



Tamil Nadu Newsprint and Papers Limited

# 41<sup>st</sup> Annual Report 2020-2021



Over four decades of Sustainability

# Board of Directors



**Dr Rajeev Ranjan, IAS**  
Chairman and Managing Director



**Thiru N Muruganadam, IAS**  
Director



**Thiru S Krishnan, IAS**  
Director



**Thiru Harmander Singh, I.A.S.,**  
Director



**Thiru N Narayanan, IAS (Retd.)**  
Director



**Thiru V Chandrasekaran**  
Director



**Tmt. Soundara Kumar**  
Director



**Thiru P. B. Santhanakrishnan**  
Director



**Dr. M. Arumugam**  
Director



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# Company information



## Board of Directors

**Dr Rajeev Ranjan, IAS** Chairman and  
(w.e.f 08.05.2021) Managing Director

**Thiru N Muruganandam, IAS** Director  
(Chairman w.e.f 04.03.2019 to 08.05.2021  
Director w.e.f 08.05.2021)

**Thiru Sivashanmugaraja, IAS** Managing Director  
(w.e.f 29.11.2017 to 08.05.2021)

**Thiru S Krishnan, IAS** Director

**Thiru Harmander Singh, IAS** Director  
(w.e.f 25.06.2021)

**Dr R Anandakumar, IAS** Director  
(w.e.f. 19.10.2020 to 25.06.2021)

**Thiru N Narayanan, IAS (Retd.)** Director

**Thiru V Chandrasekaran** Director

**Tmt. Soundara Kumar** Director

**Thiru P. B. Santhanakrishnan** Director

**Dr. M. Arumugam** Director

## Compliance Officer

**Thiru B Ravishankar** Company Secretary

## Registered Office

67, Mount Road, Guindy,  
Chennai - 600 032

**CIN** L22121TN1979PLC007799

## FACTORY

Unit I Kagithapuram - 639 136,  
Karur District,  
Tamil Nadu.

Unit II Mondipatti Village - 621 306,  
Thiruchirapalli District,  
Tamil Nadu

## Statutory Auditors

M/s Brahmayya & Co.  
Chartered Accountants,  
48, Masilamani Road, Balaji Nagar,  
Royapettah, Chennai - 600 014  
Ph No.: 044 - 28131128/ 38 / 48  
Fax: 044 - 28131158  
Email: mail@brahmayya.com  
Web: www.brahmayya.com

## Cost Auditors

M/s Geeyes & Co.,  
Cost & Management Accountants,  
A-3, III Floor, 56, Seventh Avenue,  
Ashok Nagar, Chennai - 600 083  
Email: gsco94@gmail.com

## Secretarial Auditors

M/s R Sridharan & Associates,  
Company Secretaries in Practice,  
New No.44, Old No.25, Flat No. 3,  
Thiruvaramangam Apartments,  
1st Floor, Unnamalai Ammal Street,  
T.Nagar, Chennai - 600 017  
Ph No.: 044 - 4216 6988, 4350 2997, 4255 5587  
Email: sridharan.r@aryes.in  
Web: www.aryes.in

## Registrar and Share Transfer Agent

M/s Cameo Corporate Services Ltd.  
V Floor, "Subramanian Building"  
No. 1, Club House Road, Chennai - 600 002  
Tel. No. 044 28460390 - 28460395  
Fax No. 044 28460390

## Bankers

State Bank of India  
Canara Bank  
Indian Bank  
Karur Vysya Bank Limited  
HDFC Bank Limited  
Punjab National Bank  
Union Bank of India  
MUFG Bank Limited  
Export - Import Bank of India  
ICICI Bank Limited  
Kotak Mahindra Bank Limited  
IndusInd Bank Limited  
Federal Bank  
IDBI Bank Limited  
Yes Bank Limited  
Indian Overseas Bank  
Tamil Nadu Industrial Investment Corporation Ltd (TIIC)

# Highlights 2020-21

1.

The Company's turnover during the year 2020-21 is **Rs. 2768.18 crore.**



2.

During the Year the Paper production was **3,23,588 MT.**



3.

Achieved **Paper sales of 2,95,644 MT** during the FY 2020-21. Domestic sales accounts for 76% and Exports at 24%.

4.

The packaging **paper board plant production was 1,71,711 MT** during the financial year 2020-21, equivalent to 86% of capacity.



5.

The packaging **paper board sales during the year 2020-21 was 1,73,810 MT.** Domestic Sales account for 94% and exports at 6%.

6.

**Market Capitalization was Rs. 1012.90 crores** as on 31.03.2021.

7.

**2,74,142 tonnes of Hardwood, Chemical Bagasse Pulp and Deinked Pulp** were produced during the year.

8.

**5233.81 lakh units of power was generated** of which 5218.77 lakh units of power was consumed and 31.18 lakh units exported to the State Power Grid. Power drawn from State Grid and consumed only 1.31% of total power consumed.

9.

The **bio-methanation plants** have generated **methane gas of 74.68 lakh m<sup>3</sup>** during 2020-21. The methane gas was consumed in lime kiln and power boilers in replacement of 3864 KL of furnace oil and 602 MT of imported coal.



10.

The **wind farms** with an installed capacity of 35.5 MW have **generated 385.14 lakh Kwh Units** of 'Green Power' during the year.



11.

The paper & pulp mills have implemented various water conservation projects and **reduced the overall consumption of water to 47 KL/per ton** of paper which is one of the lowest in the paper industry.





## 12.

TNPL is the **first and only company** in the Indian Paper Industry to have established a **cement manufacturing factory** to convert the mill wastes lime sludge and flyash into high grade cement as part of its solid waste management system. During the year, the Company has manufactured **3,08,992 MT of cement**.



## 13.

During the year 2020-21, the overall **borrowing increased by Rs. 534 crore**.

## 14.

TNPL is one among the 27 of **the world's most important** pulp and paper manufacturers that participated in WWF Environmental Paper Company Index (EPIC) 2019.



## 15.



TNPL has been honoured with the **"Water Stewardship Award"** by M/s Indian Chamber of Commerce, Kolkata for the fourth time (2018, 2019, 2020 and 2021) during India Corporate Governance and Sustainability Vision Summit 2021 through Virtual Conference.

## 16.

TNPL is selected as winner under **"Innovative Initiative Project"** award category for the 14th edition of CII National Awards for excellence in Water Management, 2020.



## 17.



TNPL has been awarded **"13th cycle of Quality Council of India (QCI) - D.L. Shah Quality Award"** conducted by M/s National Board for Quality Promotion (NBQP) during the 3rd Virtual Quality Conclave (VQC) on the theme of "Commitment to Quality - Sustaining a Culture of Improvement" on 17th December 2020.



## 19.

TNPL has been awarded the **"15th ICCSR Corporate Social Responsibility – 2021 (Virtual) & Felicitation of Golden Peacock Award for CSR (Global & National) & HR Excellence"** on 10th June 2021.

## 18.

TNPL's project "In house designed Sulfide removal from the Evaporator Vacuum Pump Seal Water in Soda Recovery Plant by Low Cost Stripping Column and reuse the treated water" is one among the 13 projects selected as **"Most Innovative Environment Project"** during the 7th edition of the CII – Environmental Best Practices Award 2020 over virtual platform between 29th July 2020 and 31st July 2020.

## 20.



A special **Covid Treatment Centre having 300 beds, including 152 with oxygen** has been established at TNPL Community Centre. The facility was inaugurated by the Hon'ble Chief Minister of Tamil Nadu, Thiru. M. K. Stalin. TNPL has imported necessary equipment for supply of oxygen at a cost of Rs. 1 Crore.



# Financial Highlights -

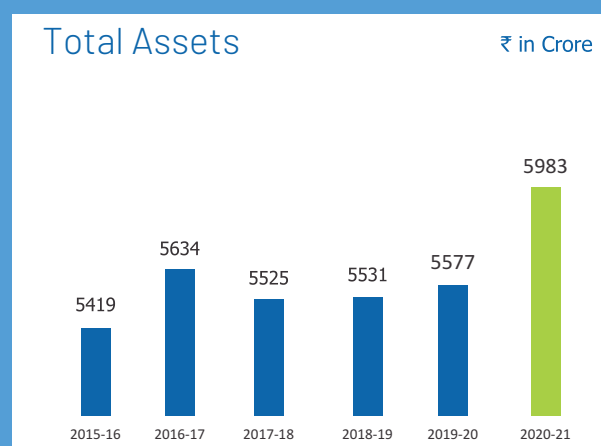
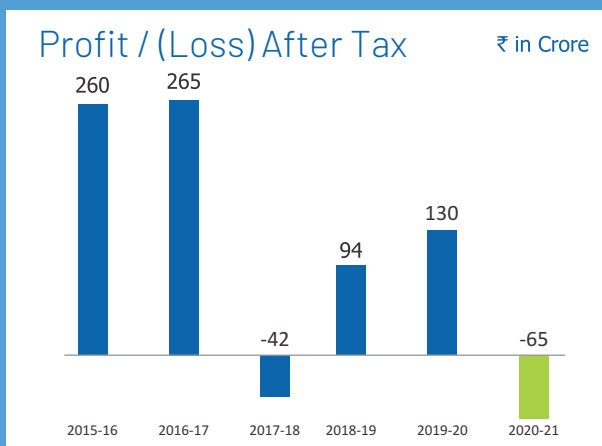
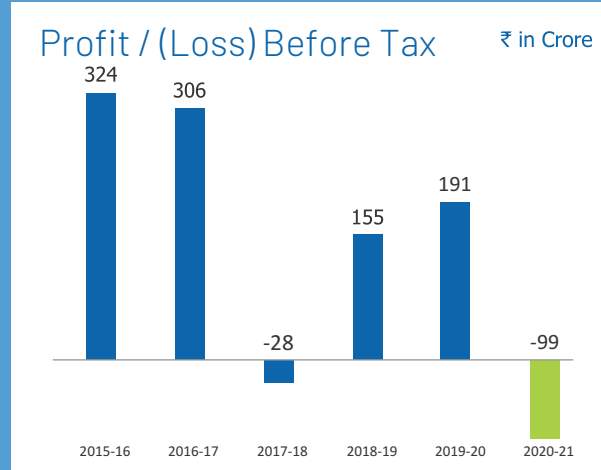
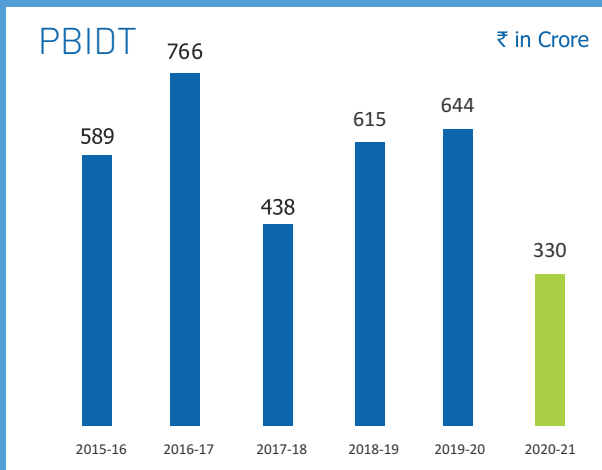
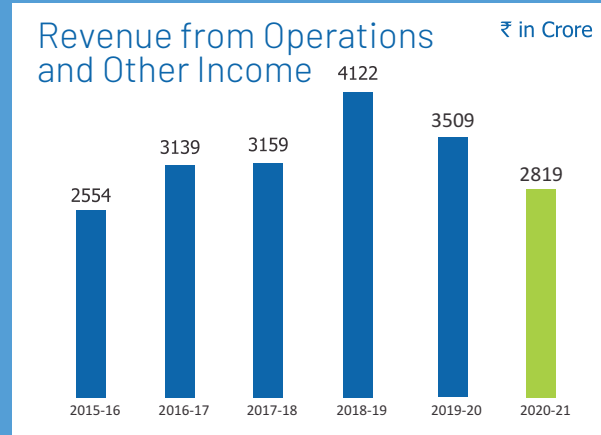
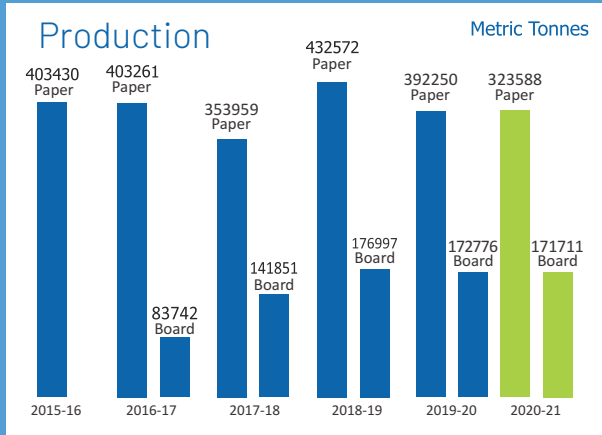
## 10 Years at a Glance



| Description                                       | 2020-21         | 2019-20       | 2018-19       | 2017-18       | 2016-17       | 2015-16       | 2014-15       | 2013-14       | 2012-13       | 2011-12       |
|---------------------------------------------------|-----------------|---------------|---------------|---------------|---------------|---------------|---------------|---------------|---------------|---------------|
| <b>Revenue</b> (Rs in Lakhs)                      |                 |               |               |               |               |               |               |               |               |               |
| <b>Revenue from Operations &amp; Other Income</b> | <b>281910</b>   | <b>350864</b> | <b>412195</b> | <b>315870</b> | <b>313872</b> | <b>255384</b> | <b>215237</b> | <b>230195</b> | <b>188118</b> | <b>153899</b> |
| PBIDT                                             | <b>32997</b>    | 64436         | 61524         | 43847         | 76591         | 58919         | 52236         | 52320         | 42207         | 43543         |
| Depreciation & Amortisation                       | <b>23533</b>    | 23124         | 22668         | 22183         | 20768         | 14377         | 13730         | 19232         | 17500         | 16905         |
| Finance Cost                                      | <b>19333</b>    | 22259         | 23336         | 24463         | 25202         | 12185         | 15493         | 12821         | 12097         | 14127         |
| <b>Profit Before Tax (PBT)</b>                    | <b>-9869</b>    | <b>19053</b>  | <b>15520</b>  | <b>-2799</b>  | <b>30621</b>  | <b>32358</b>  | <b>23013</b>  | <b>20268</b>  | <b>12611</b>  | <b>12511</b>  |
| Income-tax                                        | <b>-3358</b>    | 6050          | 6081          | 1417          | 4164          | 6377          | 6340          | 4150          | 3463          | 1617          |
| <b>Profit After Tax (PAT)</b>                     | <b>-6511</b>    | <b>13003</b>  | <b>9439</b>   | <b>-4216</b>  | <b>26457</b>  | <b>25981</b>  | <b>16673</b>  | <b>16118</b>  | <b>9148</b>   | <b>10894</b>  |
| <b>Balance Sheet</b> (Rs in Lakhs)                |                 |               |               |               |               |               |               |               |               |               |
| <b>Equity</b>                                     |                 |               |               |               |               |               |               |               |               |               |
| Share capital                                     | <b>6938</b>     | 6938          | 6938          | 6938          | 6938          | 6938          | 6938          | 6938          | 6938          | 6938          |
| Other Equity                                      | <b>152739</b>   | 164353        | 158230        | 153375        | 163527        | 144022        | 113226        | 107660        | 96610         | 90131         |
| <b>Shareholders Fund (Net worth)</b>              | <b>159677</b>   | <b>171291</b> | <b>165168</b> | <b>160313</b> | <b>170465</b> | <b>150960</b> | <b>120164</b> | <b>114597</b> | <b>103548</b> | <b>97069</b>  |
| <b>Non-Current Liabilities</b>                    |                 |               |               |               |               |               |               |               |               |               |
| Borrowings                                        | <b>194705</b>   | 121140        | 124699        | 145032        | 165212        | 193872        | 136917        | 63699         | 65729         | 85083         |
| Deferred tax liabilities (Net)                    | <b>21531</b>    | 25415         | 22865         | 22166         | 20853         | 23379         | 35959         | 31664         | 29046         | 26976         |
| Non-Current Liabilities - Others                  | <b>15902</b>    | 14324         | 10847         | 11039         | 10523         | 10044         | 10133         | 9154          | 8397          | 7434          |
| <b>Current Liabilities</b>                        |                 |               |               |               |               |               |               |               |               |               |
| Borrowings                                        | <b>33635</b>    | 56749         | 28314         | 50857         | 74259         | 59040         | 47528         | 45040         | 49586         | 58341         |
| Current maturities of Long Term borrowings        | <b>42823</b>    | 39871         | 42851         | 46669         | 42871         | 15777         | 22121         | 38772         | 34707         | 29955         |
| Current Liabilities-Others                        | <b>130060</b>   | 128875        | 158404        | 116389        | 79525         | 88799         | 96927         | 68339         | 57090         | 50632         |
| <b>Total Equity and Liabilities</b>               | <b>598333</b>   | <b>557665</b> | <b>553148</b> | <b>552465</b> | <b>563438</b> | <b>541871</b> | <b>469750</b> | <b>371265</b> | <b>348102</b> | <b>355490</b> |
| <b>Non Current Assets</b>                         |                 |               |               |               |               |               |               |               |               |               |
| Net Assets including CWIP and Intangible Assets   | <b>445437</b>   | 379615        | 390263        | 408901        | 415797        | 425201        | 304083        | 252819        | 254101        | 249593        |
| Non-Current investments                           | <b>55</b>       | 28            | 67            | 103           | 107           | 99            | 114           | 114           | 114           | 114           |
| Non-Current assets others                         | <b>14132</b>    | 17371         | 6494          | 9839          | 11502         | 10025         | 42119         | 26931         | 11146         | 12810         |
| <b>Current Assets</b>                             | <b>138709</b>   | <b>160651</b> | <b>156324</b> | <b>133622</b> | <b>136032</b> | <b>106545</b> | <b>123433</b> | <b>91400</b>  | <b>82741</b>  | <b>92973</b>  |
| <b>Total Assets</b>                               | <b>598333</b>   | <b>557665</b> | <b>553148</b> | <b>552465</b> | <b>563438</b> | <b>541871</b> | <b>469750</b> | <b>371265</b> | <b>348102</b> | <b>355490</b> |
| No of shares                                      | <b>69210600</b> | 69210600      | 69210600      | 69210600      | 69210600      | 69210600      | 69210600      | 69210600      | 69210600      | 69210600      |
| Book value Per Share ₹                            | <b>230.71</b>   | 247.49        | 238.65        | 231.63        | 246.3         | 218.12        | 173.62        | 165.58        | 149.61        | 140.25        |
| EPS ₹                                             | <b>-9.41</b>    | 18.79         | 13.64         | -6.09         | 38.23         | 37.54         | 24.09         | 23.29         | 13.22         | 15.74         |
| Dividend %                                        | <b>30</b>       | 60            | 75            | 50            | 75            | 75            | 60            | 60            | 50            | 50            |
| Debt (LTL) to Equity                              | <b>1.49</b>     | 0.94          | 1.01          | 1.20          | 1.22          | 1.39          | 1.32          | 0.89          | 0.97          | 1.19          |

From 2011-12 to 2014-15 as per Revised Schedule VI, From 2015-16 onwards as per Ind AS, Previous year 2019-20 figures have been regrouped to confirm to the current year 2020-21 figures wherever necessary

# Figures at a Glance

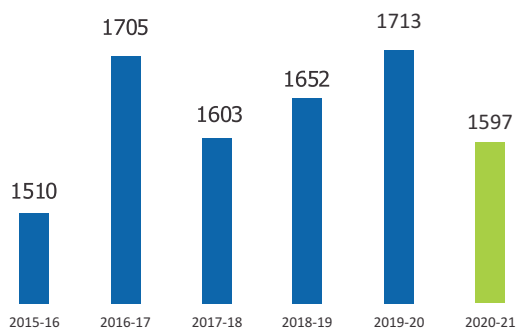


# Figures at a Glance

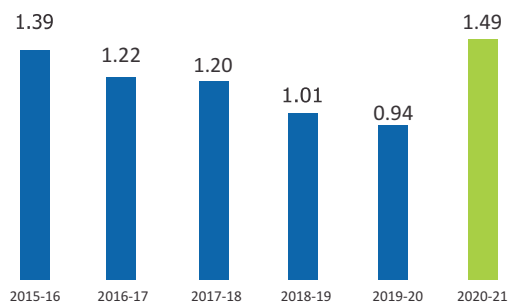


## Networth

₹ in Crore

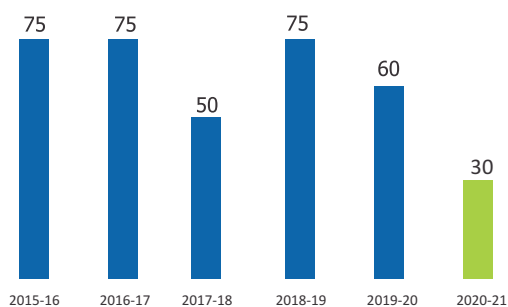


## Long Term Debt Equity Ratio



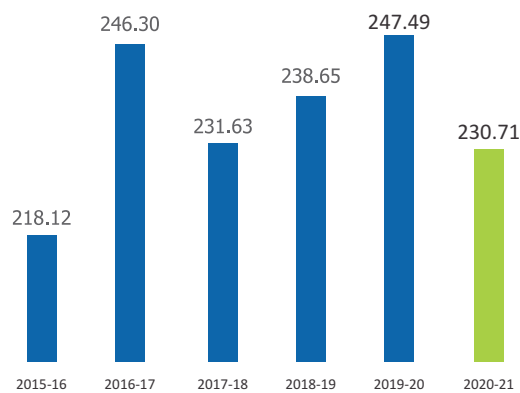
## Dividend

Percentage (%)



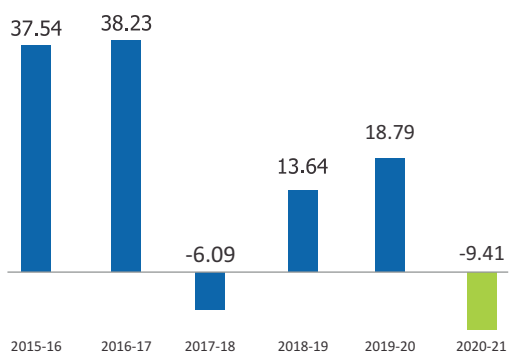
## Book Value per Share

(₹)



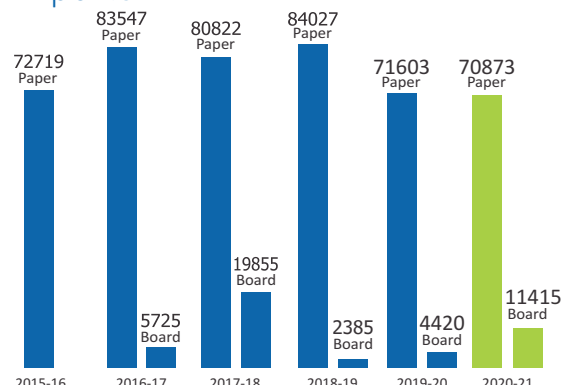
## Earning Per Share (EPS)

(₹)



## Exports

Metric Tonnes





# Sustainability through cutting edge Technologies



TNPL heralded its journey in the Paper industry in the early 80's, with a view to utilize the bagasse – sugarcane residue available in the sugar mills – as a primary raw material. This, in turn, conserves the valuable forest resources of the country. TNPL also took up the challenge of making Newsprint using Bagasse as raw material. Over the years, TNPL has perfected the Bagasse pulping technology, right from its storage, preservation of quality, pulping and bleaching. Today, TNPL is an acknowledged leader in the technology of manufacture of paper from bagasse. Started with an initial capacity of 90,000 tonnes per annum (tpa) on a single Paper Machine during 1984, the capacity of TNPL's Unit-I in Kagithapuram has been enhanced to 400,000 tpa in 2011, by implementing three major brown field expansions. During its mill operation for over three decades, TNPL brought several new technologies in the company's fold like ECF bleaching of both Hardwood and Bagasse pulp, Oxygen delignification, Integrated Chlorine dioxide technology, Wash presses, Odour free

recovery boiler, Collection and Incineration of NCG (Non-Condensable Gases), production of bio-gas from bagasse wash effluent. A state-of-the-art Deinked pulp line with three loop, two disperser system followed by Oxidative and Reductive bleaching is the first of its kind in India. With this modern Deinked pulp line, the mill is producing high brightness pulp, used for printing and writing manufacture. Today, by way of implementing various advanced technologies, TNPL enjoys the status of the most environmentally benign mill in the country with least water consumption. The mill is also examining the possibilities of moving towards Zero Liquid Discharge, by adopting modern technologies.

In order to address the solid waste disposal related to the Lime Sludge and Fly ash, TNPL came out with a novel idea of setting up a Mini Cement Plant to convert these waste materials into high grade cement. TNPL is manufacturing about 900 tpd of high grade cement



***TNPL is the most environmentally conscious and eco-friendly mill in the country with least water consumption***

Mill Expansion Plan of Unit II - Erection of Chemical Recovery Boiler in progress

which is well received in the market. This is the first of its kind in the Indian Paper Industry.

