprint.com/>; E-mail: [ramanewsprint@ramanewsprint.com](mailto:ramanewsprint@ramanewsprint.com)

### POSTAL BALLOT NOTICE

Dear Members,

Notice is hereby given that pursuant to provisions of Section 108 and 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 latest General Circular No. 03/2025 dated 22nd September, 2025 and other relevant circulars in this regard issued by Ministry of Corporate Affairs ("MCA Circulars") and latest Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023 issued by the Securities Exchange Board of India ("SEBI Circulars"), and any other applicable law, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force and as amended from time to time that the Resolution as set out in this Notice is proposed for consideration by the Members of the Company for passing by means of Postal Ballot by voting through electronic means i.e. remote e-voting only.

The Explanatory Statement, pursuant to the provisions of Section 102(1) and other applicable provisions of the Act read with the Rules, setting out all material facts and reasons thereof relating to the appended resolution is attached herewith this Postal Ballot Notice for your consideration.

The Board of Directors of the Company has appointed Mr. Kinjal Shah (FCS 7417 CoP No. 21716), Practicing Company Secretary, Ahmedabad as the Scrutinizer for conducting the postal ballot, through remote e-voting process in a fair and transparent manner.

In compliance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015 and Section 108 and 110 of the Act read with Rule 22 of Companies (Management and Administration) Rules, 2014 and other applicable provisions of the Act read with the Rules and in accordance with MCA Circulars and SEBI Circulars, the Company is pleased to provide remote e-voting facility to enable the members of the Company to cast their votes electronically. Members (whether holding shares in demat form or in physical form) are requested to cast their votes by remote e-voting facility only. Accordingly, the Postal Ballot Notice and instructions for e-voting are being sent only through electronic mode to those Members whose email address is registered with the Company / Depository Participant(s). The Company has engaged the services of National Securities Depository Limited ("NSDL"), 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 in the Notes under the Section 'Voting through electronic means' appended with this Notice and cast their votes not later than 5:00 P.M. on Friday, 3rd July, 2026 upon completion of Remote e-voting, the Scrutinizer will submit his report to the Whole-Time Director or Company Secretary or any person authorized by the Board. The said results would be displayed at the website of the Company, intimated to BSE Limited and National Stock Exchange of India Limited where the shares of the Company are listed.

Accordingly, draft Resolution along with its Explanatory Statement setting out material facts concerning the rationale are annexed hereto for your consideration.

The Board has appointed Mr. Shubham Ajmera, Company Secretary of the Company, to take all necessary steps, acts, deeds and things as may be required to complete procedural and other formalities for passing the resolution through Postal Ballot.

The Remote e-voting facility will be available during the following period:

<b>Commencement of remote e-voting period</b>	9.00 A.M. IST on Thursday, 4th June, 2026
<b>Conclusion of remote e-voting period</b>	5.00 P.M. IST on Friday, 3rd July, 2026
<b>Cut-off date for eligibility to vote</b>	Friday, 29th May, 2026

**SPECIAL BUSINESSES:**

**1. TO APPOINT MR. ALOK JAIN (DIN: 06950769) AS AN INDEPENDENT DIRECTOR OF THE COMPANY:**

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

**“RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152, 161 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and pursuant to Regulation 17(1C), 25(2A) and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), as amended from time to time and in accordance with Articles of Association of the Company, Mr. Alok Jain (DIN: 06950769), who was appointed as an Additional Independent Director by the Board of Directors of the Company w.e.f., 25th May, 2026 pursuant to the provisions of Section 161(1) of the Companies Act, 2013 and the Articles of Association of the Company and who is eligible for appointment as an Independent Director and in respect of whom the Company has received recommendation from the Nomination and Remuneration Committee and notice in writing under Section 160(1) of the Companies Act, 2013 from a member of the Company proposing his candidature for office of Director of the Company, and who meets the criteria of Independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations, be and is hereby appointed as an Independent Director of the Company not liable to retire by rotation, to hold office for a first term of 5 (five) consecutive years commencing from 25th May, 2026 till 24th May, 2031.