Considering the business opportunity in an allied segment, TNPL made a foray into the Paper Board segment and established a project for manufacture of Paper Board. TNPL's Unit-II, about 90 KM away from Unit-I, has a Multilayer Coated Paper Board machine (BM-4) for manufacturing 200,000 MT of board per annum, along with a 30 MW captive co-generation

***TNPL manufactures about 900 tpd of high grade cement that is well-received in the market. This idea of 'solid waste to wealth' is the first of its kind in the Indian Paper Industry.***

power plant. The Unit was commissioned in January 2016 – with a record time of 22 months from the date of commencement of civil works. Like in Unit-I, the Unit-II also has several latest technologies incorporated in the mill operations. The Board machine has a four layer forming section, first of its kind in the country. The Board machine is totally controlled by a state-of-the-art Distributed Control System (DCS) and Quality control systems (QCS). The project features a full-fledged Automatic Storage and Retrieval System (ASRS) with a capacity to store

Bird's eye view of TNPL Unit I facility



Project Site - Mill Expansion Plan in Unit II under implementation





30,000 MT Reels and 6,000 MT Sheets, which is again first of its kind in India. The Power plant of the TNPL Unit-II is equipped with a high efficient boilers operating with AFBC technology. The Turbo Generator is equipped with an Air Cooled Condenser (ACC) to conserve water. The Board machine also has facility to recover the white water and reuse to the extent possible. For optimizing the consumption, variable frequency drives have been introduced in various sections of the Board machine and power plant. The modern waste water treatment plant in TNPL Unit-II enables utilization of the entire waste water generated from the mill to be used for irrigation in TNPL's own lands to an extent of 575 acres. In the plantation area, drip irrigation method is deployed, to raise more than 600,000 trees are being raised, with various varieties of fruit bearing, flowering, avenue trees including some pulp wood species.

As part of its growth plan, TNPL is implementing a Mill Expansion Plan (MEP) in the Unit II to take the mill capacity from 2,00,000 to 3,65,000 tpa, and the total capacity of TNPL to 7,65,000 tpa. The first phase of the project is currently under implementation, covering the installation of a modern Hardwood ECF pulp mill along with a Chemical Recovery Island. The project is targeted



Mill Expansion Plan, Unit II: Recovery Boiler

***TNPL is implementing a Mill Expansion Plan (MEP) in Unit II that will take the mill capacity from 2,00,000 to 3,65,000 tpa, and the total capacity to 7,65,000 tpa.***



Modern pulp mill being erected under Mill Expansion plan in Unit II

for commissioning by December 2021. Latest technology will be incorporated in all the systems being installed in this project with a thrust on least environmental impact and high energy efficiency. To meet this objective, the Mill has chosen the latest generation continuous cooking system to consume least energy. A system for collection and incineration of non-condensable gases to make the mill odour free is also being installed. Further, the ECF pulp mill will consume least water on par with any international standards. The waste water, after treatment will be recycled to the maximum extent. The Chemical Recovery Boiler will be highly energy efficient and the Evaporator plant will be with high steam economy. The latest generation Integrated Chlorine dioxide plant will not generate any effluent. These new technologies will further strengthen the company's ambition to maintain the leading position with emphasis on water conservation and Environment protection.



Mill Expansion Plan, Unit II: Digester



Mill Expansion Plan, Unit II: Chip Silo



# Sustainability in Environment Management



TNPL believes that the environment and associated natural capitals must be protected and used in a sustainable way to cater the today's demand as well as the needs of future generations.

On Environmental front, TNPL is committed to:

- Design, Manufacture and Supply of quality products by adopting contemporary technologies for the overall efficiency in a clean environment.
- Achieve Environment objectives through sustained R & D efforts and process improvements.
- Attain Environmental protection by continual improvements in the process and technology.
- Comply with all relevant environment legislation and regulation, by forming a separate Environment Management Cell for analysing, taking counter measures and committing to report to the Board of Directors, for any non-compliance.
- Report the Environmental performance and compliance on all relevant legal and other statutory requirements of its facilities to the Board of Directors

and other relevant stakeholders on regular basis.

- Stimulate rational usage of Water, Energy and other Natural Resources through technological improvements and behavioural aspects.
- Minimize waste and Maximize reuse/recycling.
- Integrate Quality, Energy, Environment, Health and Safety requirements with business decisions by adapting the Manufacturing Excellence Model.

## TNPL Unit-I, Kagithapuram, Karur District

### Conservation of Forest wood through eco-friendly Raw Material:

TNPL is built on the concept that environment should be protected for the benefit of present and future generations. TNPL has perfected the technology of manufacturing writing and printing paper from bagasse, an agricultural residue and consumes one million tons of bagasse per annum. The mill has used about 6,68,601 MT of depithed bagasse during the

year as the primary raw material for production of 1,24,739 MT of bagasse pulp during the year 2020-21 has facilitated conservation of about 5.43 Lakh MT of pulpwood. Similarly, TNPL has produced 48,526 MT of Deinked pulp using waste paper as raw material thereby conserved about 2.11 Lakh MT of wood in the year 2020-21.



Display of Indigenous Species at Unit I

TNPL is sourcing wood through its Captive plantation and Farm Forestry model and also from Tamil Nadu Forest Plantation Corporation. The unit has raised pulp wood in 20,065 acres during 2020-21 totaling about 1,87,680 acres of land covering various parts of Tamil Nadu under through its Captive Plantations and Farm Forestry schemes. Further, pulpwood is certified by both Forest Stewardship Council Forest Management (FSC-FM) and Forest Stewardship Council Chain of Custody (FSC-COC) which ensures that paper manufacture from wood is managed socially and environmentally in a responsible way.



Clonal propagation at Unit II

### Water Management and Rain Water Harvesting:

The mill has implemented several water conservation measures and the water consumption during 2020-21 is about 47 KL per ton of paper. In view of harvesting Rain Water, the Unit has engaged the services of Anna University to identify the potential areas and accordingly constructed three Rain Water Collection pits of each about 5,000 Sq. Meter Surface area in its housing colony premises and one reservoir with a surface area of about 30,000 Sq. Meter within the mill premises.

### Fuel Management by Waste-to-Wealth concept:

By utilizing 1,02,666 MT of internally generated agro fuels such as Pith, Wood dust, Bark as fuel in Power Boilers has resulted in conservation of 24,718 MT of Imported coal.

The unit has generated about 3,88,143 MT of Black Liquor Solids from Hard Wood Pulp and Chemical Bagasse Pulp plant during 2020-21 and fired the same in Chemical Recovery Boiler to produce power and process stream. This has paved way to conserve about 2,17,929 MT of imported coal.

The unit has commissioned Bio Methanation Plant III to handle additional 5,580 KLD of Bagasse effluent. This facility has paved way for generation of 12,000 Cu.M/day of additional Biogas in addition to supplementary arrangement for treating Bagasse wash effluent. Further, the unit had taken up major overhauling including complete replacement of internals in Reactor A of the Bio-Reactor of Bio-methanation Plant I during the current year at a cost of Rs. 3.17 Crores from Nov'19. The work is completed on Nov'20. The Biogas thus generated from the Bio Methanation plants are being utilized in lime kilns and Power boilers to conserve Furnace oil and imported coal respectively. During the year, the unit has consumed 74,68,494 Cu.M of Bio gas which resulted in conservation of about 3,864 KL of furnace oil and around 719 MT of Imported coal.

***TNPL is built on the concept that environment should be protected for the benefit of present and future generations.***



## Innovation in Solid Waste Management:

TNPL had enhanced its Cement Plant production capacity from 600 to 900 TPD capacity for producing high grade cement from inorganic solid wastes viz., Lime sludge and Fly ash. TNPL is the first and only paper mill in the country to have set up a cement plant within the factory premises to produce Cement from Paper Mill wastes. Every day, about 200 tonnes of lime sludge, 100 tonnes of fly ash from the power boilers, 50 MT of De-Inking Plant Sludge and 30 MT of other waste materials like Lime Grit, Omya Grit, Bed Ash Rejects & Colour Coating Kitchen Sludge are converted into high grade cement. During 2020-21, the cement plant consumed about 56,322 MT (@ 1% Moisture) of lime sludge generated in TNPL's main plant (Pulp and Paper manufacturing facility), which is equivalent to conservation of about 56,708 MT of

lime stone. Further, 93,785 MT of fly ash, 14,736 MT of De-Inking Plant Sludge and 7,506 MT of waste materials like Lime Grit, Omya Grit, Bed Ash Rejects & Colour Coating Kitchen Sludge were also used in the manufacture of cement during the year.

## Innovation on Emission control:

TNPL had set up a satellite Precipitated Calcium Carbonate plant with an annual production capacity of 60,000 Mt adjacent to mini cement plant on "Build Own, Operate" basis. This plant had consumed 5,599 MT of Carbon Di-Oxide content in the flue gas which utilized as raw material for production of 15,999 MT of PCC thus avoiding GHG emissions.



View of TNPL's Cement Plant

### Biodiversity Park:

TNPL has established a Biodiversity park by assembling more than 160 species of trees/shrubs comprising of flowering, fruit bearing, medicinal, ornamental, timber etc., in about 6.07 hectares of land at TNPL Housing colony area under the concept of biodiversity enrichment to sustain the green environment. The ecosystem maintained in the Biodiversity Park is assessed periodically for effective monitoring of flora and fauna in the park. The trees have started flowering / fruiting, resulting in attraction to the fauna including butterflies, birds, reptiles and insects being witnessed at site. This facilitates the improvement of Biodiversity by introduction of new species by pollination, seeds transfer through migratory birds. In future, it is planned to undertake a detailed study on the flora and fauna in the Biodiversity Park.



### Implementation of Management Systems:

TUV India Private Limited, a subsidiary of TUV NORD CERT GmbH, the certifying body for Integrated Management System comprising both Quality Management System (ISO 9001:2015) and Environmental Management System (ISO 14001:2015) of TNPL Unit-I, had recommended to maintain the certificate for the period of one year based on the surveillance audit carried out during Feb'2021.



# Sustainability in Raw material management



## Plantation measures

Sustained sourcing of pulp wood and protecting the nature

The plantation programme implemented by the company has the desired result in green cover and thus restore the ecological balance of the operational area. Implementing the tree farming activity outside the forest area will enable definitely converting the underutilized degraded lands into green cover. Further, by establishing pulpwood raw material outside the forest area, an equal amount to this area of natural forest is protected without disturbance for pulpwood and firewood.

The company focuses on sustainability in quality clonal propagation and supply, managing the plantation establishment, supplying pulpwood to the mill and put sustainable efforts in Conserving Biodiversity and Forest Research during the year 2020-21.

## Sustainability in Clonal propagation and Supply of pulpwood species

In the intensive management of forests, it is very important to develop fast and economical methods of raising superior planting stock. The somatic propagation of trees has an edge over raising of stock through seeds. These techniques have also become important in forestry owing to their potential in



Eucalyptus pulpwood plantations

***TNPL's pulpwood plantations cover an area of 187,680 acres. The company has plans of further intensifying plantation development activities.***

propagating trees, which possess superior traits, in an effort to increase volume and quality of production. TNPL realizes the need for clonal forestry to have a sustained supply of pulpwood raw material, taken initiative in the year 2007-08 and established state-of-the-art Clonal Propagation and Research Center (CPRC) in Kagithapuram with a production capacity of 10 million plants per year. The capacity was further enhanced to produce 20 million clonal plants per year.

Similarly, a hi-tech Pulpwood Plants propagation Center (PPC) was established in Unit-2 Mondipatti during 2019-20 with a capacity to produce 15 million plants per annum. With this, the total production capacity of clonal propagation was enhanced to 35 million clonal plants per annum. However, in view of new pulp mill establishment in Unit-2 the requirement of quality clonal plants were increased to 50 million plants per annum. In order meet the additional requirement, the company has established decentralized nurseries at Ariyalur, Pudukkottai and Viluppuram districts where the rooted clonal plants are processed and dispatched to the farmer's field in time.

The Company has produced 363 lakh pulpwood saplings, out of which 277.07 lakhs are Casuarina species and 85.47 lakhs are Eucalyptus, Melia, Gmelina & Subabul species during the year. This is the first time that the company has produced 363 lakh plants and supplied 323 lakh clonal plants to the farmer's field in a year during the past 16 years. This is also the highest production & supply by any industry in the country



during this year. So far, the company has produced 1801 lakh produced and 1728 lakh supplied to farmer's field during the past 17 years.



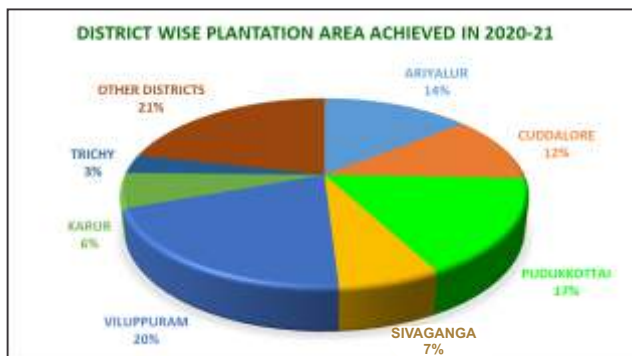
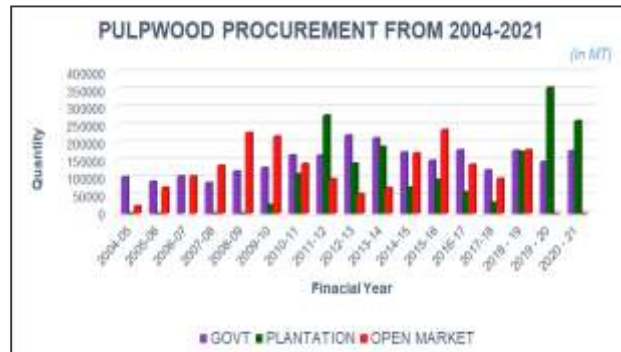
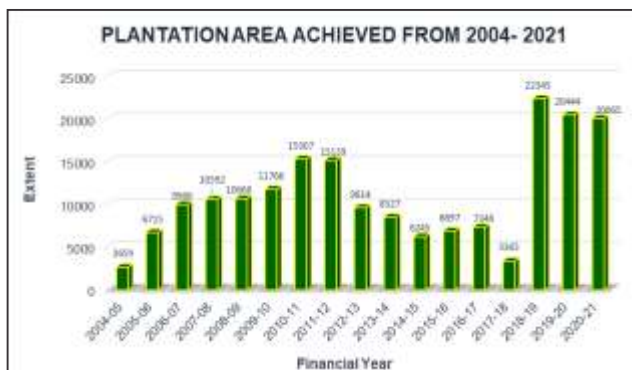
## Sustainability in Plantation Establishment

Sustainable forest management is the process of managing forest with regard to the production of a continuous flow of desired forest products and services without undue reduction in future productivity and undesirable effects on the physical and social environment. In line with this policy, the Company motivated the farmers to raise pulpwood plantation an area of 20,065 acres covering 3755 farm fields during the year. Short rotation Casuarina species is covered in the maximum area of 56% area (11,225 acres) and Eucalyptus plantation has been covered in

44% area (8840 acres) With this the cumulative plantation area promoted by the company from 2004-2021 is about 1,87,680 acres. Plantation were raised mainly in the coastal Districts, where the pulpwood species are better established. About 70% of the total area has been covered only in five districts viz., Ariyalur, Cuddalore, Viluppuram, Pudukkottai, and Sivagangai districts. In addition, about 10% of the Plantations are in Karur and Trichy where the mill is located. Hence, 80% of the total area has been covered within these seven districts, which is convenient to operate and monitor the plantation activities in effective manner.

## Sustainability in Pulpwood Procurement

The company achieved the goal of Sustainability in pulpwood sourcing for 2020-21 financial year by procuring pulpwood directly from farmers without dependence on open market sources. The company has procured 4,38,029 MT of debarked pulpwood during the year, in which 1,76,511 MT from Government Sources (TAFCON, Farm Forestry & Division Areas) and balance 2,61,518 MT directly from farmers field, in which 40% is Casuarina pulpwood



and 60% is Eucalyptus pulpwood. From 2009, the company has procured 1.80 million of pulpwood directly from farmers without any intermediary under plantation schemes. The maximum pulpwood requirement is met in the districts where the plantation schemes are implemented i.e., Ariyalur, Pudukkottai, Viluppuram, Cuddalore, Sivagangai, Karur and Trichy.



## Sustainable efforts in Biodiversity conservation and forestry Research

The Company completed the Forest Stewardship Council audit in November 2020 and achieved dual-certification i.e., FSC Forest Management (FSC FM) and FSC Chain of Custody (FSC CoC) as part of our commitment to continuous improvement and the care we take in managing the plantation. Our certification

***TNPL has achieved the goal of Sustainability in pulpwood sourcing for 2020-21 by procuring pulpwood directly from farmers without any dependence on open market sources; the first company in the world to do so.***

provided third party assurance that our plantation and operations are managed responsibly to deliver social, environmental and economic benefits now and into the future.

The Company also has a Green Belt development policy with an objective to provide a buffer / barrier between the sources of pollution and the surrounding areas. The green belt helps to capture the fugitive emissions and attenuate the noise apart from improving the aesthetics quality of the region. To minimize impacts on the ecological components, Plantation department is carrying out its environmental responsibility by raising Green belt in and around the factory both at Unit-I & Unit-II. During the year, 1,18,662 lakh tree saplings belonging to 55 species has been produced and 47,569 saplings has been distributed for green belt, out of which around 14,534 were supplied to public



Eucalyptus/Casuarina  
pulpwood plantations



Agroforestry – Intercropping in Casuarina Pulpwood Plantations



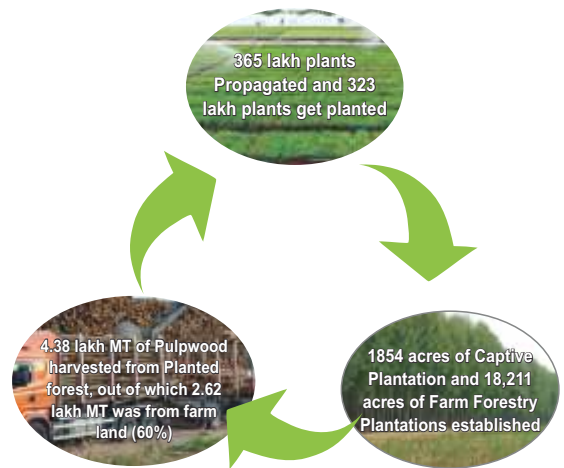
Green Belt Development at Unit-II



Pulpwood Plants Production Nursery



## SUSTAINABILITY CYCLE



and balance 33,025 were utilized by the company for greenery development. Similarly, 1,15,217 lakh ornamental plants and other herbs were produced, which belongs to 93 varieties of species and 34,729 plants were utilized for the company's green belt development programme.



Execution of MoU with TNAU for raising captive plantations

Through these pro-afforestation schemes with its tireless efforts, TNPL is the first company in the country to procure about 1.5 million MT of pulpwood directly from farmers. In addition, TNPL also generated employment of about 4 million man-days for the landless and financially weaker sections while contributing to the socio-economic welfare of the farming community.



# CSR: Building an inclusive community



TNPL, a socially responsible and caring company, has framed its CSR Policy in accordance with section 135 of the Companies Act 2013 and the Rules set out in companies (Corporate Social Responsibility Policy) Rules 2014. The Company has constituted CSR Committee of the Board with the following independent Directors as its members:

Tmt. Soundara Kumar- Chairman

Thiru. N. Narayanan – Member

Thiru. V. Chandrasekaran -Member

Thiru. P.B. Santhanakrishnan – Member

Dr M.Arumugam – Member

In line with TNPL's CSR policy and as suggested by the statute, TNPL has been implementing need-based CSR plan, developed based on the socio-economic indicators, field observations and on the needs of the people assessed during the primary survey. The company is carrying out a lot of structured developmental activities under various heads viz., Education, Health Care and Medical Service, Infrastructure Development, Social Development, Livelihood and Economic Development, Environment & Sanitation, Culture & Heritage, Soil and Water Conservation.



*TNPL employs strategic CSR where programmes are designed in consultation with the respective communities, thereby focusing on value creation.*

Organizing Sewing Machine  
Operating Training





A special Covid Treatment Centre having 300 beds, of which 152 with oxygen being inaugurated at TNPL Community Centre by the Hon'ble Chief Minister of Tamil Nadu, Thiru. M. K. Stalin.



Oxygen Equipment for Covid care



Covid Treatment Centre



Distributing groceries and essential commodities to Sanitary Workers.

***TNPL has spent Rs. 219.00 lakhs for various programmes under CSR, especially for COVID-19 preventive measures.***



Sponsoring students for studying Diploma in Paper Technology



Distributing Battery Vehicles to local Panchayat

TNPL is carrying out these activities in association with Government and Private Hospitals, various government bodies, Agriculture institution, Veterinary University, Training and Research Centre, Skill Development institutions, Banks and such other institutions for sustainable development, Healthcare and Livelihood.

During the financial year 2020-2021, the Company has spent Rs. 219.00 lakhs against the allocated amount of Rs. 212.00 lakhs and had done various programmes under CSR especially for COVID-19 preventive measures.

Under Health Care and Medical Service fronts, to battle COVID-19 pandemic, TNPL is providing medical equipments viz. Digital BP Apparatus, Sanitizers, N-95 Masks, Disposable Masks, Disposable Hand



Distributing masks to general public

Gloves, Infrared Thermometers, Pulse Oximeters, Glucometers to the surrounding Government Hospitals and Primary Health Centres, Kabasurakudineer and disposable masks to the general public, medical assistance to the needy people, aids and appliances to the differently abled persons, assistance / honoring COVID-19 frontline warriors such as doctors, pharmacists, staff nurses, NCD staff nurses, lab

*TNPL's educational initiatives focuses on areas including providing free education to the underprivileged, facilitating better learning through coaching classes, organizing cultural competitions, promoting sports, etc.*





*TNPL's CSR committee is responsible for monitoring the implementation of CSR policy and plan.*

Distributing Furnitures to surrounding Government Schools

technicians, village health nurses and sanitary workers. Further, during the lockdown period, rice bags / groceries were distributed to the downtrodden people of the surrounding villages and sanitary workers of the nearby Panchayats.

On the Educational facade, TNPL is sponsoring the meritorious students hailing from the local surroundings to study Diploma in Paper Technology and providing free education to downtrodden people, besides basic amenities, furnitures, play materials, etc.

For Environment development, TNPL is distributing saplings and planting trees in the Government land, developing garden in Government office premises such as Railway Station, District Court and Panchayat areas, Creating Miyawaki forest, Clearing of bushes and debris in the Canal, Clearing karuvelam trees in the Village road sides and sponsoring battery vehicle to the local Panchayats for handling solid waste.

With respect to Livelihood and Economic Development, TNPL is conducting Skill Development Programmes for increasing the income level and



Distributing Medical Equipments to Primary Health Centre





Distributing Kabasura Kudineer to General public

*All the CSR activities are intended to empower the community to have a healthy and better livelihood to improve the quality of life of the communities in and around its mill.*

creating self employment viz. Apparel made-ups training / Tailoring, Home appliances repairing training, Basic welding training to the rural youth, type writing and computer classes to the general public and Physical training with expert coaching classes to the surrounding youths for attending Police Constables / Sub-Inspector selection in Police Department.

Under Culture & Heritage head, TNPL is providing financial assistance to renovate and construct Temple, Church and Mosque and conducting cultural development programmes etc, besides providing millets to the peacock sanctuary.

As a part of Social Development, TNPL is supplying drinking water to the surrounding villages and as regard to Soil and Water Conservation, to develop agriculture,



Samuthaya Pongal for

TNPL is identifying cultivable waste land / low lying lands for reclamation of these lands for cultivation and sponsors for drip irrigation to increase the yield and reducing the water consumption.

All the CSR activities are intended to empower the community to have a healthy and better livelihood to improve the quality of life of the communities in and around its mill.



Honouring COVID-19-Frontline warriors



Samuthaya Pongal for COVID - 19 Frontline Warriors





# Product Profile – Paper

TNPL produces a wide portfolio of high quality surface-sized and non-surface sized papers best suited for printing and writing; and coated and uncoated boards best suited for the packing industry.

## PREMIUM PAPER BRANDS

### TNPL Elegant Printing

An ideal printing substrate with superior brightness and high smoothness with low two-sidedness, it provides better visual appeal due to its subtle pink and polite blue tone resulting in unmatched readability and viewing pleasure. As a surface sized grade, it delivers exceptional performance in web offset and sheet offset with high surface strength providing higher print throughput. It is the best choice for text books, calendars, diaries & annual reports and is truly a printer's delight.

### TNPL Radiant Stationery

A specially designed surface sized grade to deliver peak performance in the conversion of student exercise note books, text books, brochures and commercial grade printing. This Maplitho grade provides smooth

surface for writing with a variety of pens. The high brightness level coupled with a pleasant shade has made it a most sought after grade in the domestic and international markets.

### TNPL Radiant Platinum

This speciality grade is produced in a new state of the art machine to provide high bulk, even-formation and absolutely even-sided smoothness, which is a very rare combination in the paper industry. The high resilience of this paper makes this grade an ideal substrate for very high quality text book printing applications / deluxe note book making and other high end four-color printing applications. The superior strength properties and surface sizing renders this paper a robust one for demanding jobs. This grade is much sought after for calendar and computer stationery printing.



### TNPL Print Fine

Print Fine is a printer's delight. The extra ordinary smoothness turns out perfect image reproduction with minute details. It is presented in a pleasant shade which is readily accepted by printers who are very concerned about faithful colour reproduction. This stock caters to High end multi colour printing jobs and reproduction of high definition text books.

### TNPL Copier



TNPL Copier paper is known for its outstanding performance. Its features include Trouble free running, No multi-feed or jamming, Low toner consumption, Low abrasion of drums, Very high stiffness, High dimensional stability and Air tight packing. All these characteristics are attributed to the well formulated furnish mix, addition of engineered fillers, state of the art surface sizing, soft nip calendering precise cutting and packing in the state of the art automatic cut pack machines. This grade is known for high value for money and minimum wastage.

*TNPL produces a wide portfolio of high quality surface-sized and non-surface sized papers best suited for printing and writing*





## TNPL Copy Crown

TNPL Copy Crown is a premium grade multipurpose office stationery paper presented in very high brightness and immaculate cleanliness. Its features include Trouble free running, No multi-feed or jamming, Low toner consumption, Low abrasion of drums, Very high stiffness, High dimensional stability and Air tight packing. This very special export grade contains special recipe in the furnish blend to meet the exacting performance in high speed copiers. The robust construction and visual appeal makes this grade suitable for office stationery applications.

## TNPL Pigmented Paper

TNPL Pigmented Paper is an ultimate extra premium grade from the House of TNPL. This matt finished two-side lightweight coated paper satisfies the quest of quality conscious printers who want to achieve extraordinary results. This special grade is engineered to generate high print gloss with the technology of soft nip calendering. The silky surface accentuates all the best results expected out of a printing substrate. This grade is used in applications such as high quality four colour printing jobs, FMCG covers / packets / paper sachet, High colour quality journals, High intense text book printing like medical books and High quality labels, inserts etc.

## TNPL Printers' Choice

A grade exclusively designed for sheet fed offset printing applications. It is cut in ideal sizes to make it a 'ready to use' commodity for speciality printing jobs in sheet offset. The brightness level and the cool shade delivers outstanding printing results, faithful colour reproduction with

precise details. This high smooth surface variety is apt for those who look for a versatile print media to impress perfectionists.

## TNPL Ace Marvel

A star product in TNPL's range with two variants. Ace Marvel Bright – the runnability and dimensional stability of the product in the demanding applications of multiple coating has made this product a preferred one. This grade is cherished by those who make thermal paper / carbon paper / carbonless paper. The higher GSM of this grade is preferred for paper sachets, sublimation and diary segment due to its eye capturing print quality.

Ace Marvel Standard – this exclusive lower GSM paper with high opacity has no match in the country for high speed web offset publishers.

## TNPL Eco Maplitho

A versatile and popular grade for those who seek quality at an optimum cost – value for money. Used in multifarious applications like text book printing, note book making, wide range of stationery items/labels/wrappers etc. The pleasant shade and the even smoothness & formation make it the most wanted grade; it is also available in natural shades. The usage of engineered fillers has made this grade highly opaque with a matt finish.

## TNPL Hi-tech Maplitho

A product created to provide a brilliant look and a favourable impression. An ideal substrate for quality multicolour text book printing and calendars, this grade is best suited for computer stationery and Note books. The fine and smooth surface provides faithful image sharpness and exceptional writing pleasure.

## TNPL Green Pal

TNPL Green Pal office papers and notebooks are made from 100%



bagasse and recycled pulp, ensuring that not a single tree was cut in the production of our premium office and student stationery. The brilliant shade of this stock ensures optimum brightness level and a soothing visual impact. The engineered fillers used in this grade render high opacity. Though designed for note books, this grade is highly welcomed as home stationery paper.

## TNPL Spectrum



TNPL Spectrum is a new launch, with improved features that include Trouble free running, No multi-feed or jamming, Low toner consumption, Low abrasion of drums, very high stiffness, High dimensional stability and Air tight packing. All these characteristics are attributed to the well formulated furnish mix, addition of engineered fillers, state of the art surface sizing, soft nip calendering precise cutting and packing in the state of the art automatic cut pack machines. This grade is known for high value for money and minimum wastage.



# Product Profile- Paperboard

## TNPL'S EXCLUSIVE RANGE OF COATED & UNCOATED MULTI-LAYER BOARDS FOR PACKAGING

### Aura Fold Premium

Ideal for premium FMCG packaging



Two side coated folding box board with 100% bleached chemical pulp on the top and bottom layers and mechanical fibres sandwiched in the middle layer. It has good bulk and stiffness coupled with premium printability and is naturally the perfect choice for high end packaging. Suitable for 1PE and 2 PE (Poly Extrusions) applications. Widely used for premium FMCG packaging, Personal Care Products, Cosmetics and cartons of Industrial & Automotive products.

### Aura Fold Plus

Ideal for packaging of  
Premium Products



Coated Folding Box Board with 100% bleached chemical pulp on the top and bottom layers and mechanical fibres sandwiched in the middle layer. It is the perfect choice for high end premium packaging because of high bulk and stiffness coupled with premium printability. Suitable for 1PE and 2 PE (Poly Extrusions). Ideal for Boxes for Cosmetics & Industrial purposes / Auto goods Cartons & boxes, FMCG packaging, Spirits / Liquor Packaging, Panel & Picture Mount Boards.

### Aura Fold Eco

Ideal for FMCG Cartons,  
POP Dangers and Menu Cards



Two sided coated folding box board with 100% bleached chemical pulp on the top and bottom layers and Mechanical fibres sandwiched in the middle layer. It is the perfect choice for economical packaging; it has medium bulk and stiffness coupled with premium printability; Suitable for 1PE and 2 PE (Poly Extrusions) applications. Ideal for normal FMCG Cartons, POP Dangers, Menu Cards, Brochure Covers and Notebook Covers.

### Aura Celebration

Ideal for various kinds of  
invitation & greeting Cards



Uncoated Folding Box Board with 100% bleached chemical pulp on top and bottom layers and enriched mechanical fibres sandwiched in the middle layer. It has high bulk, stiffness and superior convertibility and suitable for motif prints, embossing, debossing and hot foil stamping applications with royal touch. Ideal for Invitation Cards, Greeting Cards, Wedding Cards, Menu Cards, Brochure Covers and Folders.



Finished products, Unit II

### Aura Fold Blu

**The perfect choice for high end and demanding packaging**



Two side coated Folding Box Board with 100% bleached chemical pulp on the top and bottom layers and engineered with special mechanical fibres in the middle layer. It has high whiteness, brightness & brilliance, good Bulk and stiffness coupled with premium printability; it is naturally the perfect choice for high end and demanding packaging like Pharmaceutical Packaging, Personal Care Products, Cosmetics, Notebook Covers, Hosiery Boxes and Garment Tags.

### Aura Flute

**Ideal for Paper cups**



Solid bleached sulphate uncoated board with 100% bleached chemical pulp in all layers. Its medium bulk, high stiffness and good top side smoothness makes it the perfect material for Paper cups with one side or two side poly extrusion and superior edge wicking resistance. It has high stiffness and stretch designed for high speed cup conversion machines for wide range of cup sizes with acceptable printing. It is free from optical brightening agents, colouring dyes and chemicals, conforming to direct food contact applications US FDA 21.CFR.176.170 Standards.

### Aura Pearl

**Ideal for FMCG cartons, Shade Cards and Note Book Covers**



Four layered Board with top side superior double coated virgin pulp. Under the top layer has the processed white pulp, recycled fibre pulp in the middle layer and bleached chemical pulp in the bottom layer. It has a good bulk and stiffness coupled with premium printability and lamination capabilities which make it the perfect choice for high and medium range packaging. Ideal for Notebook Covers, FMCG Cartons, Pharmaceutical, Match Box shells, Apparel Boxes, Garment tags, Shade Cards in Garments, Industrial / Auto goods Cartons.



Jumbo Reel, PM I - Unit I

### Aura Green

**Ideal for general consumer packaging, notebook covers, shade cards and Garment tags**



Grey Back Duplex Board, a Multi layered board with superior double coated virgin pulp on the top side, recycled fibre pulp in the middle and bottom layers. It has a good bulk and stiffness coupled with premium printability / lamination capabilities make it the perfect choice for medium range and general packaging. It is ideal for Notebook Covers, FMCG Cartons, Pharma, Matchboxes, Apparel Boxes, Tags, Shade Cards in Garments, Industrial / Auto goods Cartons.



**Aura Wad Plus****Ideal for Induction Wad applications**

Multi layered uncoated folding box with very high bulk designed for induction wad applications in Food, Lube and Pharma industries. It is a virgin grade board with bleached virgin chemical pulp on top- and bottom sides and mechanical pulp in the middle layer. It's superior bulk, compressibility and uniform caliper profile with low two-sidedness offers good sealability and imparts excellent closure's fit, making it a perfect choice for induction wad applications.

**Aura Green Uncoated****Ideal as uncoated top-liner for corrugated packaging**

Multi-layered uncoated Grey back board. It has bleached virgin chemical pulp on the top side, recycled pulp in the middle and bottom layers. Structurally engineered for superior stacking strength, its superior appearance and good topside smoothness is ideal for high quality printing in corrugated packaging applications particularly in marine, retail & transport packages.

**Aura Green Liner****Visibility and accessibility guaranteed in corrugated packaging**

Multi-layered topside double coated Grey back board with high bursting strength. It has bleached virgin chemical pulp on the top side, recycled fibre pulp in the middle and bottom layers. Exclusively designed for endurance in real time, its premium topside printability of coated surface adds value in branding the products in corrugated packaging such as Retail ready packaging, Point of Purchase displays, consumer electronics etc.

**Aura Brilliant Plus****Ideal for Pharma and FMCG Products**

Topside double coated Folding Box Board with bleached virgin chemical pulp on the top, bottom layers and mechanical pulp in the middle layer. Excellent visual appeal with brilliance makes customer's experience a real difference. Its high whiteness uncoated bottom side is suitable for scar free auto filling. Superior topside printability coupled with bulk & stiffness makes it an exclusive choice for pharma and FMCG packaging segments.



Finished products, Unit II

# Sustainability in Energy Management



Pulp and Paper Industry is energy intensive, and the energy cost is around 25% of this industry's manufacturing cost. TNPL is taking continual efforts to reduce the carbon footprint. TNPL consumes Bio Fuel, Bio Gas and Black Liquor solids to a larger extent for manufacturing Paper in Unit-I. The Consumption of Bio Fuel, Bio Gas and Black Liquor solids account for 39.31% of the total energy consumed during 2020-21.

| Agro / Internally generated waste Fuels Utilised | 2020-21 MT | 2019-20 MT |
|--------------------------------------------------|------------|------------|
| Agro fuel                                        | 146.84     | 102        |
| Pith                                             | 100147     | 179462     |
| Wood Dust/bark                                   | 2519       | 11656      |
| Black Liquor Solids                              | 388143     | 459247     |

TNPL Unit-I is operating two Bio Methanation Plants to treat high organic waste water from bagasse handling and storage system to generate Bio Gas under Waste to Energy concept. The Bio Gas generated is utilized in the Lime Kiln to replace Furnace Oil. Bio Gas generation for the year 2020-21 is 74.68 Lakh NM3 as against 62.13 Lakh NM3 in the previous year. The Bio Gas usage in the Lime Kiln and power boiler as fuel has reduced the consumption of furnace oil by 3864.36 KL and that of Imported Coal by 719 MT.

TNPL is self sufficient in power in both the units. The installed capacity of Power Plant in Unit-I is 103.62 MW and Unit-II is 30 MW. Power Generation and consumption details are as given below.

(in Lakh Units)

|                           | Generation | Self Consumption | Export | Import |
|---------------------------|------------|------------------|--------|--------|
| <b>2020-21</b>            |            |                  |        |        |
| <b>Captive power Unit</b> |            |                  |        |        |
| - Unit-1                  | 5233.81    | 5218.77          | 83.39  | 68.35  |
| - Unit-2                  | 1243.43    | 1165.60          | 115.00 | 37.18  |
| - Wind Farm               | 397.13     | 29.61            | 358.98 | 8.54   |
| <b>2019-20</b>            |            |                  |        |        |
| <b>Captive power Unit</b> |            |                  |        |        |
| - Unit-1                  | 5895.13    | 5958.52          | 61.36  | 124.75 |
| - Unit-2                  | 1357.44    | 1255.43          | 123.49 | 21.48  |
| - Wind Farm               | 404.91     | 28.17            | 367.92 | 9.06   |

## PAT Cycle-I & II for TNPL Unit-I

As a part of Energy Conservation Act 2001, the Ministry of Power notified the list of designated consumers (DCs) of various power intensive industries across the country on 30th March 2012.

It also specified the baseline energy consumption of the individual DCs and their targeted energy consumption norms. The first "Perform Achieve and Trade" (PAT) cycle scheme covered the period from FY 2012-13 to FY 2014-15. The assessment of PAT-I Cycle was done in 2014-15 and TNPL got 4969.22 number of Energy saving Certificates (EScerts) based on actual achievement above the target.

The Ministry has also notified the PAT Cycle-II on 31st Mar 2016 and the values of Specific Energy Consumption (SEC) were given without normalization. Accordingly the target value for TNPL Unit-I is 0.7234 TOE / TON of Paper. TNPL has achieved 0.6528 TOE / TON of Paper during the assessment year 2018-19. As TNPL has over

achieved against the target, it claimed 26352 Escerts. The same was audited by M&V Auditors.

### PAT Cycle-V for TNPL Unit-II

TNPL Unit-II is covered under PAT Cycle-V by BEE. Considering 2017-18 as baseline data BEE estimated a Specific Energy Consumption (SEC) of 0.3991 MTOE/MT of Board. BEE has fixed the SEC as 0.3761 MTOE/MT of board in 2021-2022. TNPL achieved 0.350 TOE/TON of Board during the assessment year 2020-2021.

As per statutory requirements under PAT scheme, Mandatory Energy Audit was conducted by M/s. Centre for Energy Environment and Productivity from 21.09.2020 to 25.09.2020.

### ISO - 50001

TNPL has made every effort in identifying the Energy Saving Measures on all areas. As a proof of well-established implementation of Energy Management system with continual improvement of Energy, both the units were certified with ISO-50001-2018 Energy Management System (EnMS). TNPL Unit-I obtained the certification on 25th Mar 2021.

TNPL Unit-II had earlier obtained ISO 50001:2011 on 28.09.2019 and subsequently TNPL went for upgradation of the Standard and obtained ISO 50001:2018 on 14.12.2020.



***TNPL is taking continual efforts to reduce the carbon footprint, by consuming Bio Fuel, Bio Gas and Black Liquor solids to a larger extent for manufacturing Paper in Unit-I, accounting for 39.31% of the total energy consumed during 2020-21.***



TNPL Unit-I has obtained the Energy Efficient Unit Award for the year 2019-20 from the Confederation of Indian Industry (CII). During the FY 2020-21, TNPL has saved 27.59 Lakh units of Power (previous year 48.16 Lakhs units), 3899.64 MT of Imported coal (previous year 4754.53 MT) and 3864.36 KL of furnace oil (previous year 3593.3 KL) by implementing various energy saving projects



## Windfarm

TNPL has installed the first Wind Farm of 15 MW capacity during 1993-94 at Devarkulam and Perungudi, Tirunelveli District. Since then the company has increased the wind farm capacity to 35.5 MW in stages. The wind farm power is exported to the grid with a small consumption for its Corporate Office & Perugamani Water Head Works by wheeling.

| Year of Installation | Capacity        |
|----------------------|-----------------|
| 1993-94              | 15.00 MW        |
| 2000-01              | 3.00 MW         |
| 2003-04              | 3.75 MW         |
| 2005-06              | 6.25 MW         |
| 2006-07              | 7.50 MW         |
| <b>Total</b>         | <b>35.50 MW</b> |

**TNPL Unit-I has obtained the Energy Efficient Unit Award for the year 2019-20 from the Confederation of Indian Industry (CII).**



## NOTICE

NOTICE is hereby given that the Forty First Annual General Meeting of the Members of **Tamil Nadu Newsprint and Papers Limited** will be held on Thursday, 23<sup>rd</sup> September, 2021 at 10.30 AM through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") to transact the following business:

### ORDINARY BUSINESS

#### 1. Adoption of Financial Statements:

To receive, consider and adopt the Audited Statement of Profit and Loss for the year ended 31<sup>st</sup> March 2021, the Cash Flow Statement for the year ended 31<sup>st</sup> March, 2021, the Balance Sheet as at that date and the Reports of the Board of Directors and the Statutory Auditors and the comments of the Comptroller and Auditor General of India, thereon.

#### 2. Declaration of Dividend:

To declare dividend on equity shares for the year 2020-21.

#### 3. Appointment of Director:

To appoint a director in the place of Thiru N Muruganandam, I.A.S., Director (DIN - 00540135) who retires by rotation and being eligible offers himself for reappointment.

#### 4. Fixation of the Auditors Remuneration:

To consider and if thought fit, to pass with or without modification(s), the following resolution as an ORDINARY RESOLUTION:

"**RESOLVED THAT** consent of the Company be and is hereby accorded for the payment of remuneration of ₹13,00,000/- (Rupees Thirteen Lakhs Only) to M/s. Brahmayya & Co. (Firm Registration No.000511S), Chartered Accountants, Chennai, Statutory Auditors, besides reimbursement of Travel & out of pocket expenses (annual) at actual subject to ceiling of ₹ 1,00,000/- (Rupees One Lakh Only) and other terms and conditions laid down by the Office of the Comptroller and Auditor General of India in their letter No., NO./CA.V/COY/TAMIL NADU, TNEWSP (1)/115 dated 10/08/2020.

### SPECIAL BUSINESS

#### 5. Ratification of Remuneration to the Cost Auditors:

To consider and if thought fit, to pass with or without modification(s), the following resolution as an ORDINARY RESOLUTION:

"RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Audit and Auditors) Rules 2014, (including any statutory modifications or re-enactment thereof for the time being in force) the remuneration of ₹ 2,75,000.- (Rupees Two Lakh and Seventy Five Only) plus travelling and out of pocket expenses subject to a maximum of ₹ 30,000/- (Rupees Thirty Thousand Only) and applicable Taxes for the financial year ending 31<sup>st</sup> March, 2022 as approved by the Board of Directors of the Company to be paid to M/s. Geeyes & Co, (Firm Registration No. 000044), Cost Accountants, Chennai, appointed by the Board as Cost Auditors to conduct the audit of the cost accounts of the Company for Paper, Board Plant, Cement and Energy segments be and is hereby ratified and confirmed."

"RESOLVED FURTHER THAT the Board of Directors of the company be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

#### 6. Appointment of Dr Rajeev Ranjan I.A.S. (DIN - 01806973) as Chairman and Managing Director of the Company

To consider and if thought fit, to pass with or without modification(s), the following resolution as an ORDINARY RESOLUTION:

"RESOLVED THAT pursuant to the recommendations of the Nomination and Remuneration Committee, the Board and pursuant to the provisions of Sections 196, 197, 198, 203, Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and Article 140 and any other relevant Articles of the Articles of Association of the Company and subject to

such other approvals, as may be necessary, Thiru Dr Rajeev Ranjan, I.A.S. (holding DIN-01806973) who was appointed as an Additional Director of the Company by the Board of Directors with effect from 08.05.2021 and to hold the said office pursuant to the provisions of Section 161 of the Companies Act, 2013 upto the date of this Annual General Meeting and who is eligible for appointment under the relevant provision of the Companies Act, 2013 and in respect of whom the Company has received a notice in writing from a member under section 160 of the Companies Act 2013, proposing his candidature for the office of Director, be and is hereby appointed as Chairman & Managing Director of the Company from 08.05.2021 on such terms and conditions and on such remuneration as may be prescribed by the Government of Tamil Nadu from time to time notwithstanding the absence or inadequacy of profits during the financial year”.

**“RESOLVED FURTHER THAT** Thiru Dr. Rajeev Ranjan, I.A.S., Chairman and Managing Director will not be entitled to any sitting fees for attending the meetings of the Board or any Committee thereof”

**7. Appointment of Thiru Harmander Singh, IAS (DIN - 03291250) as Director of the Company**

To consider and if thought fit, to pass with or without modification(s), the following resolution as ORDINARY RESOLUTION:

“RESOLVED THAT pursuant to the provisions of Sections 152 and any other applicable provisions of the Companies Act, 2013 (“Act”) and the Rules made there under (including any statutory modification(s) or re- enactment thereof for the time being in force) Thiru Harmander Singh, IAS (DIN-03291250), who was appointed as Additional Director of the Company by the Board of Directors with effect from 25.06.2021 and who holds the said office pursuant to the provisions of Section 161 of the Companies Act, 2013 upto the date of this Annual General Meeting (‘AGM’) and who is eligible for appointment under the relevant provisions of the Companies Act, 2013 and in respect of whom the Company has received a Notice in writing from a Member under Section

160 of the Companies Act, 2013 proposing his candidature for the office of Director, be and is hereby appointed as Director of the Company, liable to retire by rotation.”

**8. Re-appointment of Thiru V Chandrasekaran (DIN - 03126243) as an Independent Director of the Company**

To consider and if thought fit, to pass with or without modification(s), the following resolution as SPECIAL RESOLUTION:

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 and any other applicable provisions of the Companies Act, 2013 (“Act”) and the Rules made there under read with Schedule IV to the Act, (including any statutory modification(s) or re- enactment thereof for the time being in force) and the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Thiru V Chandrasekaran (DIN - 03126243), who was appointed as Independent Director of the Company by the Board of Directors for a period of 3 years with effect from 13.11.2020 and in respect of whom the Company has received a Notice in writing from a Member under Section 160 of the Companies Act, 2013 proposing his candidature for the office of Director and who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act, be and is hereby re-appointed as an Independent Director of the Company to hold office for a term of 3 consecutive years commencing from 13.11.2020, and is not liable to retire by rotation.”

BY ORDER OF THE BOARD

Place : Chennai  
Date : 25.06.2021

**B RAVISHANKAR**  
Company Secretary

**NOTES**

1. In view of the global outbreak of the COVID-19 pandemic, the Ministry of Corporate Affairs (‘MCA’) has vide its Circular dated 5<sup>th</sup> May 2020 read with Circulars dated 8<sup>th</sup> April 2020, 13<sup>th</sup> April 2020 , 13<sup>th</sup> January 2021 (collectively referred to as ‘MCA Circulars’) and Securities



and Exchange Board of India ('SEBI') vide its Circular dated 15<sup>th</sup> January 2021 ('SEBI circular') permitted the holding of the Annual General Meeting ('AGM' or 'Meeting') through Video Conferencing ('VC') facility or Other Audio Visual Means ('OAVM'), without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 ('the Act'), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI LODR') and MCA Circulars, the 41<sup>st</sup> AGM of the Company is being held through VC/ OAVM on Thursday, 23<sup>rd</sup> September 2021 at 10.30 A.M. (IST).

2. A Member, entitled to attend and vote at the meeting, is entitled to appoint one or more Proxies to attend and vote on a Poll instead of himself and such Proxy need not be a Member of the Company. Since the AGM is being held in accordance with the MCA circulars through VC, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of Proxies by the members will not be available for the AGM and hence, the Proxy Form and Attendance Slip are not annexed to this notice.
3. The explanatory statement pursuant to Section 102 of the Act setting out material facts concerning the business under Item Nos. 5 to 8 of the Notice is annexed hereto. The relevant details pursuant to Regulations 26(4) and 36(3) of the SEBI LODR and Secretarial Standards on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, in respect of Directors seeking appointment/re- appointment at this AGM are also annexed.
4. The Members can join the AGM in the VC/OAVM mode 15 minutes before and 15 minutes after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The Members will be able to view the proceedings on the National Securities Depository Limited's ('NSDL') e-Voting website at [www.evoting.nsdl.com](http://www.evoting.nsdl.com). The facility of participation at the AGM through VC/OAVM will be made available to at least 1,000 Members on a first come first served basis as per the MCA Circulars. The detailed instructions for joining

the meeting through VC/OAVM form part of the Notes to this Notice. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM/AGM without restriction on account of first come first served basis.

5. Institutional Investors, who are Members of the Company, are encouraged to attend the 41<sup>st</sup> AGM through VC/ OAVM mode and vote electronically. Institutional Investors intending to appoint their authorised representatives pursuant to Sections 112 and 113 of the Act, as the case may be, to attend the AGM through VC/OAVM or to vote through remote e-Voting are requested to send a certified scanned copy (PDF/JPG Format) of the relevant Board Resolution / authority letter etc., with attested specimen signature of the duly authorised signatory (ies) who are authorized to vote to the scrutinizer by e-mail at [rsaevoting@gmail.com](mailto:rsaevoting@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) and to the company by e-mail at [invest\\_grievances@tnpl.co.in](mailto:invest_grievances@tnpl.co.in).
6. The Register of Directors, Key Managerial Personnel and their shareholding as maintained under Section 170 of the Companies Act, 2013 and the Register of Contracts or Arrangements in which Directors are interested, as maintained under Section 189 of the Companies Act, 2013 will be available for inspection by the Members during the AGM. Members seeking to inspect such documents, can send email to [invest\\_grievances@tnpl.co.in](mailto:invest_grievances@tnpl.co.in)

The documents referred to in the notice and the explanatory statement will be available for inspection at the Registered Office of the Company on any working day business hours of the Company upto the date of the AGM.

7. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.