**RESOLVED FURTHER THAT** any one of the Directors or Company Secretary of the Company, be and is hereby severally authorised to file the requisite e-Forms with the Registrar of Companies, including e-Form DIR-12, within the prescribed time limit and to do all things, deeds and acts as may be necessary and expedient to give effect to this resolution.”

**Registered Office:**

Village Barbodhan, Taluka Olpad,

District: Surat, Gujarat- 395005

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

Place: Barbodhan

Date: 25/05/2026

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

Sd/-  
**(Shubham Ajmera)**

*Company Secretary*  
Membership No. ACS 76790

## NOTES:

1. The explanatory statement pursuant to Section 102 of the Companies Act, 2013 read together with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 and other applicable provisions, setting out material facts and reasons in relation to the proposed business is mentioned in Item No.1.
2. In conformity with MCA circulars and SEBI Circulars, this Notice will be sent through electronic means only to those Member(s) whose name appears in the Register of Members/ List of Beneficial Owners as on the cut-off date i.e. Friday, 29th May, 2026 will be considered for the purpose of 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 & 22 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 National Securities Depository Limited ("NSDL"). **The Remote e-voting period shall commence on Thursday, 4th June, 2026 at 09.00 A.M. and ending on Friday, 3rd July, 2026 at 05.00 P.M.** Remote E-voting shall not be allowed beyond the said date and time.
4. The Board of Directors of the Company ("the Board"), has appointed Mr. Kinjal Shah, Practicing Company Secretary, Ahmedabad (Membership No. FCS 7417 and CoP No. 21716) as the Scrutinizer, for conducting the said Postal Ballot through remote e-voting process in a fair and transparent manner. The scrutinizer decision on the validity of the vote cast will be final.
5. The resolutions, if passed by the requisite majority through postal ballot, will be deemed to have been passed on the last date specified for remote e-voting i.e. Friday, 3rd July, 2026.
6. Relevant documents referred to in the Postal Ballot Notice and the Statement are available for inspection by Members at the Registered Office of the Company during 11:00 A.M. to 05:00 P.M. on all working days (Monday-Friday) from the date of dispatch of the Notice till the last date for remote e-voting.
7. The Notice has also been placed on Company's website <https://ramanewsprint.com> and NSDL's e voting website i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com) and will also be available on the website of stock exchange i.e. [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com).
8. In case 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:**

Write to our Registrar MUFG Intime India Pvt. Ltd. (Formerly known as Link Intime India Private Limited) at address 506 to 508, Amarnath Business Centre, Corner, beside Gala Business Centre, Nr. St. Xavier's College Parking, Sardar Patel Nagar, Ellisbridge, Ahmedabad, Gujarat 380006 along with necessary form ISR-1, ISR-2, ISR-3 or SH-13 as per SEBI Circular SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2021/655 dated November 03, 2021 available on website of the Company under Investor Section at link <https://ramanewsprint.com/investors.html>.

### **(b) In case the shares are held in dematerialized form:**

The member may please contact their Depository Participant ("DP") and register the 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:**

### **How do I vote electronically using NSDL e-Voting system?**





The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

#### **Step 1 : Access to NSDL e-Voting system**

##### **A) Login method for e-Voting for Individual shareholders holding securities in demat mode**

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
<p>Individual Shareholders holding securities in demat mode with NSDL.</p>	<p>For OTP based login you can click on <a href="https://eservices.nsd.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nsd.com/SecureWeb/evoting/evotinglogin.jsp</a>. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</p> <p>Existing IDeAS user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</p> <p>If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>. Select "Register Online for IDeAS Portal" or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a></p> <p>Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</p> <p>Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience.</p> <div style="text-align: center;"> <p><b>NSDL Mobile App is available on</b></p> <p>  App Store            Google Play         </p> <div style="display: flex; justify-content: space-around;">   </div> </div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<p>Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi / Easiest are requested to visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab and then use your existing my easi username &amp; password.</p> <p>After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</p> <p>If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</p> <p>Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>