8. Pursuant to Section 124 of the Companies Act, 2013, all unclaimed dividends up to the financial year ended March 31, 2013 have been transferred to the Investor Education and Protection Fund established by Central Government as per Section 125 of the Companies Act, 2013.
9. Pursuant to the provisions of IEPF Rules, all shares in respect of which dividend has not been paid or claimed for seven consecutive years shall be transferred by the Company to the designated Demat Account of the IEPF Authority ("IEPF Account.") within a period of thirty days of such shares becoming due to be transferred to the IEPF Account.
10. Shares in respect of which dividend for the year ended 31<sup>st</sup> March, 2009, 31<sup>st</sup> March, 2010, 31<sup>st</sup> March, 2011, 31<sup>st</sup> March, 2012 and 31<sup>st</sup> March 2013 have been transferred to the Investor Education and Protection Fund ("IEPF") of the Central Government in November 2017, December 2017, November 2018, November 2019 and December 2020 respectively pursuant to Rule 6 of Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("Rules") read with section 124 of the Companies Act, 2013. Details of these shares are available in the Company's website and can be viewed at <https://www.tnpl.com/transfer-of-shares-to-IEPF>
11. As regards dividend pertaining to the financial year ended March 31, 2014 and thereafter, amounts remaining in the Unpaid Dividend Accounts of the company have to be transferred to 'The Investor Education and Protection Fund' established by the Central Government at the expiry of seven years from the date of transfer to the respective year's Unpaid Dividend Account. Such transfer has already been effected with regard to the unpaid dividend for the financial years 1997-98 to 2012-2013. The unpaid dividend for the financial year 2013-14 (final) will be transferred to the above fund during November 2021. The shares in respect of dividend for the year 2013-14 will also be transferred by the Company to the 'Investor Education and Protection Fund' as per section 124 of the Companies Act, 2013 and the applicable rules. Individual notices will be sent to the members concerned requesting them to encash their unclaimed dividends failing which the corresponding shares will be transferred to IEPF. An Advertisement will also be published in the newspapers. Members are therefore requested to lodge their claims for unpaid dividend, if any, immediately with the Registrar and Share Transfer Agent or with the Company at the Company's registered office.
12. In line with the MCA Circular dated 5<sup>th</sup> May 2020 and SEBI circular dated 12<sup>th</sup> May 2020, the Notice of the AGM along with the Annual Report 2020-21 is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories. The Notice convening the 41<sup>st</sup> AGM has been uploaded on the website of the company at [www.tnpl.com](http://www.tnpl.com) and may also be accessed from the relevant section of the websites of the stock exchanges i.e. BSE Limited and the National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively. The Notice is also available on the website of NSDL at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
13. **Book Closure and Dividend:**  
Pursuant to the provisions of Section 91 of the Act and the Listing Regulations, **The Register of Members and the Share Transfer Books of the Company will be closed from Thursday, 16<sup>th</sup> September 2021 to Thursday, 23<sup>rd</sup> September 2021**, both days inclusive. The dividend of ₹ 3 per equity share of ₹ 10 each (i.e. 30%), if declared by the Members at the AGM, will be paid subject to deduction of income-tax at source ('TDS') on or after day, 28<sup>th</sup> September 2021 as under:  
  
**For Shares held in electronic form:** To all the Beneficial Owners as at the end of the day on **Wednesday, 15<sup>th</sup> September 2021** as per the list of beneficial owners to be furnished by the NSDL and Central Depository Services (India) Limited ("CDSL"); and  
  
**For shares held in physical form:** To all the Members after giving effect to valid transmission and transposition in respect of valid requests lodged with the Company as of the close of business hours on **Thursday, 15<sup>th</sup> September 2021**.

## 14 Tax Deduction at Source (TDS) provisions under the Income Tax Act, 1961, for Resident and Non-Resident shareholder categories, on the Dividend payment:

### I For Resident Shareholders :

Pursuant to the Finance Act 2020, with effect from April 01, 2020, Dividend income is taxable in the hands of shareholders and the Company would be required to deduct tax at source at the prescribed rates on the dividend paid to its Shareholders. The withholding tax rate would vary depending on the residential status of the Shareholder and the documents submitted by them and accepted by the Company. Accordingly, the Dividend will be paid after deducting the tax at source as follows:

| Particulars                                                                    | Applicable Rate *          | Document Required (if any)                                                                                                                                                                                                                                                                                                   |
|--------------------------------------------------------------------------------|----------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| With PAN                                                                       | 10%                        | Update the PAN, if not already done, with the depositories (in case of shares held in demat mode) and with the Company's Registrar and Transfer Agents - Cameo Corporate Services Ltd (in case of shares held in physical mode).                                                                                             |
| Without PAN / with Invalid PAN                                                 | 20%                        |                                                                                                                                                                                                                                                                                                                              |
| Submitting Form 15G / 15H                                                      | Nil                        | Declaration in Form No. 15G (applicable to any person other than a Company or a firm) / Form 15H (applicable to an Individual who is 60 years and older), fulfilling certain conditions. Please download Form 15G/15H from the Income Tax website <a href="http://www.incometaxindia.gov.in">www.incometaxindia.gov.in</a> . |
| Submitting Order under Section 197 of the Income Tax Act, 1961 (Act)           | Rate provided in the Order | Lower / NIL in accordance with tax certificate obtained from tax authority.                                                                                                                                                                                                                                                  |
| Shareholders (e.g. LIC, GIC) for whom Section 194 of the Act is not applicable | Nil                        | Shareholders (e.g. LIC, GIC) for whom Section 194 of the Act is not applicable.                                                                                                                                                                                                                                              |
| Persons Covered under Section 196 of the Act (e.g. Mutual Funds, Govt.)        | Nil                        | Documentary evidence that the person is covered under said Section 196 of the Act.                                                                                                                                                                                                                                           |

\* Notwithstanding the above, tax would not be deducted on payment of dividend to resident Individual shareholder, if total dividend to be paid in Financial Year 2021-22 does not exceed ₹ 5,000/-.

\* Shareholders are requested to ensure Aadhar number is linked with PAN, as per the timelines prescribed. In case of failure of linking Aadhar with PAN within the prescribed timelines, PAN shall be considered inoperative and, in such scenario, tax shall be deducted at higher rate of 20%.

\* Form 15G/15H can be also downloaded from the web link <https://investors.cameoindia.com> to avail the benefit and email to [agm@cameoindia.com](mailto:agm@cameoindia.com) by 11:59 p.m. IST on Wednesday, 15<sup>th</sup> September 2021. There is also provision to upload the 15G/15H in the web link viz., <https://investors.cameoindia.com> provided by the Company's Registrar and Share transfer agent M/s Cameo Corporate Services Limited.



**II Non-Resident Shareholder:**

| Particulars                                                                 | Applicable Rate *                                                                                                                     | Document Required (if any)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |
|-----------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Foreign Institutional Investors (FIIs) / Foreign Portfolio Investors (FPIs) | 20% (plus applicable surcharge and cess)<br><br>(or)<br><br>rate provided in relevant DTAA read with MLI whichever is more beneficial | In order to apply the Tax Treaty rate, following documents would be required:<br><br>1. Copy of the PAN Card allotted by the Indian Income Tax authorities duly attested by the shareholder or details as prescribed under rule 37BC of Income Tax Rules, 1962<br><br>2. Copy of Tax Residency Certificate for the FY 2021 - 2022 obtained from the revenue/ tax authorities of the country of tax residence, duly attested by the shareholder<br><br>3. Self - declaration in Form 10 F<br><br>4. Self-declaration by the shareholder of having no Permanent Establishment in India in accordance with the applicable Tax Treaty. |

\*\* The Company is not obligated to apply the beneficial Tax Treaty Rates at the time of tax deduction / withholding on dividend amounts. Application of beneficial Tax Treaty Rate shall depend upon the completeness of the documents submitted by the Non Resident Shareholder and review to the satisfaction of the Company.

**III TDS to be deducted at higher rate in case of non-filers of Return of Income:**

The Finance Act, 2021, has inter alia inserted the provisions of Section 206AB of the Act with effect from July 01, 2021. The provisions of Section 206AB of the Act require the deductor to deduct tax at higher of the following rates from amounts paid / credited to 'specified person':

- At twice the rate specified in the relevant provision of the Act; (or)
- At twice the rate or rates in force; (or)
- At the rate of 5%

The 'specified person' means a person who has :

- Not filed return of income for both of the two assessment years relevant to the two previous years immediately prior to the previous year in which tax is required to be deducted, for which the time limit of filing return of income under Section 139(1) has expired.
- Subjected to tax deduction at source in aggregate amounting to Rs 50,000 or more in each of such two immediate previous years.

The non-resident, who does not have the permanent establishment in India, is excluded from the scope of a specified person.

**IV Shareholders who are exempted from TDS provisions through any Circular or Notification shall provide documentary evidence in relation to the same, to enable the Company in applying the appropriate TDS on Dividend payment to such Shareholder.**

The aforesaid documents, as applicable, should be sent by email to agm@cameoindia.com on or before on September 15, 2021, to enable the Company to determine the appropriate TDS / withholding tax rate applicable.

No communication on the tax determination/ deduction received post September 15, 2021 shall be considered for payment of Dividend.

If the tax on said Dividend is deducted at a higher rate, in absence of receipt of or satisfactory completeness of the afore-mentioned details / documents by September 15, 2021, the Shareholder may claim an appropriate refund in the return of income filed with their respective Tax Authorities.

No claim shall lie against the Company for such taxes deducted.

The Company will arrange to email a soft copy of the TDS certificate at the Shareholders registered email ID in due course, post payment of the said Dividend. Shareholders will also be able to see the credit of TDS in Form 26AS, which can be downloaded from their e-filing account at <https://incometaxindiaefiling.gov.in>.

We request your kind cooperation in this regard.

#### **V For Shareholders having multiple accounts under different status / category:**

Shareholders holding shares under multiple accounts under different status / category and single PAN, may note that, higher of the tax as applicable to the status in which shares held under a PAN will be considered on their entire holding in different accounts.

### **15 Update of Bank particulars**

**Shares held in physical form:** Members are requested to send the following documents to our Registrar & Transfer Agents, viz., Cameo Corporate Services Limited latest by **Wednesday, 15<sup>th</sup> September 2021:**

- a) a signed request letter mentioning their name, folio number, complete address and following details relating to bank account in which the dividend is to be received:
  - i) Name and Branch of Bank and Bank Account type;
  - ii) Bank Account Number & Type allotted by the Bank after implementation of Core Banking Solutions;
  - iii) 11 digit IFSC Code.

- b) self-attested original cancelled cheque bearing the name of the Member or first holder, in case shares are held jointly;
- c) self-attested copy of the PAN Card; and
- d) self-attested copy of any document (such as Aadhaar Card, Driving License, Election Identity Card, Passport) in support of the address of the Member as registered with the Company.

**Shares held in electronic form:** Members may please note that their bank details as furnished by the respective Depositories to the Company will be considered for remittance of dividend as per the applicable regulations of the Depositories and the Company will not entertain any direct request from such Members for change/addition/deletion in such bank details. Accordingly, the Members holding shares in Demat form are requested to update their Electronic Bank Mandate with their respective DPs.

Further, please note that instructions, if any, already given by Members in respect of shares held in physical form, will not be automatically applicable to the dividend paid on shares held in electronic form.

The Members who are unable to receive the dividend directly in their bank accounts through Electronic Clearing Service or any other means, due to non- registration of the Electronic Bank Mandate, the Company shall dispatch the dividend warrant/ Bankers' cheque/demand draft to such Members, upon normalization of postal services and other activities.

- 16** As per Regulation 40 of the SEBI LODR, as amended, securities of listed companies can be transferred only in dematerialised form with effect from 1<sup>st</sup> April 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, Members holding

shares in physical form are requested to consider converting their holdings to dematerialised form. Members can contact the Company's Registrar and Transfer Agent, Cameo Corporate Services Limited ("Registrar") at [agm@cameoindia.com](mailto:agm@cameoindia.com) for assistance in this regard.

- 17** The format of the Register of Members prescribed by the MCA under the Companies Act, 2013 requires the Company/Registrars and Transfer Agents to record additional details of Members, including their PAN details, e-mail address, bank details for payment of dividend, etc. Members are requested to update the same. Members holding shares in physical form are requested to submit the details to the registrars of the Company at [agm@cameoindia.com](mailto:agm@cameoindia.com). Members holding shares in electronic form are requested to submit the details to their respective DPs only and not to the Company or Registrars.

Members are also requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/mobile numbers, PAN, registering of nomination, power of attorney registration, Bank Mandate details, etc. to their DPs/ registrar Cameo Corporate services. Further, Members may note that SEBI has mandated the submission of PAN by every participant in the securities market.

- 18** Nomination facility: As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting the relevant forms to the Registrar in form no. SH-13 which can be downloaded from <https://www.tnpl.com/grievance>.
- 19** Consolidation of Physical Share Certificates: Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company or Registrar, the details of such folios together with the share certificates for consolidating

their holdings in one folio. A consolidated share certificate will be issued to such Members after making requisite changes.

- 20** To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised not to leave their Demat account(s) dormant for long. Periodic statements of holdings should be obtained from the concerned DPs and holdings should be verified from time to time.

- 21** Process for registering e-mail addresses to receive this Notice/Docs/Annual Return electronically and cast votes electronically:

i. **Registration of e-mail address and mobile nos permanently with Company/ DP:**

Members are requested to register the same with their concerned DPs, in respect of electronic holding and with registrar Cameo Corporate Services Limited, Subramanian Building, No1, Club House Road, Chennai – 600002., in respect of physical holding, by clicking the link <https://investors.cameoindia.com> or emailing to them at [agm@cameoindia.com](mailto:agm@cameoindia.com) by providing the required documents. Further, those Members who have already registered their e-mail addresses are requested to keep their e-mail addresses validated/ updated with their DPs/registrar to enable servicing of notices/documents/ Annual Reports and other communications electronically to their e-mail address in future.

- ii. Alternatively, Members may also send an e-mail request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) along with the following documents for procuring user id and password and registration of e-mail addresses for e-Voting for the resolutions set out in this Notice:

1. In case shares are held in physical form, please provide Folio No., Name of the shareholder, scanned copy of the share



certificate (front and back), self- attested scanned copy of PAN card, self-attested scanned copy of Aadhaar Card

2. In case shares are held in Demat form, please provide DP ID-Client ID (8 digit DP ID+ 8 digit Client ID or 16 digit Beneficiary ID), Name, client master or copy of Consolidated Account statement, self-attested scanned copy of PAN card, self-attested scanned copy of Aadhaar Card.

## 22 Remote e-Voting before/during the AGM:

- i. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements, Regulations, 2015 (as amended) and the MCA Circulars, the Company is providing the facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with NSDL for facilitating voting through electronic means, as the authorised agency. The facility of casting votes by a Member using remote e-Voting system as well as remote e-Voting during the AGM will be provided by NSDL
- ii. Members of the Company holding shares either in physical form or in electronic form as on **the cut-off date of Wednesday, 15<sup>th</sup> September 2021** may cast their vote by remote e-Voting. A person who is not a Member as on the cut-off date should treat this Notice for information purposes only. A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-Voting before the AGM as well as remote e-Voting during the AGM.

- iii. The remote e-Voting period commences on **Saturday, 18<sup>th</sup> September 2021 at 9.00 a.m. (IST) and ends on Wednesday, 22<sup>nd</sup> September 2021 at 5.00 p.m. (IST)**. The remote e-Voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently. The voting rights of the Members(both physical and demat holding) shall be in proportion to their share of the paid-up equity share capital of the Company as on the **cut-off date i.e. Wednesday, 15<sup>th</sup> September 2021**.

- iv. Members will be provided with the facility for voting through the electronic voting system during the VC proceedings at the AGM and Members participating at the AGM, who have not already cast their vote by remote e-Voting, will be eligible to exercise their right to vote at the end of discussion on the resolutions on which voting is to be held, upon announcement by the Chairperson. Members who have cast their vote on resolution(s) by remote e-Voting prior to the AGM will also be eligible to participate at the AGM through VC/OAVM but shall not be entitled to cast their vote on such resolution(s) again.

- v. The remote e-Voting module on the day of the AGM shall be disabled by NSDL for voting 15 minutes after the conclusion of the Meeting.

- 23 Thiru. R. Sridharan, Practicing Company Secretary (Membership No. F4775 & CP No. 3239) of M/s. R Sridharan and Associates has been appointed as the Scrutinizer by the Board for providing facility to the Members of the Company to scrutinize remote e-Voting process before the AGM as well as remote e-Voting during the AGM in a fair and transparent manner. Their email id is rsaevoting@gmail.com

**24** The Scrutinizer shall, immediately after the conclusion of voting at the AGM, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the company and shall make not later than 48 hours of conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who will counter sign the same and declare the result of the voting forthwith.

**25** The results will be declared within 48 hours of conclusion of the Annual General Meeting. The results declared along with the Scrutinizer's Report shall be placed on the Company's website [www.tnpl.com](http://www.tnpl.com) and on the website of NSDL immediately after the result is declared. The Company shall simultaneously forward the results to BSE Limited ("BSE") and The National Stock Exchange of India Limited ("NSE"), where the shares of the Company are listed.

**26** Since the AGM will be held through VC or OAVM, the Route Map is not annexed in this Notice.

**27** Instructions for attending the AGM through VC/OAVM and remote e-Voting (before and during the AGM) are given below:

**A. INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM**

- i. The Members will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system and they may access the same at <https://www.evoting.nsdl.com> under the Shareholders/Members login by using the remote e-Voting credentials, where the EVEN of the Company i.e 117235 will be displayed. On clicking this link, the Members will be able to attend and participate in the proceedings of the AGM.

Please note that the Members who do not have the User ID and Password for e-Voting or have forgotten the User ID/Password may retrieve the same by following the remote e-Voting instructions mentioned below to avoid a last-minute rush. Further, Members may also use the OTP-based login for logging into the e-Voting system of NSDL.

- ii. Members are encouraged to submit their questions in advance with regard to the financial statements or any other matter to be placed at the 41<sup>st</sup> AGM, from their registered e-mail address, mentioning their name, DP ID and Client ID number/ folio number and mobile number, to reach the Company's e-mail address at [invest\\_grievances@tnpl.co.in](mailto:invest_grievances@tnpl.co.in) before 3.00 p.m. (IST) on Wednesday, 15<sup>th</sup> September 2021. Such questions by the Members shall be suitably replied by the Company.
- iii. Members who would like to express their views/ ask questions as a speaker at the Meeting may pre-register themselves by sending a request from their registered e-mail address mentioning their names, DP ID and Client ID/folio number, PAN and mobile number at [invest\\_grievances@tnpl.co.in](mailto:invest_grievances@tnpl.co.in) on or before **Wednesday, 15<sup>th</sup> September 2021** (5.00 p.m. IST). Only those Members who have pre- registered themselves as a speaker will be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.
- iv. Members who need technical assistance before or during the AGM to access and participate in the Meeting may contact NSDL on [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)/1800-222-990 or contact Mr. Amit Vishal, Senior Manager, NSDL at [amitv@nsdl.co.in](mailto:amitv@nsdl.co.in)/+91 22 2499 4360.

## B. INSTRUCTIONS FOR REMOTE E-VOTING BEFORE/ DURING THE AGM

The remote e-voting period begins on 18<sup>th</sup> September, 2021 at 9:00 A.M. and ends on 22<sup>nd</sup> September, 2021 at 5:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. 15<sup>th</sup> September, 2021, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 15<sup>th</sup> September, 2021.

### 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 and joining virtual meeting 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                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |
|---------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Individual Shareholders holding securities in demat mode with NSDL. | <ol style="list-style-type: none"> <li>Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “<b>Login</b>” which is available under ‘<b>IDeAS</b>’ 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 “<b>Access to e-Voting</b>” under e-Voting services and you will be able to see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “<b>Register Online for IDeAS Portal</b>” or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.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 <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> </ol> |



| Type of shareholders                                                                                   | Login Method                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |
|--------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
|                                                                                                        | <p>4. Shareholders/Members can also download NSDL Mobile App “<b>NSDL Speede</b>” facility by scanning the QR code mentioned below for seamless voting experience.</p> <p style="text-align: center;"><b>NSDL Mobile App is available on</b></p> <div style="text-align: center;">  App Store          Google Play       </div> <div style="display: flex; justify-content: space-around; align-items: center;">   </div> |
| Individual Shareholders holding securities in demat mode with CDSL                                     | <ol style="list-style-type: none"> <li>Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on New System Myeasi.</li> <li>After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of <b>e-Voting service provider i.e. NSDL</b>. Click on <b>NSDL</b> to cast your vote</li> </ol>                                         |
|                                                                                                        | <ol style="list-style-type: none"> <li>If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></li> <li>Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in <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 provided links for the respective ESP i.e. <b>NSDL</b> where the e-Voting is in progress.</li> </ol>           |
| Individual Shareholders (holding securities in demat mode) login through their depository participants | <p>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 or joining virtual meeting &amp; voting during the meeting.</p>                                                                                                                                        |

**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at above mentioned 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.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30              |
| 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 022- 23058738 or 022-23058542-43 |

**B) Login Method for e-Voting and joining virtual meeting 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.
4. 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.

5. 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<br><br>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<br><br>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<br><br>For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001*** |

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.co.in](mailto:evoting@nsdl.co.in) 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 and join General Meeting on NSDL e-Voting system.**

### **How to cast your vote electronically and join General Meeting 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 and General Meeting is in active status.
2. Select "EVEN" of company (TNPL) which is 117235, to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join General Meeting".
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 [rsaevoting@gmail.com](mailto:rsaevoting@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
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. 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 toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or contact Ms. Sarita Mote, Asst. Manager, National Securities Depository Limited, at designated email-Id: [SaritaM@nsdl.co.in](mailto:SaritaM@nsdl.co.in).

**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 [agm@cameoindia.com](mailto:agm@cameoindia.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 [agm@cameoindia.com](mailto:agm@cameoindia.com). If you are an Individual shareholders 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 and joining virtual meeting for Individual shareholders holding securities in demat mode.
3. Alternatively shareholder/members may send a request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) 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.

**THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER:-**

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

**INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:**

1. Member will be provided with a facility to attend the EGM/AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for Access to NSDL e-Voting system. After successful login, you can see link of "VC/OAVM link" placed under "Join General meeting" menu against company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/ Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.

3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at (company email id). The same will be replied by the company suitably.
6. Registration of Speaker related point needs to be added by company.

Registered Office :  
67 Mount Road Guindy  
Chennai-600032

Place: Chennai  
Date: 25.06.2021

BY ORDER OF THE BOARD

**B Ravishankar**  
Company Secretary

## ANNEXURE TO THE NOTICE

Notes on directors seeking appointment/ re-appointment as required under Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015:

### Profile of Directors being appointed/ reappointed

#### ITEM NO. 3

#### Profile of Thiru N Muruganandam, I.A.S.

|                                                            |                                                                                                                                                                                                                                                                                            |
|------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Name                                                       | Thiru N Muruganandam, I.A.S.,                                                                                                                                                                                                                                                              |
| Age                                                        | 53 years                                                                                                                                                                                                                                                                                   |
| Qualification                                              | B.E (Comp. Sci) MBA (IIM)                                                                                                                                                                                                                                                                  |
| Experience                                                 | Thiru N Muruganandam, I.A.S. belongs to the 1991 batch of Indian Administrative Service. He has held various key positions in departments of Government of Tamil Nadu. Currently Thiru N Muruganandam, IAS holds the position of Principal Secretary to Government, Industries Department. |
| Inter-se Director Relationship                             | Thiru N Muruganandam, I.A.S. is not having any inter se relation with other Directors of the Company..                                                                                                                                                                                     |
| Shareholding                                               | Thiru N Muruganandam, I.A.S does not hold any share in TNPL.                                                                                                                                                                                                                               |
| Directorships and Committee Memberships of other companies | Thiru N Muruganandam, IAS is having Directorships and Committee Memberships in the following Companies/ organizations':                                                                                                                                                                    |

| Sl. No. | Company                                                     | Position | Committee Membership |
|---------|-------------------------------------------------------------|----------|----------------------|
| 1.      | Tamilnadu Industrial Development Corporation Limited        | Director | -                    |
| 2.      | State Industries Promotion corporation of Tamilnadu Limited | Chairman | -                    |

|     |                                                                                       |          |   |
|-----|---------------------------------------------------------------------------------------|----------|---|
| 3.  | Tamilnadu Industrial Investment Corporation Limited                                   | Chairman | - |
| 4.  | Tamilnadu Generation and Distribution Corporation Board                               | Director | - |
| 5.  | Titan Company Limited                                                                 | Chairman | - |
| 6.  | TIDEL Park Limited                                                                    | Chairman | - |
| 7.  | Tamilnadu Minerals Limited                                                            | Chairman | - |
| 8.  | Tamilnadu Cements Corporation Limited                                                 | Chairman | - |
| 9.  | IIT Madras Research Park (Sec.8 Company)                                              | Director | - |
| 10. | Guidance (Society) formerly Tamilnadu Industrial Guidance and Export Promotion Bureau | Chairman | - |
| 11. | Chennai Metropolitan Development Authority                                            | Member   | - |
| 12. | Entrepreneurship Development Institute                                                | Director | - |
| 13. | Mono Rail Empowered Committee                                                         | Member   | - |

\* Only membership in Audit and Investors' Grievance Committee is considered.