Type of shareholders	Login Method
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

**Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.**

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800-21-09911

**B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.**

**How to Log-in to NSDL e-Voting website?**

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
  - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
  - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
  - c) How to retrieve your 'initial password'?
    - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the

email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8-digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

- (ii) If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered
6. Password details for shareholders other than Individual shareholders are given below:
    - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
    - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
    - c) How to retrieve your 'initial password'?
      - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8-digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
      - (ii) If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered
  7. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
    - a) Click on "Forgot User Details/Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
    - b) Physical User Reset Password?" (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
    - c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.com](mailto:evoting@nsdl.com) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
    - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
  8. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
  9. Now, you will have to click on "Login" button.
  10. After you click on the "Login" button, Home page of e-Voting will open.

### **Step 2 : Cast your vote electronically on NSDL e-Voting system.**

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

### **General Guidelines for shareholders**

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/ JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [kinjal@ravics.com](mailto:kinjal@ravics.com)

with a copy marked to [evoting@nsdl.com](mailto:evoting@nsdl.com). Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login

2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password
3. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password
4. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on : 022-4886 7000 or send a request to Ms. Sarita More at [evoting@nsdl.com](mailto:evoting@nsdl.com)

**Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:**

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to [sjain@ramanewsprint.com](mailto:sjain@ramanewsprint.com)
  2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to [sjain@ramanewsprint.com](mailto:sjain@ramanewsprint.com). If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. **Login method for e-Voting for Individual shareholders holding securities in demat mode.**
  3. Alternatively, shareholder/members may send a request to [evoting@nsdl.com](mailto:evoting@nsdl.com) for procuring user id and password for e-voting by providing above mentioned documents.
  4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.
10. The voting rights of Members shall be in proportion to their shares of the paid-up equity share capital of the Company as on **cut-off date i.e. Friday, 29th May, 2026.**
  11. The remote e-voting period commences on **Thursday, 4th June, 2026 at 9.00 a.m. and ends on Friday, 3rd July, 2026 at 5.00 p.m.** During this period, Members of the Company, holding shares either in physical form or in dematerialized form, in proportion to their paid-up equity shares of the Company as on the cut-off date being Thursday, 4th June, 2026 cast their vote through remote e-voting by NSDL.
  12. The Scrutinizer will submit his report to the 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 Company Secretary of the Company duly authorized on or before Tuesday, 7th July, 2026.
  13. The results declared along with the Scrutinizer's Report shall be placed on the Company's website <https://ramanewsprint.com> and communicated to the BSE Limited and National Stock Exchange of India Limited where the shares of the Company are listed.

**Registered Office:**

Village Barbodhan, Taluka Olpad,

District: Surat, Gujarat- 395005

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

Place: Barbodhan

Date: 25/05/2026

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

Sd/-  
**(Shubham Ajmera)**

Company Secretary

Membership No. ACS 76790

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

As required under Section 102 read with Section 108 and 110 of the Companies Act, 2013, the following explanatory statement sets out all the material facts relating to the special business mentioned in the accompanying Notice.

### **Item No. 1**

Members are hereby informed that upon receipt of recommendation of the Nomination and Remuneration Committee, and pursuant to the provisions of Section 149, 150, 152 and 161(1) of the Companies Act, 2013 (the "Act") read with Schedule IV of the Act and the applicable rules framed thereunder, the Board of Directors of the Company had approved the appointment of Mr. Alok Jain (DIN: 06950769) as an Additional Director in the Category of Non-Executive Independent Director of the Company for a first term of 5 (five) consecutive years commencing w.e.f. 25th May, 2026 till 24th May, 2031 by passing a Board Resolution in a meeting of Board of Directors of the Company held on Monday, 25th May, 2026.

Mr. Alok Jain (DIN: 06950769) is qualified to be appointed as a Director in terms of Section 164 of the Act and has given his written consent to act as a Director of the Company. The Company has received a declaration from Mr. Alok Jain (DIN: 06950769) that he fulfils all criteria for independence stipulated under Section 149(6) of the Act and Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations"). The Company has also received the notice under Section 160(1) of the Act from a member proposing his candidature as an Independent Director of the Company.