**ITEM NO. 6****Profile of Dr Rajeev Ranjan, I.A.S.,**

|               |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |
|---------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Name          | Dr Rajeev Ranjan, I.A.S.,                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |
| Age           | 59 years                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |
| Qualification | <ol style="list-style-type: none"> <li>1. B Sc.(Hons)(Phy),</li> <li>2. MBA, IIM, Ahmedabad,</li> <li>3. M.Sc (LSE London)</li> <li>4. Phd (Intellectual Property Rights),</li> <li>5. IPL WIPO, Geneva</li> </ol>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |
| Experience    | <p>Dr Rajeev Ranjan , I.A.S. belongs to 1985 batch of Indian Administrative Service and has held various key positions in the Government of Tamilnadu and Government of India.</p> <p>➤ Had several stints in Government of Tamilnadu such as</p> <ul style="list-style-type: none"> <li>• Chief Secretary , Government of Tamilnadu</li> <li>• Additional Chief Secretary, Highways and Minor Ports Department.</li> <li>• Additional Chief Secretary, Energy Department</li> <li>• Officer on Special duty, 13th Finance Commission, Finance Department and one man Commission for sorting out Sixth Central Pay Commission implementation anomalies for over 11 lakh employees of Govt.of Tamilnadu.</li> <li>• Principal Secretary, Revenue and Disaster Management Department</li> <li>• Principal Secretary, Industries Department</li> <li>• Principal Secretary, Commercial Taxes and Registration Department.</li> <li>• Industries Commissioner and Director of Industries and Commerce.</li> <li>• Member Secretary, Chennai Metropolitan Development Authority (CMDA).</li> <li>• Sub-Collector in Tiruvannamalai and later as Tiruchi Collector.</li> </ul> <p>➤ Had several stints in Government of India such as</p> <ul style="list-style-type: none"> <li>• Secretary, Department of Fisheries, Ministry of Fisheries, Animal Husbandry and Dairying.</li> </ul> |

- Special Secretary, GST Council, Department of Revenue, Ministry of Finance.
- Director and Joint Secretary in the Department of Industrial Policy and Promotion, Ministry of Industries & Commerce.

➤ He has also rich corporate experience having served in various Companies such as

Chairman and Managing Director, Tamil Nadu Generation and Distribution Corporation (TANGEDCO)

Chairman of Titan Industries Limited, Tamilnadu Industrial Development Corporation (TIDCO), Tamilnadu Cements Corporation Limited (TANCEM), Tamilnadu Industrial Explosives Limited (TIEL), Tamilnadu Petro Products Limited (TPPL), Tidel Park Limited (TIDEL), and

Also as Director in several undertakings such as

Neyveli Lignite Corporation (NLC),

State Industries Promotion Corporation of Tamilnadu Limited (SIPCOT),

Electronics Corporation of Tamilnadu Limited ( ELCOT)

As Member of Tamilnadu Electricity Board, Tamilnadu Maritime Board, IIT Madras Research Park, Chennai Metropolitan Development Authority (CMDA) , Syndicate of Anna University, Chennai, Coimbatore , Tiruchi and Tirunelveli.

He has also served earlier as Chairman of Tamilnadu Newsprint and Papers Limited (TNPL) from 2009 -10 to 2011-12 and Chairman and Managing Director in 2016-17.

Presently he is also a Director of Goods and Service Tax Network (GSTN), GSTN is involved in integration of entire nation's diverse tax portfolio into a single taxation system and in developing an IT platform to handle the diverse tax systems of 36 states / Union Territories and Union Government and also providing a single interface for more than a crore tax payers for their GST compliance functions. GSTN is entrusted to build the IT platform to service the need of diverse set of stakeholders.

|                                                            |                                                                                                 |
|------------------------------------------------------------|-------------------------------------------------------------------------------------------------|
| Inter-se Director Relationship                             | Dr Rajeev Ranjan , IAS is not having any inter se relation with other Directors of the Company. |
| Shareholding                                               | Dr Rajeev Ranjan , IAS does not hold any share in TNPL.                                         |
| Directorships and Committee Memberships of other companies | His Directorships and Committee Memberships of other Companies are as follows:-                 |

| Sl. No. | Company                        | Position | Committee Membership |
|---------|--------------------------------|----------|----------------------|
| 1.      | Goods and Services Tax Network | Director | -                    |

**ITEM NO.7****Profile of Thiru Harmander Singh, I.A.S**

|               |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |
|---------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Name          | Thiru Harmander Singh, I.A.S                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |
| Age           | 59 years                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |
| Qualification | MSc (Botany), PG(Diploma in Democratization Public Policy & Governance (The Hague, Netherlands), Certificate Course on Executive Development Leadership in WMDC Denver, USA).                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |
| Experience    | <p>Thiru Harmander Singh, I.A.S., aged 59 years, belongs to 1989 batch of Indian Administrative Service. Thiru Harmander Singh, I.A.S., has over 30 years of service in various departments of Government of Tamil Nadu.</p> <p>➤ Had several stints in Government of Tamilnadu such as</p> <ul style="list-style-type: none"> <li>• District Magistrate of Pudukottai and Dindigul Districts.</li> <li>• Commissioner of Tirunelveli Municipal Corporation and Tiruchirappalli Municipal Corporation.</li> <li>• Commissioner of Sericulture Department.</li> <li>• Industries Commissioner and Director of Industries and Commerce.</li> </ul> |

|                                                            |                                                                                                                                                                                                                                                                                                                                                                        |
|------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
|                                                            | <ul style="list-style-type: none"> <li>• Principal Secretary to Government, Handlooms, Handicrafts, Textiles and Khadi Department.</li> <li>• Additional Chief Secretary to Government, Municipal Administration &amp; Water Supply Department</li> <li>• Commissioner of Sugar &amp; Chairman and Managing Director, Tamil Nadu Sugar Corporation Limited.</li> </ul> |
| Inter-se Director Relationship                             | Thiru Harmander Singh, I.A.S. is not having any inter se relation with other Directors of the Company.                                                                                                                                                                                                                                                                 |
| Shareholding                                               | Thiru Harmander Singh, I.A.S. does not hold any share in TNPL.                                                                                                                                                                                                                                                                                                         |
| Directorships and Committee Memberships of other companies | Thiru Harmander Singh, I.A.S. is having Directorships and Committee Memberships in the following Companies/ organizations':                                                                                                                                                                                                                                            |

| Sl. No. | Company                             | Position                       | Committee Membership |
|---------|-------------------------------------|--------------------------------|----------------------|
| 1.      | Tamilnadu Sugar Corporation Limited | Chairman and Managing Director | -                    |
| 2.      | Perambalur Sugar Mills Limited      | Chairman and Managing Director | -                    |

\* Only membership in Audit and Investors' Grievance Committee is considered.

**ITEM NO.8****Profile of Thiru V Chandrasekaran.**

|               |                                                                                                                                                                                                                                                                                                                                         |
|---------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Name          | Thiru V Chandrasekaran                                                                                                                                                                                                                                                                                                                  |
| Age           | 63 years                                                                                                                                                                                                                                                                                                                                |
| Qualification | B. Com F.C.A.,                                                                                                                                                                                                                                                                                                                          |
| Experience    | Thiru V. Chandrasekaran has worked for nearly 32 years in Finance and Investment functions of Life Insurance, Housing Finance and Mutual Fund in Life Insurance Corporation of India (LIC) with adequate exposure to a gamut of Investments and involved in Investment decision making processes, Investment Monitoring and Accounting. |

|                                                            |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |
|------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
|                                                            | <p>The 3 decades of managerial experience is supported by academic and professional background as a Fellow Member of Institute of Chartered Accountants of India. His Key competencies include Treasury Functions in Equity, Debt and Money Markets, Investment Strategies and Analysis, Credit Review and Monitoring, Project Finance, Venture Capital, Investee Company Affairs, Equity Research Credit Appraisal in Housing Finance including both Retail and Project Finance. Amongst other key positions, he has also held the following positions in LIC of India :</p> <ul style="list-style-type: none"> <li>- As Executive Director (Finance &amp; Accounts) from June 2013 to June 2015</li> <li>- As Executive Director (Investment Monitoring &amp; Accounting) from June 2015 to May 2016</li> <li>- As Executive Director (Investment Operations) from May 2016 till April 2017 and subsequently as Executive Director- Investment, Risk Management and Research till retirement.</li> </ul> |
|                                                            | Thiru V. Chandrasekaran is currently on the board of various companies including TATA Asset Management Limited, Aditya Birla Housing Finance Limited, TATA Investment Corporation Limited, LICHL Asset Management Company Ltd., and Legal Entity Identifier India Ltd                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |
| Inter-se Director Relationship                             | Thiru V. Chandrasekaran is not having any inter se relation with other Directors of the Company.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |
| Shareholding                                               | Thiru V. Chandrasekaran does not hold any share in TNPL.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |
| Directorships and Committee Memberships of other companies | Thiru V. Chandrasekaran is having Directorships and Committee Memberships in the following Companies:                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |

| Sl. No. | Company                                                  | Position                        | Committee Membership |
|---------|----------------------------------------------------------|---------------------------------|----------------------|
| 1.      | CARE Ratings Limited                                     | Director                        |                      |
| 2.      | Tata Investment Corporation Limited                      | Independent Director            | -                    |
| 3.      | Aditya Birla Renewables SPV 1 Limited                    | Independent Director            | Audit Committee      |
| 4.      | Aditya Birla Housing Finance Limited                     | Independent Director            | Audit Committee      |
| 5.      | Tata Asset Management Limited                            | Independent Director            | -                    |
| 6.      | Aseem Infrastructure Finance Limited                     | Independent Director            | Audit Committee      |
| 7.      | Grasim Industries Limited                                | Additional Independent Director | Audit Committee      |
| 8.      | Life Insurance Corporation (International) B S C Bahrain | Director                        | Audit Committee      |
| 9.      | Waacox Energy Private Limited                            | Independent Director            | -                    |

\* Only membership in Audit and Investors' Grievance Committee is considered.

### Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013

#### ITEM NO.5

The Board of Directors at their meeting held on 25<sup>th</sup> June, 2021 have approved the appointment of M/s. Geeyes & Co. (Firm Registration No. 000044), Cost and Management Accountants, Chennai as Cost Auditors to conduct the audit of the Cost Accounts of the Company pertaining to Paper, Cement, Energy and Paper Board for the financial year 2021-22 at a remuneration given in the resolution in the notice.

As per Rule 14 of the Companies (Audit and Auditors) Rules 2014, the remuneration payable to the Cost Auditors is to be ratified by the shareholders.

Accordingly, the resolution is placed before the members for consideration and approval.

None of the Directors and Key Managerial Personnel either directly or through their relatives are in any way concerned or interested whether financially or otherwise in the proposed resolution. The Board recommends the passing of the resolution as set out under item no. 5 as an ordinary resolution.

#### ITEM NO.6

Government of Tamil Nadu vide G.O. Rt. No. 1964 dated 07.05.2021 of Public (Special A) Department nominated Dr Rajeev Ranjan, I.A.S., Chief Secretary to Government and Vigilance Commissioner and Commissioner for Administrative Reforms (in charge) as the Chairman and Managing Director of the Company who took charge on 08.05.2021.

Accordingly the Board of Directors of your Company have appointed Thiru. Dr. Rajeev Ranjan I.A.S. as an Additional Director of the Company with effect from 08.05.2021 in terms of Section 161 of the Companies Act, 2013 and designated him as Chairman and Managing Director from 08.05.2021. Thiru. Dr. Rajeev Ranjan I.A.S. holds office upto the date of this Annual General Meeting. The Company has received a notice in writing from a member proposing his candidature for the office of Director under Section 160 of the Act.

Pursuant to Section 196 of Companies Act, 2013 (Act) and subject to provisions of Section 197 and Schedule V of the Act, the appointment and terms and conditions of Chairman and Managing Director has to be approved by the Members of the Company in General Meeting. The terms and conditions of his appointment including remuneration payable to him are governed by the orders of the Government of Tamil Nadu vide G.O. Ms. No. 167 Public (Spl-A) Department dated 21.02.1994 and any other relevant G.O. in this regard. Copies of the said order is available for inspection by the members at the Registered Office of the Company.

Thiru. Dr. Rajeev Ranjan I.A.S. belongs to 1985 batch of Indian Administrative Service and has held various key positions such as Chief Secretary, Government of Tamil Nadu and in various departments of Government

of Tamil Nadu and India. Details of his experience is mentioned in the profile attached.

The company has received from Dr. Rajeev Ranjan, I.A.S., (i) consent in writing to act as Director in Form DIR – 2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014, (ii) intimation in Form DIR - 8 in terms of Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that he is not disqualified under sub-section (2) of Section 164 of the Companies Act, 2013.

Pursuant to Section 196(4) read with Schedule V of the Companies Act, 2013, appointment of Chairman and Managing Director has to be approved by the Members of the Company in General Meeting. The terms and conditions of his appointment including remuneration payable to him are governed by the orders of the Govt. of Tamil Nadu.

The resolution seeks the approval of the members in terms of Section 196, 197 and 203 read with Schedule V and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder of the appointment of Dr. Rajeev Ranjan, I.A.S., as Chairman and Managing Director of the Company w.e.f 08.05.2021.

The Board of Directors recommends this resolution for your approval.

None of the Directors of the Company and their relatives or key managerial personnel and their relatives other than Dr. Rajeev Ranjan is interested or concerned in the resolution.

#### ITEM NO.7

Government of Tamil Nadu vide G.O (r.t) No 129 dated 21.08.2021 nominated Thiru. Harmander Singh, I.A.S (DIN -03291250) as a Director of the Board of the Company.

Accordingly, Thiru. Harmander Singh I.A.S was appointed as an Additional Director of the Company with effect from 25.06.2021 by the Board of Directors in terms of Section 161(1) of the Companies Act, 2013. Thiru Harmander Singh I.A.S holds office upto the



date of this Annual General Meeting. The Company has received a notice in writing from a member proposing his candidature for the office of Director under Section 160 of the Act.

Thiru Harmander Singh I.A.S belongs to the 1989 batch of the Indian Administrative Service. Currently, holds the position of Chairman and Managing Director, Tamil Nadu Sugar Corporation Limited.

The Board of Directors recommends this resolution for your approval.

None of the Directors of the Company and Key Managerial Personnel either directly or through their relatives other than Thiru Harmander Singh I.A.S is interested or concerned in the resolution.

#### ITEM NO.8

Thiru V Chandrasekaran, (DIN - 03126243) was appointed as Independent Director of the Company pursuant to approval of the Members under the provisions of the Companies Act, 2013 through resolution passed at the Annual General Meeting held on 19<sup>th</sup> September, 2018 with effect from 13.11.2017 for a term of three years.

In accordance with Section 149 (10) and (11) of the Companies Act, 2013, an Independent Director shall hold office for a term up to five consecutive years on the Board of a Company, and shall be eligible for re-appointment on passing of a special resolution by the Company and disclosure of such appointment in Board's report.

As per the provisions of Section 149 of the Companies Act, 2013 and pursuant to the recommendation of the

Nomination and Remuneration Committee, the Board of Directors of the Company passed a resolution in their meeting held on 19<sup>th</sup> September 2018, approving re-appointment of Thiru V Chandrasekaran as Independent Director for a second term of three years with effect from 13<sup>th</sup> November 2020 based on skills, experience, knowledge and performance evaluation. His re-appointment is subject to the approval of the shareholders at this Annual General Meeting by way of Special Resolution.

In the opinion of the Board of Directors, Thiru V. Chandrasekaran, the Independent Director proposed to be re-appointed, fulfill the conditions specified in the Act and the Rules made thereunder and submitted declarations fulfilling the criteria of independence section 149(6) of the Companies Act, 2013.

The Board considers that their continued association would be of immense benefit to the Company and it is desirable to continue to avail his services as Independent Director.

In terms of Section 160 of the Companies Act, 2013, the Company has received notices in writing from a member proposing the candidature of Thiru V Chandrasekaran, (DIN - 03126243) to be re-appointed as Independent Director as per the provisions of the Companies Act, 2013.

The Board of Directors recommends this resolution for your approval.

None of the Directors of the Company and their relatives or key managerial personnel and their relatives other than Thiru V. Chandrasekaran, is interested or concerned in the resolution.

Registered Office :  
67 Mount Road Guindy  
Chennai-600032

Place: Chennai  
Date: 25.06.2021

BY ORDER OF THE BOARD

**B Ravishankar**  
Company Secretary

## DIRECTORS' REPORT

### TO THE MEMBERS

Your Company's Directors are pleased to present the 41<sup>st</sup> Annual Report of the Company along with Audited Accounts for the financial year ended 31<sup>st</sup> March, 2021.

### 1. FINANCIAL RESULTS

The Financial Results for the year under review are summarized below:

(₹ in Crore)

| Particulars                                      | 2020-21        | 2019-20 |
|--------------------------------------------------|----------------|---------|
| Revenue from operations                          | <b>2768.18</b> | 3471.11 |
| Other Income                                     | <b>50.92</b>   | 37.52   |
| <b>Operating Profit (PBIDT/EBIDTA)</b>           | <b>329.97</b>  | 644.36  |
| Finance cost                                     | <b>193.33</b>  | 222.59  |
| <b>Gross Profit (PBDT)</b>                       | <b>136.64</b>  | 421.77  |
| Depreciation & Amortization expense              | <b>235.33</b>  | 231.24  |
| <b>(Loss) / Profit before tax (PBT)</b>          | <b>(98.69)</b> | 190.53  |
| Tax Expense                                      | <b>(33.58)</b> | 60.50   |
| <b>(Loss) / Profit after tax (PAT)</b>           | <b>(65.11)</b> | 130.03  |
| Other Comprehensive Income                       | <b>(9.51)</b>  | (2.92)  |
| <b>Total Comprehensive Income (Net of Taxes)</b> | <b>(74.62)</b> | 127.11  |

The year 2020-21 was a challenging year for the paper industry in India. The Company had to be contend with severe raw material shortages, steep escalation in costs and a progressive reduction in market demand during the year.

During the year Indian Paper Industry was under severe stress due to Covid pandemic resulting in poor market conditions and drop in prices. Despite this your Company has achieved better levels of operation and effectively contained the losses in adverse situation. The management had undertaken effective measures to contain costs and achieve sales to the possible extent during the year.

### 2. DIVIDEND

In accordance with "The Companies (Declaration and Payment of Dividend) Rules, 2014, your director's recommend a dividend of 30% (i.e. ₹3.00/- per share) for the year ended 31<sup>st</sup> March, 2021. The dividend, if approved by the shareholders at the Annual General Meeting, will be paid to the equity shareholders whose names appear in the Register of Members as on 23<sup>rd</sup> September, 2021. The cash outgo on the proposed dividend will be ₹ 20.76 Crs.

### 3. TRANSFER TO RESERVES

Due to loss incurred in 2020 -21 the Company need not transfer any amount to General Reserve. The Cumulative General Reserve as on 31.03.2021 is ₹ 1383.01 Crores.

### 4. PERFORMANCE HIGHLIGHTS OF THE YEAR

#### a. Operations

1. The Company's turnover during the year 2020-21 is ₹ 2,768.18 crore
2. Loss before tax is ₹ (98.69) crore and Loss after tax ₹ (65.11) crore.

#### Printing and Writing Paper

3. During the year the Paper production was 3,23,588 MT.
4. Achieved Paper sales of 2,95,644 MT during the FY 2020-21. Domestic Sales accounts for 76% and Exports at 24%.

#### Packaging Paper Board

5. The packaging paper board plant production was 1,71,711 MT during the financial year 2020-21, equivalent to 86% of capacity.
6. The packaging paper board sales during the year 2019-20 was 1,73,810 MT. Domestic Sales accounts for 94% and exports at 6%.
7. 2,74,142 tonnes of Hardwood, chemical Bagasse Pulp and Deinked Pulp were produced during the year.

8. 5,233.81 lakh units of power was generated of which 5,218.77 lakh units of power was consumed and 31.18 lakh units exported to the State Power Grid. Power drawn from State Grid and consumed only 1.31% of total power consumed.
9. The bio-methanation plants have generated methane gas of 74.68 lakh m<sup>3</sup> during 2020-21. The methane gas was consumed in lime kiln and power boilers in replacement of furnace oil 3,864 KL and imported coal 602 MT.
10. The wind farms with an installed capacity of 35.5MW capacity have generated 385.14 lakh Kwh Units of 'Green Power' during the year.
11. The paper& pulp mill have implemented various water conservation projects and reduced the overall consumption of water to 47 KL/per ton of paper which is one of the lowest in paper industry.
12. TNPL is the First and only company in the Indian Paper Industry to have established a cement manufacturing factory to convert the mill wastes lime sludge and flyash into high grade cement as part of its solid waste management system. During the year, the Company has manufactured 3,08,992 MT of cement.
13. During the year 2020-21, overall borrowings increased by ₹ 534 crore.
14. Market Capitalization was ₹ 1,012.90 crores as on 31.03.2021.

**b. Projects Implemented:**

**Key Projects Implemented/ under Implementation**

**Key Development Projects implemented**

**Revamping of Bio-gas reactor in TNPL Unit I**

The Bio-methanation plant of TNPL has six (6) nos. of UASB reactors. On an average these reactors produce about 30,000 M<sup>3</sup>/day of bio-gas, resulting in saving of about 15 KL of Furnace oil. However, two of the reactors installed in the year 2002-03 needed revamping to improve the efficiency and to effectively capture the bio-gas effectively besides extending the life of the

reactors. The company has taken up revamping by changing the internals and replacing the Carbon steel hoods with Stainless steel hoods. Out of the two reactors, one reactor was repaired and hoods were revamped and commissioned in March 2019. The revamp job on the next reactor was taken up and completed in July 2020. Following this revamp, the bio-gas is fully captured and used in the Lime Kiln, resulting in substantial savings in the Furnace oil usage. Besides, the stainless steel hood provided for the reactors will ensure longer life of the equipment.

**Projects under Implementation**

**Mill Expansion Plan of TNPL Unit II**

As part of its growth plan, TNPL has embarked on a Mill Expansion Plan (MEP) to enhance the capacity of TNPL Unit II by 1,65,000 MT per annum, by installing a Paper Machine along with captive pulping facility, at an estimated capital outlay of ₹2520 Crore. The formal Environment clearance for the project was received from the Ministry of Environment, Forest and Climate Change (MOEFCC), New Delhi, vide its order dated April 04, 2019.

TNPL has proposed to implement the project in two phases as below:

- Under Phase 1, the HWP line with a capacity of 140,000 MT per annum with the following scope shall be set up
- Under Phase 2, the Paper Machine of 165,000 MT/annum along with a Power plant shall be implemented following commissioning of Phase 1.

The Phase 1 of the project will feature installation of a state-of-art chemical hardwood pulping along with chemical recovery facility and augmentation of service utilities viz., Captive power plant and Waste water treatment plant. The financial closure of Phase 1 of the project was achieved in October 2019.

By February 2020, the company completed ordering of all the major, long delivery plant and machineries like Hardwood Pulp Mill, Chemical Recovery Boiler, Black liquor Evaporator, 20 MW Turbo Generator, Air Cooled Condenser, Lime Kiln, Recausticizing plant, etc.

As of date, all the major civil works have been completed, opening the work fronts for Equipment erection. Civil works pertaining to Wood Chip Silo and Effluent Treatment Plant, are nearing completion.

Delivery of Plant and machinery from the major OEMs have been completed. The erection works for Recovery Boiler were commenced in Feb 2020 and as of date, pressure parts have been erected. Equipment erection and Piping works in all other areas like Pulp Mill, Chlorine dioxide plant, Evaporator, TG, ACC, Reacusticizing plant and Lime Kiln are in progress.

As per the schedule drawn considering the delivery of the plant and machinery, the commissioning schedule was targeted for May 2021. However, following the pandemic situation arising on account of COVID-19 and the lockdown announced by the Government of India, the civil construction as well as erection activities had to be suspended with effect from 25<sup>th</sup> March 2020. Following relaxation of the lockdown the civil works were resumed from 20<sup>th</sup> April 2020, with a very lean manpower strength available at site. Due to travel restrictions, no additional manpower could be mobilized from other places too. The momentum could pick up only from August 2020.

All the major suppliers, both from overseas and domestic, served Notice of Force Majeure, as the manufacturing activities were affected in their respective workshops and sub-suppliers' workshop, for a period of over 3 months. Due to lockdown conditions caused by the pandemic, the Engineering activities were also held up, causing delay in generation of construction documents and also procurement specifications. In order to expedite the manufacturing progress and work out a catch up plan, continuous follow-up was maintained with the major machinery suppliers as well as with the contractors at site. Despite this, there is an overall delay in completion of the project, by about 3 months, on account of COVID-19.

As per the current status, the mechanical erection of Pulp mill including the piping are expected to be completed by June 2021. Thereafter, the trials can be carried out and the commencement of pulp trials is expected to commence from August 2021.

### c) Contribution to Environment

- 1) TNPL is one among the 27 of the world's most important pulp and paper manufacturers participated in WWF Environmental Paper Company Index (EPIC) 2019.
- 2) Production of 1,24,739 MT of bagasse pulp and 48,526 MT of Deinked pulp during the year has facilitated conservation of 7.54 Lakh MT of pulpwood.
- 3) "World Environment Day", "International Ozone Day" and "World Water Day" were celebrated internally only due to COVID-19.
- 4) The Company has generated about 397.13 Lakh KWH Wind energy during 2020-21.
- 5) 74.68 Lakh m<sup>3</sup> methane generated in the Bio-methanation plant was consumed in lime kiln and Power Boilers saving 3864 KL of Furnace oil and 602 MT of imported coal.

### d. Corporate Social Responsibility (CSR)

The Company has constituted a CSR Committee of the Board and formulated a CSR Policy.

The Company has undertaken CSR activities as per the CSR policy (available on your company's website [www.tnpl.com](http://www.tnpl.com)) the details are contained in the Annual Report on CSR activities vide **Annexure – I**, forming part of this Report.

### e. Contribution to Innovation and New knowledge development

1. The company nurtures creativity and innovation through its R&D activities which are carried out largely in-house. A few activities are out sourced when warranted.
2. The R&D activities focus on product development, process improvement, raw material substitution, development of new products and protection of the environment.
3. The company has spent ₹ 4.71 Crores on R&D activities during the year.

### f. Awards

The company received the following awards and accolades during the year:

- 1) Water Stewardship Award: TNPL has been honoured with the "Water Stewardship Award" by M/s Indian Chamber of Commerce,



Kolkatta for the fourth time (2018, 2019, 2020 and 2021) during India Corporate Governance and Sustainability Vision Summit 2021 through Virtual Conference.

- 2) Quality Council of India (QCI) – D.L. Shah Quality Award: TNPL has been awarded “13<sup>th</sup> cycle of Quality Council of India (QCI) – D.L. Shah Quality Award” conducted by M/s National Board for Quality Promotion (NBQP) during 3<sup>rd</sup> Virtual Quality Conclave (VQC) on theme of “Commitment to Quality - Sustaining a Culture of Improvement” on 17<sup>th</sup> December 2020 and TNPL has been selected the winner.
- 3) Innovative Initiative Project Award: TNPL is selected as winner under “Innovative Initiative Project” award category for the 14<sup>th</sup> edition of CII National Awards for excellence in Water Management 2020.
- 4) Environment Best Practices Award: TNPL’s project “In house designed Sulfide removal from the Evaporator Vacuum Pump Seal Water in Soda Recovery Plant by Low Cost Stripping Column and reuse the treated water” is one among the 13 projects selected as “Most Innovative Environment Project” during the 7<sup>th</sup> edition of the CII – Environmental Best Practices Award 2020 over virtual platform between 29<sup>th</sup> July 2020 and 31<sup>st</sup> July 2020.
- 5) TNPL has been awarded the “15<sup>th</sup> ICCSR Corporate Social Responsibility – 2021 (Virtual) & Felicitation of Golden Peacock Award for CSR (Global & National) & HR Excellence on 10<sup>th</sup> June 2021.

## 5. MARKET TRENDS

### a) Printing and Writing Paper

The Indian Printing and Writing Paper Industry was extremely sluggish during the first three quarters of 2020-21 due to the Covid-19 pandemic. With the country under lockdown and most of the Educational institutions, offices and courts shut / working on-line, demand for most of the writing and printing grades of paper suffered considerably. As a consequence, traders, publishers and Printers were saddled with unfinished and finished inventory. There was a revival in demand towards the last quarter of the financial year, with the Covid cases coming down. The company was able to reduce stocks and increase price

realisations of its products. Imports of paper during the year was very low because of very low demand and uncertain market scenario.

### b) Packaging Boards

The first quarter of the year was slightly sluggish for packaging boards mainly on account of lockdowns and nation wise logistics issues. However, demand was firm and sales were better during the rest of the year. Demand from pharmaceuticals, Foods and FMCG was strong and the company was able to market the entire production in addition to reducing stocks.

During the year, there were severe increases in the cost of raw material (waste paper and imported pulp) and availability was a constraint. The company was able to pass on the impact of these increases in costs to the market. Overall, the performance of packaging boards business was much better.

Packaging boards industry continued to grow at a healthy pace during the year. The main segments of growth being Packaged foods, Ready-to-eat takeaway foods, Pharmaceuticals and FMCG.

## OUTLOOK

### a) Printing and Writing Paper

The sales momentum of Q4 – last year continued till mid April 2021. With the second wave of Covid hitting from the beginning of this year, the market seems to be slowing down once again. Lockdowns and closure of educational institutions have led to orders being put on hold. However, with the rapid pace of vaccinations it is expected that the situation will stabilize soon. Reopening of Offices, Educational institutions and courts will lead to regularization of demand. The international prices of pulp and paper continue to be firm which should keep imports in check. Overall, the year should be positive for the company.

### b) Packaging Boards

The growth in demand in packaging boards is expected to continue with an anticipated growth of 12%-15% p.a. in Virgin Fiber based packaging boards. Recycled boards is expected to grow at 8-9% p.a. Some pricing pressure is expected in the second half of the year as additional capacity is expected to be commissioned in the domestic market. Overall, with minimal imports expected in this segment, the market is expected to be stable in 2021-22.

## 6. DIRECTORS & KEY MANAGERIAL PERSONNEL

The details of Directors/ Key Managerial Personnel who were appointed or have ceased to be Director/ KMP of the Company during the year 2020-21 are as follows:

| Sl. No. | Name of Director/KMP              | Date of Appointment / Cessation | Appointment / Cessation                         |
|---------|-----------------------------------|---------------------------------|-------------------------------------------------|
| 1.      | Thiru V Ramanathan                | 31.05.2020                      | Ceased to be CFO and KMP                        |
| 2.      | Tmt Soundara Kumar                | 30.06.2020                      | Re Appointed as Director (2 <sup>nd</sup> Term) |
| 3.      | Thiru V Sivakumar                 | 30.06.2020                      | Ceased to be Company Secretary and KMP          |
| 4.      | Thiru B Ravishankar               | 30.06.2020                      | Appointed as Company Secretary and KMP          |
| 5.      | Dr R Anandakumar, I.A.S.,         | 19.10.2020                      | Appointed as Additional Director                |
| 6.      | Tmt Reeta Harish Thakkar, I.A.S., | 19.10.2020                      | Ceased to be a Director                         |
| 7.      | Thiru R Ramaseshan                | 11.11.2020                      | Appointed as CFO and KMP                        |
| 8.      | Thiru V Chandrasekaran            | 13.11.2020                      | Re Appointed as Director (2 <sup>nd</sup> Term) |
| 9.      | Thiru R Ramaseshan                | 18.01.2021                      | Ceased to be CFO and KMP                        |
| 10.     | Tmt Sathya Ananth                 | 11.02.2021                      | Appointed as CFO and KMP                        |
| 11.     | Dr Rajeev Ranjan, I.A.S.,         | 08.05.2021                      | Appointed as Chairman and Managing Director     |
| 12.     | Thiru Harmander Singh, I.A.S.,    | 25.06.2021                      | Appointed as Additional Director                |
| 13.     | Dr R Anandakumar, I.A.S.,         | 25.06.2021                      | Ceased to be a Director                         |

Your Company has nine directors out of whom five are independent and other three are Government nominee directors. The remaining one is Managing Director.

The independent directors are appointed for a fixed period of three years.

In accordance with the provisions of the Companies Act, 2013 and in terms of the Memorandum and Articles of Association of the Company, Thiru N Muruganandam, I.A.S, Director retires by rotation at the forthcoming Annual General Meeting. He is eligible for reappointment as Director.

For the retirement by rotation, Chairman and Managing Director/Managing Director is not liable for retirement by rotation as per Article 141 of the Articles of Association.

### 6.1 Declaration from Independent Directors on Annual Basis

The Independent directors have submitted their disclosure to the Board confirming that they fulfill all the requirements as to qualify for their appointment as an Independent Director under the provisions of Section 149 of the Companies Act, 2013 as well as SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, hereinafter referred to as SEBI Regulations. The Board confirms that the said independent directors meet the criteria as laid down under the Companies Act, 2013 as well as SEBI Regulations.

### 6.2 Remuneration Policy

The Board, on the recommendation of the Nomination & Remuneration Committee has framed a policy for selection and appointment of Directors, Senior Management and their remuneration. The details of policy are provided in the website of the Company and in the Corporate Governance Report forming part of this report (Annexure VII). Also the ratio of remuneration of KMP to the median employees remuneration is also forming part of this report (Annexure IV).

### 6.3 Meetings

A calendar of Meetings is prepared and circulated in advance to the Directors.

During the year, seven meetings of the Board and Eight meetings of the Audit Committee were convened and held, the details are given in the Corporate Governance Report forming part of this report (Annexure VII). The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013 and Regulation 17(2) of the SEBI Regulations.

#### 6.4 Board Evaluation

Pursuant to the provisions of the Companies Act, 2013 and Regulation 17(10) of the SEBI Regulations, the Board has internally carried out an annual performance evaluation of its own performance, the directors individually as well as the evaluation of the working of its Audit and Nomination & Remuneration Committees for the financial year ended 31<sup>st</sup> March, 2021. The guidance note dated January 5, 2017 as suggested by SEBI was referred to, while carrying out the annual performance evaluation. A structured questionnaire was prepared after taking into consideration inputs received from the Directors, covering various aspects of the Board's functioning such as adequacy of the composition of the Board and its Committees, Board culture, execution and performance of specific duties, obligations and governance.

A separate exercise was carried out to evaluate the performance of individual Directors including the Chairman of the Board, who were evaluated on parameters such as level of engagement and contribution, independence of judgments, safeguarding the interest of the Company and its minority shareholders etc. The performance evaluation of the Independent Directors was carried out by the entire Board on the following broad criteria i.e. attendance and level of participation at meetings of the Board/Committees, independence of judgement exercised by Independent Directors, interpersonal relationship etc.

The performance evaluation of the Chairman and the Non Independent Directors was carried out by the Independent Directors in their meeting held on 25.03.2021. The Directors expressed their satisfaction with the evaluation process.

#### 7. INTERNAL COMPLAINTS COMMITTEE

The Company has constituted an Internal Complaint Committee (ICC) in accordance with Section 4 of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 & Rules made thereunder comprising of the following members:

1. Tmt. R. S. Tamilarasy, Emp. No.1664, Senior Manager (Lab) – Presiding Officer

2. Thiru. P. Sundaram, Emp.No.1879, Senior Manager – HR / Member
3. Tmt. M. Pemila Beham, Emp.No.3003, Officer – HR / Member
4. Thiru. M. Vellingiari, President Kanmani Trust, Karur – Member representing NGO

The above members are amongst employees preferably committed to the cause of women or who have had experience in social work or have legal knowledge. During the year under review, there were no complaints referred to the committee.

#### 8. AUDITORS

##### a) Statutory Auditors:

The Comptroller and Auditor General of India appointed M/s. Brahmayya & Co., Chartered Accountants, Chennai, as the Statutory Auditors of the Company for the financial year 2020-21.

##### b) Cost Auditors :

Pursuant to Section 148 of the Companies Act, 2013 read with The Companies (Cost Records and Audit) Amendment Rules, 2014, the cost audit records maintained by the company in respect of its paper, cement and energy activities are required to be audited. Your Directors had, on the recommendation of the Audit Committee, appointed M/s Geeyes & Co, to audit the cost accounts of the company for the year 2020-21. The cost audit report for the year 2020-21 will be submitted to the Central Government before the due date. Cost Audit report for the financial year 2019-20 was filed in scheduled time.

##### c) Secretarial Auditor:

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed M/s. R Sridharan and Associates, a firm of Company Secretaries in practice to undertake the Secretarial Audit of the company. The Report of the secretarial audit is annexed herewith as “Annexure II”.

M/s M Damodaran & Associates a firm of Company Secretaries in practice have been appointed to undertake the Secretarial Audit of the company for the FY 2021-22.

## 9. NON- CONVERTIBLE DEBENTURES

No Non-Convertible Debentures is outstanding as on 31.03.2021.

## 10. FIXED DEPOSITS

During the year under review, the Company has not accepted deposit from the public falling within the ambit of Section 73 of the Companies Act, 2013 and The Companies (Acceptances of Deposits) Rules, 2014.

## 11. RISK MANAGEMENT COMMITTEE/ FRAMEWORK

TNPL has established a Risk Management Framework under which the risks covering the entire operation have been identified and categorized as high, medium and low.

All the risks are discussed periodically in the Senior Management Committee meetings and appropriate actions are taken pro-actively.

The risk details and mitigation plans are placed before the Audit Committee and the Board, bi-annually.

The Company has constituted a Risk Management Committee as required by the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the SEBI LODR")

## 12. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

TNPL has instituted adequate internal control procedures commensurate with the size of its operations. TNPL has also prepared an 'Internal Control Procedure Manual' to ensure that the control procedures are followed by all departments. The departments concerned in the company are complying with the stipulations in the manual without deviating the procedures. The Internal Audit Department monitors and evaluates the efficacy and adequacy of internal control system in the Company, its compliance with operating systems, accounting procedures and policies at all locations of the Company.

Internal controls are supported by internal audit and management reviews. The Audit Committee meets

periodically with the Management, External-Internal auditors, Internal Auditors, Statutory Auditors and reviews the Annual Audit plans and internal controls. All significant observations of the Auditors are acted upon. The Audit Committee met 9 times during the financial year. The review of Management Response to Audit Observations constitutes an important aspect of the Agenda for each meeting.

## 13. VIGIL MECHANISM/ WHISTLE BLOWER POLICY

The company has framed a Vigil Mechanism / Whistle Blower Policy; the details of such Policy are explained in the Corporate Governance Report and also posted on the website of the Company at [www.tnpl.com](http://www.tnpl.com).

## 14. PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS

Details of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013 are given in the notes to the Financial Statements.

## 15. TRANSFER TO INVESTOR EDUCATION AND PROTECTION FUND

During the year, the company has transferred ₹13,95,420 being the Dividend amount which was due and payable and remained unclaimed and unpaid for a period of seven years, to the Investor Education and Protection Fund, as required under Section 124(5) of the Companies Act, 2013.

## 16. UNPAID DIVIDEND STATUS

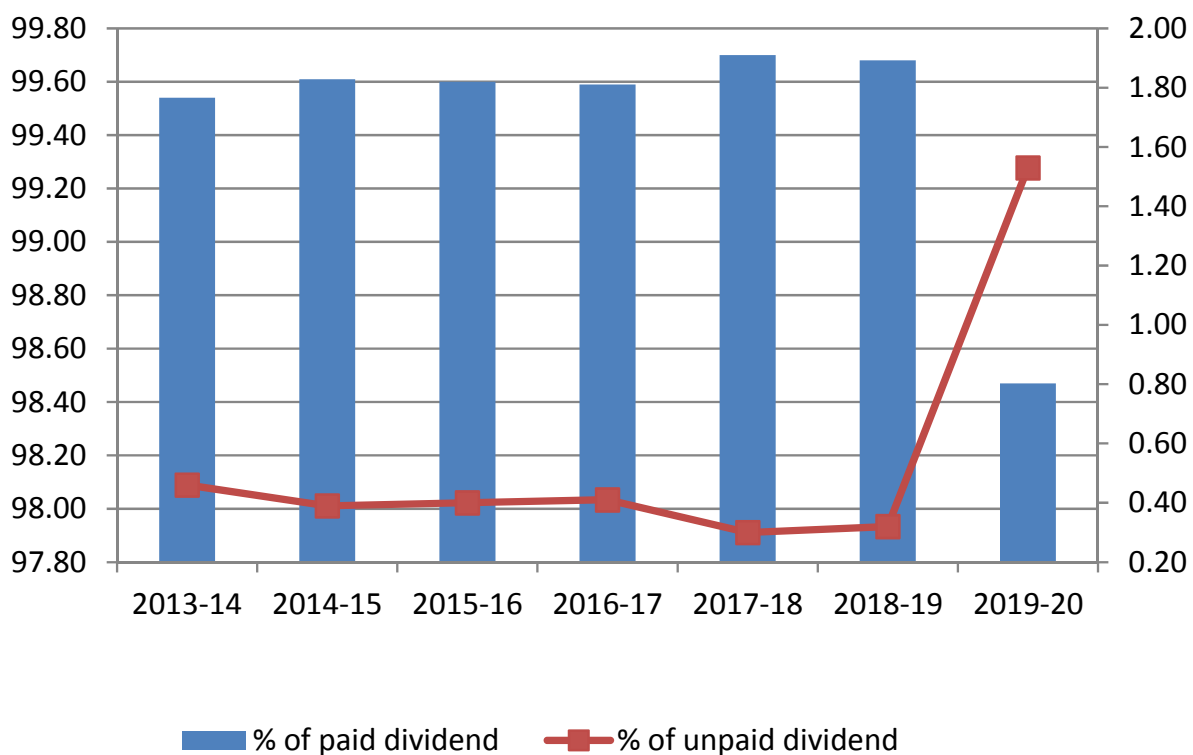
Dividend was remaining unpaid due to non-confirmation of their new addresses by the concerned shareholders. The unpaid dividend warrants were returned by the postal authorities. Effective follow-up by the Company has resulted in Unpaid Dividend being consistently equal or below 1.5% of the total dividend. As and when the shareholders communicate the new address, the dividend is sent to the shareholders. At the end of seven years, the unpaid dividend is transferred to Investor Education and Protection Fund. The table and graph given below summarize the status of Unpaid Dividend.



## DIVIDEND STATUS FOR THE LAST 7 YEARS

(₹ In lakhs)

| SL No. | YEAR    | SHARE CAPITAL | DIVIDEND% | DIVIDEND AMOUNT | DIVIDEND PAID | DIVIDEND UNPAID AS ON 31.3.2021 | % OF PAID DIVIDEND | % OF UNPAID DIVIDEND |
|--------|---------|---------------|-----------|-----------------|---------------|---------------------------------|--------------------|----------------------|
| 1      | 2013-14 | 6921.06       | 60        | 4152.63         | 4133.47       | 19.16                           | 99.54              | 0.46                 |
| 2      | 2014-15 | 6921.06       | 60        | 4152.63         | 4136.60       | 16.03                           | 99.61              | 0.39                 |
| 3      | 2015-16 | 6921.06       | 75        | 5190.80         | 5170.09       | 20.71                           | 99.60              | 0.39                 |
| 4      | 2016-17 | 6921.06       | 75        | 5190.80         | 5169.68       | 21.12                           | 99.59              | 0.41                 |
| 5      | 2017-18 | 6921.06       | 50        | 3460.53         | 3450.35       | 10.18                           | 99.70              | 0.29                 |
| 6      | 2018-19 | 6921.06       | 75        | 5190.80         | 5174.39       | 16.41                           | 99.68              | 0.32                 |
| 7      | 2019-20 | 6921.06       | 60        | 4152.63         | 4089.90       | 62.73                           | 98.47              | 1.51                 |



## 17. ENERGY CONSERVATION, TECHNOLOGY ABSORPTION AND FOREIGN EARNINGS AND OUTGO

The particulars required under Sec. 134(3) (m) of the Companies Act 2013, read with the Rule 8 of The Companies (Accounts) Rules, 2014, is furnished in Annexure III to this Report.

## 18. HEALTH

An Occupational Health Centre (OHC) is functioning on round the clock basis in both the units. There are Four Medical Officers, Two Nurses, Two Pharmacists, Four Attenders at Unit-I and Two Medical Officers, Four Nurses at Unit-II to render medical assistance for employees and their dependents. The specialists on Heart Ortho, Skin, Gynecology, Eye, Dental and ENT visit Occupational Health Centre regularly.

When employees sustain injuries while on duty, First Aid treatment is given at OHC and if need be, the injured is referred to outside hospitals for expertise treatment and company bears the entire medical expenses.

Further, the Company bears the entire medical expenses of employees for 7 Serious Ailments viz. Heart ailment, Cancer, Kidney Transplantation, Paralysis, Leprosy, Tuberculosis and Brain Surgery. 180 days of Special Leave is being sanctioned to those employees, who suffer from any one of the above Serious Ailments. In such Serious Ailment cases, in case, the 180 days of Special Leave is exhausted then additional 180 days of Special Leave is sanctioned on case to case basis.

Under a Special Medical Assistance Scheme, 50% of the hospitalization expenses for the employee and their dependents are borne by the Company.

Comprehensive Master Health Check-up is being carried out for employees at five times in their service period .i.e. at the age of 40 years, 45 years, 50 years, 55 years and 59 years on free of cost. Every year, Audiometry Test is being conducted to those employees who are exposed to high noise areas. Once in 2 years, Eye Test is being carried out for employees who are in driving job. The company distributes pamphlets among the employees and the

families providing them tips on good health and to defeat the Corona waves.

TNPL is committed to take care of the health of its employees thereby ensuring for better productivity.

## 19. SAFETY

TNPL has adopted a clearly defined Occupational Health and Safety Policy. Suitable Personal Protective Equipment's (PPE) are provided to all employees. Periodical Training Programs are conducted on handling of hazardous chemicals, Material handling, Usage of PPEs, Electrical safety, road safety, First aid, fire fighting etc. to improve safety awareness among the employees including contract workmen. Caution boards, posters, slogans, Do's and Don'ts etc. are displayed at prominent places to promote safety at work places. Safety Committee with representatives from Management and Workmen has been constituted. Safety Committee meetings are conducted periodically and suggestions given to improve safety aspects are implemented.

Accidents and incidents are investigated and preventive / corrective actions are taken to avoid recurrence. Mill wide Safety Audit, HAZOP study and Risk Analysis are carried out periodically through experts in industrial safety and the recommendations are implemented. An updated On-site Emergency Plan (OEP) and Off-site Emergency Plan are available to mitigate emergencies. Periodic mock drills for hazardous chemical leakages and fire incident are conducted to ensure the effectiveness of emergency preparedness. The entire Mill is covered with fire hydrant points with pressurized water ring mains for fire fighting. Also different types of fire extinguishers according to the nature of fire are provided at strategic points since inception, TNPL has maintained an excellent safety record.

## 20. COVID-19

The Company had to contend with a situation wherein the main stay for TNPL "The Education Sector" was a shutdown, due to COVID-19 for the full year. This has led to a steep decline in demand from this sector.

Your Company's products particularly paper is meant for the Education sector. The first complete lockdown

was announced during the peak season in March 2020 and further lockdowns were announced subsequently during the year. This led to the convertors grapple with the situation of migrant labour returning back to their native states. This resulted in inventory, both as raw material and as finished goods piling up at the convertors end. Most of the Notebook convertors and publishers has closed their units as there was subdued demand for books and notebooks.

The educational institutions have shifted to online classes during the year impacting demand for paper. However the management is taking adequate efforts to contain costs and improve efficiency along with strategies to compete in the domestic and international market.

## **21. PARTICULARS OF EMPLOYEES**

None of the employees of the company was in receipt of remuneration in excess of the limits prescribed under the Companies Act, 2013 and the rules framed there under. The information as required under Section 197 read with Rule 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of employees of the company, is annexed as Annexure IV.

## **22. CASH FLOW STATEMENT**

As required under Regulation 34(2) (c) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, a Cash Flow Statement prepared in accordance with the Indian Accounting Standard 7 (IND AS-7) is attached to the Balance Sheet.

## **23. EXPORT HOUSE STATUS**

TNPL has been awarded status of "Three Star Export House" by DGFT -Government of India in accordance with Foreign Trade Policy. This status is valid till 30/09/2021.

## **24. INDUSTRIAL AND PERSONNEL RELATIONS**

The Company continues to have healthy industrial and employee relations at all levels. Despite severe competition, the enthusiasm and unstinting efforts of the employees have enabled the Company to remain at the forefront of the industry.

TNPL continued to receive co-operation and unstinted support from the distributors, retailers, stockists, suppliers and other associated with the Company as its trading partners. The Directors wish to place on record their appreciation for the same and the Company will continue in its endeavor to build and nurture strong links with trade, based on mutuality, respect and co-operation with each other and consistent with consumer interest.

## **25. ENHANCING SHAREHOLDERS' VALUE**

Your Company believes in the importance of its Members who are among its most important stakeholders. Accordingly, your Company's operations are committed to the goal of achieving high levels of performance and cost effectiveness, growth building, enhancing the productive asset and resource base and nurturing overall corporate reputation. Your Company is also committed to creating value for its stakeholders by ensuring that its corporate actions have positive impact on the socio-economic and environmental growth and development.

## **26. DIRECTORS' RESPONSIBILITY STATEMENT**

Pursuant to the requirement under Section 134(5) of the Companies Act, 2013, with respect to Directors' Responsibility Statement, it is hereby confirmed that:

1. in the preparation of the annual accounts for the year ended 31<sup>st</sup> March, 2021, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
2. the directors had selected accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the loss of the company for that period;
3. the directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

4. the Annual Accounts were prepared for the financial year ended 31<sup>st</sup> March, 2021 on a going concern basis;
5. the directors have laid down proper internal financial controls to be followed by the company and that such internal financial controls are adequate and are operating effectively;
6. the directors have devised proper systems to ensure compliance with the provisions of all applicable laws and such systems are adequate and are operating effectively.

## **27. EXTRACT OF ANNUAL RETURN**

The details forming part of the extract of the Annual Return in form MGT 9 is annexed herewith as **"Annexure V"**.

## **28. MANAGEMENT DISCUSSION AND ANALYSIS AND CORPORATE GOVERNANCE**

The Report on Management Discussion and Analysis and the Report on Corporate Governance forming part of Directors' Report are attached as "Annexures VI and VII".

As required by the SEBI Regulations, an Auditor's Certificate on Corporate Governance and a Declaration by the Chairman & Managing Director with regard to Code of Conduct are attached to the Report on Corporate Governance.