Accordingly, the approval of the Members is sought for the appointment of Mr. Alok Jain (DIN: 06950769) as an Independent Director, not liable to retire by rotation, to hold office for a period of 5 (five) consecutive years, commencing from 25th May 2026 till 24th May, 2031. (both days inclusive).

Further, in terms of Regulation 25(2A) of the Listing Regulations, the appointment of Mr. Alok Jain (DIN: 06950769) as an Independent Director requires approval of Members of the Company by passing of **Special Resolution**.

Except Mr. Alok Jain, none of the other Directors, Key Managerial Personnel and their relatives is concerned / interested in passing of the above resolution.

Your Board of Directors recommend passing of the resolution set out in Item No. 1 of the accompanying Notice as **Special Resolution**.

### Annexure to the Notice

Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and in terms of the Secretarial Standards-2 on General Meetings issued by the Institute of Company Secretaries of India (ICSI) requires certain additional disclosures with respect to Directors seeking appointment/re-appointment through postal ballot which is mentioned below:

<b>Name of Director</b>	Mr. Alok Jain
<b>DIN</b>	06950769
<b>Date of Birth</b>	07.08.1969
<b>Age of Director</b>	56 Years
<b>Date of Appointment / Reappointment</b>	25.05.2026
<b>Qualification</b>	<ul style="list-style-type: none"> <li>• Ph.D. – Management</li> <li>• M.B.A. - Marketing and Personnel</li> <li>• M.A. - English Literature</li> <li>• Lean Six Sigma - Yellow Belt by American Society for Quality</li> </ul>
<b>Experience</b>	Mr. Alok Jain is a highly accomplished professional with over 32 years of cross-functional experience spanning both corporate and academic sectors.
<b>Functional expertise</b>	Dr. Alok Jain was the Founding GM of the PGPX program at IIM Ahmedabad, orchestrating its rapid ascent to a global 11th rank in the Financial Times MBA rankings within just five years. During his tenure at IIMA, he also collaborated closely for three years with the former President of India, Dr. APJ Abdul Kalam. Currently he is serving as a Director of Panchariya Semicon Private Limited.
<b>Terms and Conditions of Appointment</b>	Appointment as an Independent Director of the Company for first term of 5 (Five) consecutive years commencing w.e.f., 25.05.2026 till 24.05.2031.
<b>Remuneration last drawn</b>	Nil
<b>Remuneration sought to be paid upon his appointment</b>	Nil
<b>Designation</b>	Non-Executive Independent Director
<b>Disclosure of relationship of Directors with Manager and KMP of the Company</b>	Not related
<b>Names of other listed entities in which person holds Directorship and the membership of the committees of the Board</b>	Nil
<b>Chairman/ Director of other Company</b>	1. Panchariya Semicon Private Limited
<b>Number of shares held in the Company</b>	Nil
<b>No. of Board Meetings attended during the year</b>	N.A.
<b>Justification for appointment of Independent Director</b>	Considering the skills and expertise of the person, the Board of Directors has considered his appointment as an Independent Director of the Company
<b>Names of companies along with listed entities in which person has resigned in the past three years.</b>	Nil
<b>Skills and capabilities required for the role and the manner in which the proposed person meets such Requirements</b>	The Board of Directors of the Company is of the opinion that Mr. Alok Jain (DIN: 06950769) is a person of integrity and skills. Considering the skills and expertise of the person, Board has considered his appointment as an Independent Director of the Company.

**Registered Office:**

Village Barbodhan, Taluka Olpad,  
District: Surat, Gujarat- 395005  
Email: [ramanewsprint@ramanewsprint.com](mailto:ramanewsprint@ramanewsprint.com)

Place: Barbodhan  
Date: 25/05/2026

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

Sd/-  
**(Shubham Ajmera)**  
Company Secretary

Membership No. ACS 76790