## **29. BUSINESS RESPONSIBILITY REPORT**

The 'Business Responsibility Report' (BRR) of the Company for the year 2020-21 forms part of the Annual Report as required under Regulation 34(2) (f) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is attached as "Annexure VIII"

## **30. RELATED PARTY TRANSACTIONS**

There are no materially significant transactions with related parties during the year with Promoters, Directors, Key Managerial Personnel or other designated persons which are potentially conflicting with the interest of the Company at large.

The Board of Directors have framed the policy on Related Party Transactions and the same is uploaded on the Company's website at [www.tnpl.com..](http://www.tnpl.com..)

None of the Directors or Key Managerial Personnel have any pecuniary relationships or transactions vis-à-vis the Company.

Accordingly, the disclosures of Related Party Transactions required under section 134 (3) (h) of the Companies Act, 2013 in Form AOC-2 is not applicable.

## **31. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS**

There are no significant material orders passed by the Regulators / Courts which would impact the going concern status of the Company and its future operations.

## **32. MATERIAL CHANGES OCCURRED AFTER END OF FINANCIAL YEAR**

Except as disclosed elsewhere in this report, no material changes and commitments which could affect the Company's financial position have occurred between the end of the financial year and date of this report.

## **33. CEO/CFO CERTIFICATION**

As required by Regulation 17(8) of the SEBI Regulation, a Certificate on the Financial Statements and Cash Flow statement of the company for the year ended 31<sup>st</sup> March, 2021 duly signed by the Chairman and Managing Director was submitted to the Board of Directors at their meeting held on 25<sup>th</sup> June, 2021.

## **34. ACKNOWLEDGEMENT**

The Board has pleasure in recording its appreciation for the assistance, co-operation and support extended to the company by the Govt. of Tamil Nadu, Commercial Banks, Financial Institutions, Sugar Mills and Dealers.

The Board also places on record its sincere appreciation of the positive response received from the Company's valued customers and thank them for their continued support.



The Company is grateful to all employees for their exemplary co-operation during the year. Their contribution has been truly outstanding. The Directors place on record their appreciation of the excellent effort made by every employee to enhance the company's performance in adverse market conditions.

The Board of Directors regret the loss of life due to COVID-19 pandemic and record their appreciation to all the persons who risked their life and safety to fight this pandemic.

Finally, the Board of Directors sincerely thank the Investor community for their solid support and for the confidence they have reposed in the Company.

Place: Chennai  
Date: 25.06.2021

### 35. CAUTIONARY STATEMENT

Statements in the Board's Report and the Management Discussion & Analysis describing the Company's objectives, expectations or forecasts may be forward-looking within the meaning of applicable securities laws and regulations. The Company cannot guarantee the accuracy of assumptions and the projected future performance of the Company. The actual results may materially differ from those expressed or implied in this report. Important factors that could influence the Company's operations include global and domestic demand and supply conditions affecting selling prices of finished goods, input availability and prices, changes in government regulations, tax laws, economic developments within the country and other factors such as litigation and industrial relations.

For and on behalf of the Board

**Dr Rajeev Ranjan, I.A.S**  
Chairman and Managing Director

## ANNEXURE - I

### ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES

#### 1. Brief outline on CSR Policy of the Company

This policy is framed with the larger objective of seeking comprehensive all round development of the area where TNPL's plants are located, primarily in a radius of 5 to 10 km from the plant locations at Kagithapuram and Mayanur in Karur district and Mondipatti in Thiruchirapalli district. TNPL will also undertake holistic development on a pilot basis in adjoining areas. The broad sectors included in TNPL's CSR policy are Livelihood/Economic Development, Soil and Water Conservation, Education, Public Health and Medicare, Social Development, Environment and Sanitation, Culture and Heritage and Infrastructure Development. The primary focus will be the well being of all citizens in the area. The policy intends to provide the basis for sustainable development of the area. The policy recognizes that the plants cannot function in isolation but be socially responsible. It seeks to promote continuous dialogue with the community upholding ethical practices. The economic and social aspirations of the people in the area are to be recognized and promoted.

The projects undertaken are within the broad framework of Schedule VII of the Companies Act, 2013. Details of the CSR policy and projects or programs undertaken by the Company are available on links given below:

[https://www.tnpl.com/uploads/documents/TNPL\\_CSR\\_Policy\\_and\\_Annual\\_Action\\_Plan.pdf](https://www.tnpl.com/uploads/documents/TNPL_CSR_Policy_and_Annual_Action_Plan.pdf)

<https://www.tnpl.com/csr>

#### 2. Composition of the CSR Committee

| Sr. No | Name of Director                | Designation / Nature of Directorship | Number of meetings of CSR Committee held during the year | Number of meetings of CSR Committee attended during the year |
|--------|---------------------------------|--------------------------------------|----------------------------------------------------------|--------------------------------------------------------------|
| 1      | Thiru N. Narayanan, IAS (Retd.) | Chairman                             | 2                                                        | 2                                                            |
| 2      | Tmt. Soundara Kumar             | Member                               | 2                                                        | 2                                                            |
| 3      | Thiru P B Santhanakrishnan      | Member                               | 2                                                        | 2                                                            |
| 4      | Dr. M Arumugam                  | Member                               | 2                                                        | 2                                                            |

#### 3. Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the Company

Composition of the CSR committee shared above and is available on the Company's website on <https://www.tnpl.com/Corporate-Governance#>

[https://www.tnpl.com/uploads/documents/TNPL\\_CSR\\_Policy\\_and\\_Annual\\_Action\\_Plan.pdf](https://www.tnpl.com/uploads/documents/TNPL_CSR_Policy_and_Annual_Action_Plan.pdf)

CSR projects - <https://www.tnpl.com/csr>

4. Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable (attach the report).

TNPL is conducting Baseline survey with impact assessment on CSR programs through an external agency.

5. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any

| Sr. No | Financial Year | Amount available for set-off from preceding financial years<br>(₹ In lakhs) | Amount required to be setoff for the financial year, if any<br>(₹ In lakhs) |
|--------|----------------|-----------------------------------------------------------------------------|-----------------------------------------------------------------------------|
|        | -              | NIL                                                                         | NIL                                                                         |

6. Average net profit of the Company as per Section 135(5): ₹ 317 crore
7. (a) Two percent of average net profit of the Company as per section 135(5) : ₹ 2.12 crore
- (b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years : NIL
- (c) Amount required to be set off for the financial year, if any : NIL
- (d) Total CSR obligation for the financial year (7a+7b-7c) : ₹ 2.12 crore
8. (a) CSR amount spent or unspent for the financial year:

| Total Amount Spent for the Financial Year<br>(₹ In crore) | Amount Unspent (₹ In crore)                                           |                  |                                                                                                     |        |                  |
|-----------------------------------------------------------|-----------------------------------------------------------------------|------------------|-----------------------------------------------------------------------------------------------------|--------|------------------|
|                                                           | Total Amount transferred to Unspent CSR Account as per Section 135(6) |                  | Amount transferred to any fund specified under Schedule VII as per second proviso to Section 135(5) |        |                  |
|                                                           | Amount                                                                | Date of transfer | Name of the Fund                                                                                    | Amount | Date of transfer |
| 2.12                                                      | NIL                                                                   | -                | -                                                                                                   | NIL    | -                |

- (b) Details of CSR amount spent against ongoing projects for the financial year:

| (1)     | (2)                 | (3)                                                         | (4)                 | (5)                     |          | (6)              | (7)                                              | (8)                                                        | (9)                                                                                             | (10)                                     | (11)                                                 |                         |
|---------|---------------------|-------------------------------------------------------------|---------------------|-------------------------|----------|------------------|--------------------------------------------------|------------------------------------------------------------|-------------------------------------------------------------------------------------------------|------------------------------------------|------------------------------------------------------|-------------------------|
| Sr. No. | Name of the Project | Item from the list of activities in Schedule VII to the Act | Local area (Yes/No) | Location of the project |          | Project duration | Amount allocated for the project<br>(₹ In lakhs) | Amount spent in the current financial Year<br>(₹ In lakhs) | Amount transferred to Unspent CSR Account for the project as per Section 135(6)<br>(₹ In lakhs) | Mode of Implementation - Direct (Yes/No) | Mode of Implementation - Through Implementing Agency |                         |
|         |                     |                                                             |                     | State                   | District |                  |                                                  |                                                            |                                                                                                 |                                          | Name                                                 | CSR Registration number |
|         | NIL                 | -                                                           | -                   | -                       | -        | -                | -                                                | -                                                          | -                                                                                               | -                                        | -                                                    | -                       |

**(c) Details of CSR amount spent against other than ongoing projects for the financial year:**

| (1)     | (2)                                                                                                                                | (3)                                                         | (4)                 | (5)                     |          | (6)                                       | (7)                                     | (8)                                                  |                         |
|---------|------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------|---------------------|-------------------------|----------|-------------------------------------------|-----------------------------------------|------------------------------------------------------|-------------------------|
| Sr. No. | Name of the Project                                                                                                                | Item from the list of activities in schedule VII to the Act | Local area (Yes/No) | Location of the project |          | Amount spent for the project (₹ In lakhs) | Mode of implementation- Direct (Yes/No) | Mode of implementation - Through implementing agency |                         |
|         |                                                                                                                                    |                                                             |                     | State                   | District |                                           |                                         | Name                                                 | CSR registration number |
| 1       | Free Education to the downtrodden Children.                                                                                        | (ii)                                                        | Yes                 | Tamilnadu               | Karur    | 16.11                                     | No                                      | -                                                    | -                       |
| 2       | COVID support - Medical equipments to PHC etc.,                                                                                    | (i)(xii)                                                    | Yes                 | Tamilnadu               | Karur    | 24.53                                     | Yes                                     | -                                                    | -                       |
| 3       | Health Care and Medical Service - Aids and appliances to the differently abled persons.                                            | (i)(ii)                                                     | Yes                 | Tamilnadu               | Karur    | 7.51                                      | No                                      | -                                                    | -                       |
| 4       | Infrastructure Development (Providing Furnitures, Constructing Building, Park, etc., at Government Schools, Hospitals, Panchayats) | (i)(ii)                                                     | Yes                 | Tamilnadu               | Karur    | 49.54                                     | Yes                                     | -                                                    | -                       |
| 5       | Supplying Drinking water                                                                                                           | (i)                                                         | Yes                 | Tamilnadu               | Karur    | 68.78                                     | Yes                                     | -                                                    | -                       |
| 6       | Livelihood and Economic Development – Skill development training                                                                   | (ii)(iii)                                                   | Yes                 | Tamilnadu               | Karur    | 7.06                                      | Yes                                     | -                                                    | -                       |
| 7       | Apparel Manufacturing training in association with NSDC.                                                                           | (ii) (iii)                                                  | Yes                 | Tamilnadu               | Karur    | 9.28                                      | No                                      | -                                                    | -                       |
| 8       | Battery Vehicle to Local Panchayat.                                                                                                | (iv)                                                        | Yes                 | Tamilnadu               | Karur    | 1.73                                      | Yes                                     | -                                                    | -                       |
| 9       | Advanced training for Govt. Music college students.                                                                                | (ii)(v)                                                     | Yes                 | Tamilnadu               | NA       | 11.40                                     | No                                      | -                                                    | -                       |
| 10      | Environment & Sanitation - Greenery Development                                                                                    | (iv)                                                        | Yes                 | Tamilnadu               | Karur    | 3.82                                      | Yes                                     | -                                                    | -                       |
| 11      | Desilting of Canal                                                                                                                 | (i)(iv)                                                     | Yes                 | Tamilnadu               | Karur    | 5.95                                      | Yes                                     | -                                                    | -                       |
| 12      | Phytoremediation of saline sodic soil development.                                                                                 | (iv)                                                        | Yes                 | Tamilnadu               | Karur    | 8.35                                      | Yes                                     | -                                                    | -                       |
| 13      | Culture & Heritage                                                                                                                 | (v)                                                         | Yes                 | Tamilnadu               | Karur    | 5.14                                      | Yes                                     | -                                                    | -                       |

**(d) Amount spent in Administrative Overheads: NIL****(e) Amount spent on Impact Assessment, if applicable: NIL****(f) Total amount spent for the Financial Year (8b+8c+8d+8e) : ₹ 2.19 crore****(g) Excess amount for set off, if any**

| Sr. No. | Particular                                                                                                  | Amount (₹ In crore) |
|---------|-------------------------------------------------------------------------------------------------------------|---------------------|
| (i)     | Two percent of average net profit of the Company as per Section 135(5)                                      | 2.12                |
| (ii)    | Total amount spent for the Financial Year                                                                   | 2.19                |
| (iii)   | Excess amount spent for the financial year [(ii)-(i)]                                                       | 0.07                |
| (iv)    | Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any | NIL                 |
| (v)     | Amount available for set off in succeeding financial years [(iii)-(iv)]                                     | 0.07                |



## 9. (a) Details of Unspent CSR amount for the preceding three financial years:

| Sr. No. | Preceding Financial Year | Amount transferred to Unspent CSR Account under Section 135 (6) (₹ In crore) | Amount spent in the reporting Financial Year (₹ In crore) | Amount transferred to any fund specified under Schedule VII as per Section 135(6), if any |                     |                  | Amount remaining to be spent in succeeding financial years (₹ In crore) |
|---------|--------------------------|------------------------------------------------------------------------------|-----------------------------------------------------------|-------------------------------------------------------------------------------------------|---------------------|------------------|-------------------------------------------------------------------------|
|         |                          |                                                                              |                                                           | Name of the Fund                                                                          | Amount (₹ In crore) | Date of transfer |                                                                         |
| 1       | -                        | NIL                                                                          | -                                                         | -                                                                                         | NIL                 | -                | -                                                                       |

## (b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s):

| 1       | 2          | 3                   | 4                                                 | 5                | 6                                                   | 7                                                                        | 8                                                                           | 9                                           |
|---------|------------|---------------------|---------------------------------------------------|------------------|-----------------------------------------------------|--------------------------------------------------------------------------|-----------------------------------------------------------------------------|---------------------------------------------|
| Sr. No. | Project ID | Name of the Project | Financial Year in which the project was commenced | Project duration | Total amount allocated for the project (₹ In crore) | Amount spent on the project in the reporting Financial Year (₹ In crore) | Cumulative amount spent at the end of reporting Financial Year (₹ In crore) | Status of the project - Completed / Ongoing |
|         |            |                     |                                                   |                  |                                                     |                                                                          |                                                                             |                                             |

## 10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year (asset-wise details)

(a) Date of creation or acquisition of the capital asset(s) : None

(b) Amount of CSR spent for creation or acquisition of capital asset : NIL

(c) Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc. : Not Applicable

(d) Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset) : Not Applicable

## 11. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per Section 135(5) : Not Applicable

**Dr Rajeev Ranjan, I.A.S.,**  
Chairman and Managing Director

**N. Narayanan, IAS (Retd.)**  
Chairman, Corporate Social Responsibility Committee

## ANNEXURE - II

## SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH, 2021

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No.9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended]

To  
The Members,  
**TAMILNADU NEWSPRINT AND PAPERS LIMITED**  
67, Mount Road,  
Guindy, Chennai- 600 032.

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **TAMIL NADU NEWSPRINT & PAPERS LIMITED** [Corporate Identification Number: L22121TN1979PLC007799] (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing our opinion thereon.

Based on our verification of Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31<sup>st</sup> March, 2021 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31<sup>st</sup> March, 2021 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

- (iv) The Company has complied with the applicable provisions of Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of External Commercial Borrowings. There are no Foreign Direct Investment & Overseas Direct Investments during the year under review.
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
  - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ;
  - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;(not applicable during the period under review);
  - d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;(not applicable during the period under review);
  - e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (not applicable during the period under review);
  - f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
  - g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; (not applicable during the period under review ) ; and

- h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; (not applicable during the period under review);
- (vi) We have reviewed the compliance management systems and information provided by the Company for ensuring compliances under the other applicable Acts, Rules, Regulations and Guidelines prescribed under various laws which are applicable to the Company and categorized under the following major heads/groups:
1. Factories Act, 1948;
  2. Labour laws and other incidental laws related to labour and employees appointed by the Company including those on contractual basis as relating to wages, gratuity, prevention of sexual harassment, dispute resolution, welfare, provident fund, insurance, compensation, etc.;
  3. Industries (Development & Regulation) Act, 1991;
  4. Acts relating to consumer protection including The Competition Act, 2002;
  5. Acts and Rules prescribed under prevention and control of pollution;
  6. Acts and Rules relating to Environmental protection and energy conservation;
  7. Acts and Rules relating to hazardous substances and chemicals;
  8. Acts and Rules relating to electricity, fire, petroleum, drugs, motor vehicles, explosives, boilers etc.;
  9. Acts relating to mining activities;
  10. Acts relating to protection of IPR;
  11. The Information Technology Act, 2000;
  12. Land revenue laws and
  13. Other local laws as applicable to various plants and offices.

We believe that the audit evidence which we have obtained is sufficient and appropriate to provide a basis

for our audit opinion. In our opinion and to the best of our information and according to explanations given to us, we believe that the systems and mechanisms established by the Company are adequate to ensure compliance of laws as mentioned above. We have not examined compliance by the Company with applicable financial laws, like direct and indirect tax laws, since the same have been subject to review by statutory auditor, tax auditor, and other designated professionals.

We have also examined compliance with the applicable clauses / regulations of the following which have been generally complied by the Company:

- (i) Secretarial Standards with respect to Meetings of Board of Directors (SS-1) and General Meetings (SS-2) issued by The Institute of Company Secretaries of India.
- (ii) The Uniform Listing Agreement entered into with BSE Limited and National Stock Exchange of India Limited pursuant to the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. issued by the Ministry of Corporate Affairs, Securities and Exchange Board of India and such other regulatory authorities for such acts, rules, regulations, standards etc. as mentioned above.

**We further report that** The Board of Directors of the Company is duly constituted with proper balance of Executive Director, Non-Executive Directors, Woman Independent Director and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting. Notes on Agenda which are circulated

less than the specified period the necessary compliances under the Companies Act, 2013 and secretarial standard on Meeting of the Board of Directors are complied with. Board Meetings that were held through video conferencing or other audio visual means / the directors who were participated through video conferencing during the period under review the necessary compliances of Rule 3 & 4 of the Companies (Meetings of Board and its Powers) Rules, 2014 have been complied with.

Further, the Circulars, Regulations and Guidelines issued by the Ministry of Corporate Affairs, Securities and Exchange Board of India and other relevant regulatory authorities in view of the pandemic pertaining to Board/ Committee meetings, General Meetings and other provisions of the Act, Rules and Regulations have been complied with by the Company.

Based on the verification of the records and minutes, the decisions were carried out with the consent of the Board of Directors / Committee Members and no Director / Member dissented on the decisions taken at such Board / Committee Meetings. Further, in the minutes of the General Meeting the Members who voted against the resolution(s) have been recorded.

PLACE : CHENNAI  
DATE : 25<sup>h</sup> June, 2021

**We further report that** based on the review of compliance mechanism established by the Company, we are of the opinion that the management has adequate systems and processes commensurate with its size and operations, to monitor and ensure compliance with all applicable laws, rules, regulations and guidelines.

**We further report that** the above mentioned Company being a Listed entity this report is also issued pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended and circular No.CIR/CFD/CMD1/27/2019 dated 8<sup>th</sup> February, 2019 issued by Securities and Exchange Board of India.

**We further report that** as per the information and explanation provided by the Management, the Company does not have any Material Unlisted Subsidiary (ies) Incorporated in India pursuant to Regulation 16 (c) and 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 during the period under review.

**We further report that** during the audit period, there were no specific events having major bearing on the Company's affairs in pursuance of above referred laws, rules, regulations, guidelines and standards.

**For R.SRIDHARAN & ASSOCIATES  
COMPANY SECRETARIES**

**CS R.SRIDHARAN  
CP No. 3239, FCS No. 4775  
UIN : S2003TN063400  
UDIN: F004775C000516913**

**Note:** This report is to be read with our letter of even date which is annexed as **ANNEXURE -1** and forms an integral part of this report



**‘ANNEXURE -1’**

To  
The Members,  
**TAMILNADU NEWSPRINT AND PAPERS LIMITED**  
67, Mount Road,  
Guindy, Chennai– 600 032.

Our report of even date is to be read along with this letter.

1. Maintenance of secretarial records is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. It is the responsibility of the management of the company to devise proper systems to ensure compliance with the provisions of all applicable laws, Rules, Regulations and standards and to ensure that the systems are adequate and operate effectively. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

PLACE : CHENNAI  
DATE : 25<sup>h</sup> June, 2021

**For R.SRIDHARAN & ASSOCIATES**  
**COMPANY SECRETARIES**

**CS R.SRIDHARAN**  
**CP No. 3239, FCS No. 4775**  
**UIN : S2003TN063400**  
**UDIN: F004775C000516913**

## CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

Pursuant to Regulation 34 (3) read with Schedule V Para-C Sub clause (10) (i) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

The Members,

### **TAMIL NADU NEWSPRINT & PAPERS LIMITED**

CIN: L22121TN1979PLC007799

67, Mount Road, Guindy,

Chennai – 600 032.

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of TAMIL NADU NEWSPRINT & PAPERS LIMITED (CIN: L22121TN1979PLC007799) having its Registered Office at 67, Mount Road, Guindy, Chennai – 600 032 (hereinafter referred to as "The Company") produced before us by the Company for the purpose of issuing this certificate, in accordance with Regulation 34 (3) read with Schedule V Part-C Sub clause 10 (i) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our knowledge and according to the verifications (including Director Identification Number (DIN) Status at the portal [www.mca.gov.in](http://www.mca.gov.in)) and based on such examination as well as information and explanations furnished to us, which to the best of our knowledge and belief were necessary for the purpose of issue of this certificate and based on such verification as considered necessary, we hereby certify that none of the Directors as stated below on the Board of the Company as on 31<sup>st</sup> March, 2021 have been debarred or disqualified from being appointed or continuing as Directors of Companies by the Securities and Exchange Board of India/ Ministry of Corporate Affairs or any such other statutory authority.

| Sr. No. | DIN      | NAME OF THE DIRECTOR              | DESIGNATION                                             | Date of Appointment |
|---------|----------|-----------------------------------|---------------------------------------------------------|---------------------|
| 1.      | 00540135 | <b>Muruganandam Narayanaswamy</b> | Non-Executive – Nominee Director - Chairman             | 04/03/2019          |
| 2.      | 06684301 | <b>S Sivashanmugaraja</b>         | Managing Director                                       | 29/11/2017          |
| 3.      | 01974515 | <b>Soundara Kumar</b>             | Non-Executive - Independent Director                    | 30/06/2017          |
| 4.      | 03126243 | <b>V Chandrasekaran</b>           | Non-Executive - Independent Director                    | 13/11/2017          |
| 5.      | 07858406 | <b>Ramasamy Anandkumar</b>        | Non- Executive - Nominee Director - Additional Director | 19/10/2020          |
| 6.      | 03439632 | <b>S Krishnan</b>                 | Non-Executive - Nominee Director                        | 16/07/2019          |
| 7.      | 03076340 | <b>N Narayanan</b>                | Non-Executive - Independent Director                    | 19/09/2019          |
| 8.      | 03213653 | <b>P B Santhanakrishnan</b>       | Non-Executive - Independent Director                    | 19/09/2019          |
| 9.      | 01439166 | <b>M Arumugam</b>                 | Non-Executive - Independent Director                    | 19/09/2019          |

Ensuring the eligibility of, for the appointment/ continuity of, every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

PLACE : CHENNAI

DATE : 25<sup>th</sup> June, 2021

**For R.SRIDHARAN & ASSOCIATES**  
**COMPANY SECRETARIES**

**CS R.SRIDHARAN**  
**CP No. 3239, FCS No. 4775**  
**UIN : S2003TN063400**  
**UDIN: F004775C000516869**

## ANNEXURE - III

**PARTICULARS UNDER SECTION 134 (3) (m) OF THE COMPANIES ACT, 2013 READ WITH RULE 8(3) OF THE COMPANIES (ACCOUNTS) RULES, 2014.**

**REPORT ON ENERGY CONSERVATION DURING THE YEAR 2020-21**

**UNIT I**

**I (A) ENERGY CONSERVATION MEASURES UNDERTAKEN**

1. Downsizing of PM#2 filter water pump from 110 KW to 37 KW in WTP resulted in power savings of **1,66,320 units** and the cost saving is ₹ **6.32 Lakhs**  
(Implemented in Apr 2020)
2. By isolating one no. of first stage causticizing unit in SRP resulted in power saving of **1,57,608 unit** and cost saving is ₹ **5.99 Lakhs**  
(Implemented in April 2020)
3. Air cooled condenser fans stoppage by utilizing seasonal effects resulted in savings of **2,16,000 Units** of Power and cost saving is ₹ **8.21 Lakhs**.  
(Implemented in April 2020)
4. Stopping of one air drier permanently resulted in power savings of **1,05,000 units** and the cost saving is ₹ **3.99 Lakhs**  
(Implemented in Apr 2020)
5. By modification of broke pulper operation sequence from 400 seconds to 200 seconds to reduce operation time in PM#3 resulted in **1,08,000 units** of power and the cost saving is ₹ **4.10 Lakhs**  
(Implemented in Nov 2020)
6. Stopping the operation of one agitator and one pump by suitable modification of Broke preparation system in PM#2 resulted in **1,00,800 units** of power and the cost saving is ₹ **3.83 Lakhs**  
(Implemented in Dec 2020)
7. Replacing high capacity vacuum pump by low capacity vacuum pump in New Evaporator #2

resulted in power saving of **2,11,680 units** and cost saving is ₹ **8.04 Lakhs**

(Implemented in April 2020)

8. Installation of VFD for sweetener stock pump in PM#2 resulted in **40,320 units** of power and the cost saving is ₹ **1.53 Lakhs**  
(Implemented in Dec 2020)
9. Elimination of Bagasse collection conveyor in CBP#3 wet washing area by providing a chute resulted in power saving of **39,247 units** and the cost saving is ₹ **1.49 Lakhs**  
(Implemented in April 2020)
10. Replacement of 52 Nos of 400W into 150W LED lamp, 119 Nos of 250W into 150W LED lamp, 23 Nos of 150W into 90W LED lamp, 102Nos of 150W into 40W LED lamp, 18 Nos of 108W into 36W LED lamp, 67 Nos of 72W into 40W LED lamp and 104 Nos of 36W into 18W LED lamp in pulp mill and offices resulted in power saving of **199237 units** and cost savings is ₹ **7.57 Lakhs**  
(Implemented in April 2020)
11. Replacement of conventional light fittings with LED filings in Paper Machine and DIP area resulted in power saving of **1,22,213 units** and cost savings is ₹ **4.64 Lakhs**  
(Implemented in Dec 2020)
12. Replacement of 160 Nos of 150W into 40W LED lamp, 30 Nos of 150W into 90W LED lamp in Energy Department resulted in power saving of **84972 units** and cost savings is ₹ **3.23 Lakhs**  
(Implemented in Apr 2020)
13. Stopping of broke dilution pump in PM#3 by modification of pipe line resulted in **17,280 units** of power and the cost saving is ₹ **0.66 Lakhs**  
(Implemented in Dec 2020)
14. Installation of 10KW solar power plant at the terrace of staff club in colony resulted in power saving of **17885 units** and the cost saving is ₹ **0.70 Lakhs**.  
(Implemented in Dec 2020)

15. Modification of cooling water media in CB-ECF Bleach plant alkaline heat exchanger resulted in reduction of **521.4 MT** of LP steam and the equivalent Imported coal saving is **98.76 MT** and the cost savings is ₹ **5.27 Lakhs**.  
(Recurring savings)
  16. Downsizing the LMCD feed pump in Soda Recovery Plant resulted in power savings of **2,05,920 units** and the cost saving is ₹ **7.82 Lakhs**  
(Recurring savings)
  17. By increasing the cooling media flow in CB-ECF Bleach plant heat exchanger resulted in savings of **5201.36 MT** of LP steam and the equivalent Imported coal saving is **985.21 MT** and the cost savings is ₹ **52.61 Lakhs**.  
(Recurring savings)
  18. Increasing the D1 Filtrate recycling ratio from 30% to 50% by introducing ring dilution spray nozzles at D1 Tower feed MC Pump stand pipe resulted in savings of **1298.76 MT** of LP steam (Equivalent Imported coal savings **246 MT**) and the cost savings works out to ₹ **13.14 Lakhs**.  
(Recurring savings)
  19. Stopping of soft wood refiners street in Paper Machine#3 resulted in saving of **5,62,464 Units** of Power and cost savings is ₹ **21.40 Lakhs**.  
(Recurring savings)
  20. Elimination of Lime Kiln # 2 LMCD 11 Kw filtrate pump resulted in saving of **69,696 Units** of Power and cost savings is ₹ **2.65 Lakhs**.  
(Recurring savings)
  21. Paper Machine # 1 flash steam recovery by using TG condensate resulted in **4871.55 MT** of LP steam saving, equivalent imported coal saving is 922.74 MT and the cost saving is ₹ **49.27 Lakhs**.  
(Recurring savings)
  22. Implementation of condensate collection system at 104/64 PRDS area near TG # 6 resulted in **511.73 MT** of LP steam saving and equivalent Imported coal saving is **96.93 MT** and the cost savings is ₹ **5.18 Lakhs**.  
(Recurring savings)
  23. Optimisation of Co-gen cooling Tower fan operation by utilising seasonal effect resulted in **1,30,654 units** of power and cost savings is ₹ **4.96 Lakhs**  
(Recurring savings)
  24. Optimisation of Paltech Cooling Tower fan operation by utilising seasonal effect resulted in **2,03,634 units** of power and cost savings is ₹ **7.74 Lakhs**  
(Recurring savings)
  25. Usage of **2519 MT** of Wood Dust/ Bark in Power Boilers resulted in saving of **831 MT** of Imported coal and the cost savings is ₹ **44.38 Lakhs**.  
(Recurring savings)
  26. **4,44,599 M<sup>3</sup>** of Bio gas consumption in Power Boilers resulted in saving of **719 MT** of Imported coal and the net cost saving is ₹ **38.39 Lakhs**.  
(Recurring savings)
  27. **64,40,597 M<sup>3</sup>** of Bio gas consumption in Lime Kiln resulted in saving of **3864.36 KL** Furnace oil and the net cost saving is ₹ **1087.08 Lakhs**.  
(Recurring savings)
- (a) Cost savings by energy conservation measures - ₹ 1400.16 Lakhs
  - (b) Additional investment incurred in implementing of the above proposals - ₹ 43.37 Lakhs
  - (c) Impact of measures at a-b in reduction of energy consumption - ₹ 1356.80 Lakhs
  - (d) **Impact on the cost of production per ton of paper** - ₹ **412.92**

## UNIT II

### I (A) ENERGY CONSERVATION MEASURES TAKEN

1. Replacement of 2 Nos. Board Machine QC scanner coolers by VAM chilled water coolers resulted in annual savings of **36792 Units** of power and a cost savings of ₹ **1.47 Lakhs**.

(Implemented in May 2020)

2. Frequency reduction in 2 Nos of Air handling units (AHU) for Boiler MCC and ESP MCC rooms



resulted in annual savings of **5016 Units** of power per AHU and a cost savings of ₹ **0.41 Lakhs.**

(Implemented in Oct 2020)

3. Replacement of 30 Nos. of 150W Metal Halide lamps with 40W LED Light fittings in CHP & Boiler floor area resulted in annual savings of **14,454 Units** of power and a cost savings of ₹ **0.58 Lakhs.**

(Implemented in Feb 2021)

4. Replacement of 26 Nos street light lamps 150W Metal Halide lamps with 120W LED Light fittings in ACC to BM4 WPP road area, Boiler ESP to CHP CC11 conveyor, Boiler ESP to WPP godown, CHP CC11 conveyor to ETP, resulted in annual savings of **3,415 Units** of power and a cost savings of ₹ **0.14 Lakhs.**

(Implemented in Feb 2021)

5. Replacement of 12 Nos. High Mast 400W Metal Halide lamps with 200W LED Light fittings in Plantation area, resulted in annual savings of **10,512 Units** of power and a cost savings of ₹ **0.42 Lakhs.**

(Implemented in May 2020)

6. Replacement of 30 Nos. of 70W Metal Halide lamps with 40W LED Light fittings in Boiler floor area, resulted in annual savings of **3952 Units** of power and a cost savings of ₹ **0.16 Lakhs.**

(Implemented in Nov 2020)

7. Dissolved Air Flootation System is being by passed by effective utilization of Moving Bed Bio Reactors (MBBR) and biological Activated sludge process (BASP) and treatment in ETP. Also quality of outlet treated effluent being maintained, resulted in annual savings of **306600 units** of power and a cost savings of ₹ **12.26 Lakhs.**

(Implemented in Aug 2020)

8. Boiler blow down water used for cooling tower make up reduced process water consumption, this resulted in annual savings of **7000 m<sup>3</sup>** of process water and the cost savings is ₹ **0.82 Lakhs.**

(Implemented in Sep 2020)

9. Replacement of 10 Nos of 400W Metal Halide Fittings with 150W Warm White LED Fittings in Board Machine resulted in annual savings of **10950 units** of Power and a cost saving of ₹ **0.43 Lakhs**

(Implemented in Dec 2020)

## I (B) RESEARCH & DEVELOPMENT AND TECHNOLOGY ABSORPTION

### I. SPECIFIC AREAS IN WHICH R&D STUDIES CARRIED OUT BY THE COMPANY

The various R&D measures carried out for the year 2020-2021 and the benefits achieved are discussed below.

#### Pulping and Bleaching:

#### Chips cooking trial after removing pin chips in Hard wood digester :

R&D studied the pulping of Hardwood after removal of pin chips. During this trial, drum chipper and re-chipper were stopped to increase the accept chips feed to the digesters for higher pulp production. Though there was no significant reduction in pin chips feed to the digesters during the trial, a marginal improvement in accept chips percentage was noticed. After completion of this trail, Brown pulp yield improvement during the pin chips removed pulping trial in Hardwood plant was **1.95%** higher (based on the brown pulp produced) than the existing pulping condition. The other benefits observed were **0.16 MT/MT** lower WBL solid generation and **69 kg/MT** of lower WL consumption. Separate pulping of the pin chips mixed with dust alone in the digester could choking the strainer plates and liquor circulation lines in the digester. Hence, separate pulping of the pin chips with dust collected during the trial periods were carried out after passing the screen to remove the dust. Further studies are in progress.

#### Target production with quality of pulp in Super batch cooking in Hardwood plant

To achieve the required quality of Hardwood and target production, R & D has conducted trial by stopping pre heating with LP steam for Impregnation Liquor Filing (ILF). This cooking operation was running smoothly and target pulp production was achieved as 330 MT/day with the required quality of hardwood pulp. During this process, excess pin chips (collected

during pin chips removal trial) were fed along with wood chips.

#### **Hydrogen peroxide stabilizer plant trial in HWECF plant at EOP stage**

Hydrogen peroxide is used in EOP stage of Hardwood bleaching. To optimize the consumption of Hydrogen peroxide, Hydrogen peroxide stabilizer plant trial in HWECF plant at EOP stage is initiated by R & D with the addition of prolific base-02 at the rate of 3 kg/MT of Hydrogen peroxide. The trial has resulted in achievement of reduction in consumption of Hydrogen peroxide by 3.74 kg/MT during the trial periods. The reduction of Hydrogen peroxide leads to cost saving ₹ 79.85/ MT of bleached pulp, even though the Prolific base-02 chemical cost was ₹ 23.39/MT of bleached pulp. The direct cost saving of ₹ 9,21,686 (Rupees Nine Lakh twenty one thousand six hundred eighty six) during the trial period. There was no significant variation in bleached pulp properties and other parameters during the prolific base-02 Hydrogen peroxide stabilizer trial.

#### **Plant trial of Arisofill in Aura Pearl (AUP) variety**

To improve final product bulk of AUP, mechanical pulps such as Stone Ground wood (SGW) / Chemithermo Mechanical Pulp (CTMP) are added to the waste paper furnish. R & D has initiated laboratory studies to improve the bulk in AUP variety with Arisofill an alternate to stone ground wood. After encouraging results of laboratory studies, plant scale trial were proposed by the R & D. The first phase of trial production was completed. The results are encouraging and the bulk has been maintained well. A longer trial have planned to be taken up with various machine speeds and GSM range to assess the performance of Arisofill in AUP variety.

#### **Recovery of pulp from the Chemical Bagasse plant screen rejects :**

R&D has explored the possibilities for the recovery of pulp from the Chemical Bagasse plant screen rejects. Laboratory bleaching studies were conducted using Chemical Bagasse plant screen rejects as per Deinking plant bleaching sequence i.e., Peroxide bleaching (Oxidative) followed by Sodium hydro Sulphite bleaching (Reductive) after removing the sand. Based on the outcome of the inspiring results, R & D has suggested for a plant trial with the above sand removed screen rejects and recommended to use the sand removed screen rejects which is having around 85-90 % of unbleached pulp in the middle layer of the WPP board production. Plant trials have been taken in unit#2. There is no adverse effect of CBP rejects on final board properties during the trial run of CBP rejects along with the middle layer white liner chip board furnish.

#### **DEINKING PLANT:**

Bio surfactant is easily degradable by micro organism and having low toxicity. Usage of Bio-surfactant reduces the impact on environment. Hence, R&D has carried out studies on various Bio-surfactant available in the market. The quality specification for Enzyme based and Phospholipid based Bio-surfactant required for deinking plant is fixed. The uniform quality of Bio surfactant reduces Sodium Soap consumption and Total Dissolved Solids load in deinking plant waste water.

#### **PAPER MACHINE AND WET END CHEMISTRY:**

##### **Design of New Product:**

##### **New Product launched:**

Radiant Print natural shade (RNS)

##### **New Product Identified:**

1. Lottery printing paper
2. Base paper for cup stock

**Process Improvements:****Technical feasibility study for Kraft paper manufacturing in TNPL**

Objective of the study is to perceive the technical viability of manufacturing kraft paper in TNPL with existing raw material resources and infrastructure. Unbleached chemical bagasse pulp, unbleached wood pulp and deinked pulp, a combination studies have been made in laboratory. The findings and observations have recorded and study is in progress. This study will help TNPL whenever Writing and Printing order is low.

**Replacement of BCTMP 80 instead of BCTMP 83**

To optimize the consumption of BCTMP pulp, trial was undertaken with usage 80% ISO brightness of Bleached Chemi Thermo Mechanical Pulp (BCTMP) instead of 83% ISO brightness of BCTMP which resulted in the reduction of around 17% consumption of BCTMP.

**New chemical specification for regular procurement**

Quality specification was fixed for the external additives/materials and developed testing procedure.

Completed: Enzyme for native starch conversion.

In process: Oxidized biocide, shrink film, stretch film, transparent tape, double sided gum tape, Bulk enhancer and wetting blotter study is under process.

**SODA RECOVERY PLANT:****Reduction of dead load in the Pulp-Soda recovery cycle and increase of RB-3 steam production per ton of solids**

In order to increase the Recovery Boiler-3 steam production per ton of solids and reduce the dead load in the pulp-soda recovery close loop system by the way of increasing the

smelt reduction efficiency, R&D suggested to introduce splash plate liquor gun for firing the black liquor instead of swirl cone liquor gun in Recovery Boiler-3.

**Benefits**

- The average smelt reduction efficiency is improved from 80.2% to 87.8%.
- Around 35% Sulfate dead load is reduced in the RB-3 smelt. That is, the Sulfate content is reduced from 2.75% to 1.75% in the smelt.
- Steam production is achieved more than 3.1 MT per ton of black liquor solids. White liquor Sulfidity is increased and hence, the purchased salt cake addition has been reduced to around 5 MT from 12.5 MT per day.
- Secondary combustion was minimized, thereby decreasing the carryover in the upper furnace. Hence, avoiding the boiler pressure parts (metal pipes) damages.
- Due to the lower salt cake addition, the cost saving is around ₹ 40,000 per day.

**ENVIRONMENT****Trial on Pretreatment of Bleach Plant Effluents**

TNPL is planned to treat high Total Dissolved Solids (TDS) bleach plant effluent streams separately at source using Mechanical Vapour Recompression (MVR) technology to recover the process water. However, the rejects of MVR system has the mixture of carbonates, hydroxides, chlorides and sulphates of calcium, Magnesium, sodium and potassium. The mixed salts will create scaling, deposition and corrosions on continuous operation of MVR system. The disposal off MVR rejects is difficult and it is required to be sent to M/s Tamil Nadu Waste Management Ltd, Kumidipoondi, Chennai (TNWM) at the disposed cost of ₹ 5000/MT after improving the solid content

as high as possible. However the financial commitment for drying is highly expensive. To overcome the above issue, TNPL has planned to pre-treat the bleach plant effluents prior to feeding into MVR.

Before feeding to MVR system, the high TDS bleach plant effluent to be treated to remove calcium and magnesium by chemical method, then the pretreated effluent to be sent to MVR system to recover condensate and the rejects from MVR system will only have chlorides and sulphates with less solid concentration of around 100 to 120 gpl. It can be handled in the sulphate recovery system, where the sulphate and chlorides can be separated as individual salts with the purity of 97 % each. The separated sulphate can be used as make up chemical in SRP process, Chloride salt can be used at appropriate places like softner plant, textile industry as exhaustive chemical or leather industry for processing.

- Sulphate and chloride were generated on chemical treatment, will be separated as individual component by adopting Vacuum Evaporation sulphate recovery system.
- The sludge from pretreatment can be disposed off for soil renovation or used for manufacturing cement production, parking tiles etc.
- Treatment cost is ₹ 0.70 / liter of untreated effluent.

#### **Conversion of TNPL bagasse pith and wood dust into wooden particle board**

In the Phase I project, M/s Indian Plywood Industries Research & Training Institute (IPIRTI), Bangaluru has explored the processing technology of flat panel board by using TNPL's waste bagasse pith and wood dust and submitted the report on the study.

IPIRTI concluded that the results based on laboratory scale and pilot scale trials of

dimension 2ft X 4ft flat panel board, shows that the boards made using Urea formaldehyde resin and phenol formaldehyde resin conforms to all the properties of the IS standard-3087-2005.

The research results are promising and indicate that TNPL's wood dust (70%) and bagasse pith (30%) combination can be successfully used for the production of particle composite, a value-added panel product.

Based on the report, TNPL is in the progress of exploring the opportunities of selling the wood dust and bagasse pith to the reputed plywood manufacturers.

#### **Conversion of TNPL bagasse pith and wood dust into wooden Core plug:**

In Phase II project - Developing of wooden particle core plug, IPIRTI has submitted the report. In the report IPIRTI concluded that the results based on the trials taken at IPIRTI, shows that the wooden core plugs can be successfully made with 100 % wood dust and or with the combination with 30 % bagasse pith, a value-added product. This technology of utilising the waste generated from paper mill for the manufacture of product to the paper mill is the best example for circular economy. Based on the phase II report, TNPL is in the progress exploring the opportunities of establishing it's core plug manufacturing facility either inside or outside of the company or by outsourcing the technology of making core plug by using TNPL's bagasse pith and wood dust as raw material.

## **II. FUTURE PROJECTS**

- Different combination of wood furnish and optimize machine conditions for wood based Copier Products.
- Oxidizing biocide programme instead of non oxidizing programme across all the three machines.



- ASA sizing programme instead of AKD sizing to achieve better Ash % and higher filler and fiber retention.
- Replace Soda ash with carbon di oxide purchased in cylinders from open market / carbon di oxide from our flue gas emissions from lime kiln, recovery boiler, power boilers etc., for the Pretreatment of Bleach Plant Effluents.
- Utilization of various grades of Lime stone in Lime kiln.
- Usage of Chemical Bagasse plant screen rejects of Unit#1 to UNIT II after removal of the residual alkali in the rejects.

### III EXPENDITURE ON R&D

(₹ In lakhs)

|                                                      |        |
|------------------------------------------------------|--------|
| a) Capital                                           | 19.59  |
| b) Recurring                                         | 452.00 |
| c) Total                                             | 471.59 |
| d) Total R&D expenditure as a percentage on turnover | 0.174  |

### I (C) FOREIGN EXCHANGE EARNINGS

#### a. Activities relating to Exports

During the year company exported 82,070 metric tonnes of paper and paper board to 30 countries. Top few countries are Sri Lanka, Iran, Nigeria, Sudan, Uganda, Turkey, Kenya, South Africa, Malaysia, Ghana.

#### b. Foreign Exchange Earnings

(₹ In lakh)

Export of PWP & Board

(C&F value) 35,968.87

### I (D) FOREIGN EXCHANGE OUTGO

#### a. Imports (on CIF basis)

(₹ In lakh)

|                                     |                  |
|-------------------------------------|------------------|
| Raw materials                       | 30,902.27        |
| Components, Spare parts & Chemicals | 1,754.26         |
| Imported coal                       | 24,786.67        |
| Capital goods                       | 31,322.44        |
| <b>Total</b>                        | <b>88,765.64</b> |

#### b. Other than imports

(₹ In lakh)

|                                               |               |
|-----------------------------------------------|---------------|
| Engineering & Supervision charges             | 12.04         |
| Interest                                      | 257.41        |
| Repayment of foreign currency loan(Long Term) | 0.00          |
| Others                                        | 12.67         |
| <b>Total</b>                                  | <b>282.12</b> |

**ANNEXURE IV****Disclosure pursuant to Rule 5 of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014**

The information required under Section 197 of the Companies Act, 2013 read with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are given below:

**a. The ratio of the remuneration of each Director to the Median remuneration of the employees of the Company for the financial year.**

| Sl. No. | Name of Director              | Designation                  | Ratio to median Remuneration |
|---------|-------------------------------|------------------------------|------------------------------|
| 1.      | Thiru S. Sivashanmugaraja IAS | Managing Director            | 6.56                         |
| 2.      | Thiru V. Ramanathan           | Executive Director (Finance) | 1.13                         |
| 3.      | Thiru R. Ramaseshan           | Executive Director (Finance) | 0.92                         |
| 4.      | Tmt Sathya Ananth             | General Manager (Finance)    | 0.51                         |

**b. The percentage increase in remuneration of each Director, Chief Executive Officer, Chief Financial Officer, Company Secretary in the financial year.**

| Sl. No. | Name of Director              | Designation                  | % increase in remuneration in the financial year |
|---------|-------------------------------|------------------------------|--------------------------------------------------|
| 1.      | Thiru S. Sivashanmugaraja IAS | Managing Director            | -11.97                                           |
| 2.      | Thiru V. Ramanathan           | Executive Director (Finance) | -78.42 *                                         |
| 3.      | Thiru R. Ramaseshan           | Executive Director (Finance) | NA @                                             |
| 4.      | Tmt Sathya Ananth             | General Manager (Finance)    | NA \$                                            |
| 5.      | Thiru V. Sivakumar            | Company Secretary            | -78.17 #                                         |
| 6.      | Thiru B. Ravishankar          | Company Secretary            | NA €                                             |

\* Thiru V. Ramanathan, ED (F) has retired from the services of TNPL on 31-May-2020. Hence salary for the financial years 2019-20 and 2020-21 are not comparable.

@ Thiru R. Ramaseshan assumed office as ED (F) of TNPL on 11-Nov-20 and relieved on 18-Jan-21. He was in service and KMP for the period from 11-Nov-20 to 18-Jan-21 only. Hence he did not have comparable salary with corresponding previous year 2019-20 and hence not comparable.

\$ Tmt Sathya Ananth has assumed office as GM (F) of TNPL on 30-Jul-20. She was KMP from 11-Feb-21 to 31-Mar-21 during the financial year 2020-21. Hence she did not have comparable salary with corresponding previous year 2019-20 and hence not comparable.

# Thiru V. Sivakumar, CS has retired from the services of TNPL on 30-Jun-20. Hence salary for the financial years 2019-20 and 2020-21 are not comparable.

€ Thiru B. Ravishankar has been appointed as Company Secretary on 30-Jun-2020. He was not a KMP from 01-Apr-2020 to 29-Jun-2020. Hence salary for the financial years 2019-20 and 2020-21 are not comparable.

**\*\* Note:** The Non-Executive Directors of the Company are entitled for sitting fees as per the statutory provisions and within the limits prescribed under the Companies Act, 2013 and Rules made there under. The details of remuneration of Non-Executive Directors are provided in the Corporate Governance Report. The ratio of remuneration and percentage increase for Non- Executive Directors Remuneration is therefore not considered for the purpose above.

- c. The percentage increase in the Median remuneration of Employees in the Financial Year. : 9.19%**
- d. The number of permanent employees on the rolls of Company (March 2021). : 2486**

- e. Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration:**

For the financial year 2020-21, excluding KMPs, the total head count is 2526 and remuneration is ₹226.61 Crores. For the year 2019-20, excluding KMPs, the total head count is 2661 and remuneration is ₹ 214.85 Crores. Thus increase in remuneration of employees other than KMPs is ₹ 5.48% during the financial year 2020-21 over financial year 2019-20.

The total head count of KMPs in 2020-21 is six (6) and the total remuneration is ₹ 88.24 Lakhs. Total head count of KMPs in 2019-20 is three (3) and the remuneration is ₹ 114.83 lakhs. Thus increase in remuneration of KMPs is - 23.16% during the financial year 2020-21 over the financial year 2019-20.

- f. Affirmation that the remuneration is as per the remuneration policy of the company:**  
The Company affirms remuneration as per the remuneration policy of the Company.
- g. The statement containing particulars of employees as required under section 197(12) of the Act read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.**

There is no such employee.

**ANNEXURE V****Form No.MGT-9****EXTRACT OF ANNUAL RETURN****as on the financial year ended on 31<sup>st</sup> March, 2021****[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12 (1) of the Companies (Management and Administration) Rules, 2014]****I. REGISTRATION AND OTHER DETAILS:**

|   |                                                                           |                                                                                                                                                                                                      |
|---|---------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 1 | CIN                                                                       | L22121TN1979PLC007799                                                                                                                                                                                |
| 2 | Registration Date                                                         | 16 <sup>th</sup> April, 1979                                                                                                                                                                         |
| 3 | Name of the Company                                                       | Tamil Nadu Newsprint and Papers Limited                                                                                                                                                              |
| 4 | Category/Sub-Category of the Company                                      | Public Company limited by shares                                                                                                                                                                     |
| 5 | Address of the Registered office and contact details                      | 67, Mount Road, Guindy, Chennai-600032.<br>Phone:044-2301094-97, 22354415-16&18<br>Email: invest_grievances@tnpl.co.in                                                                               |
| 6 | Whether listed company (Yes/No)                                           | Yes                                                                                                                                                                                                  |
| 7 | Name, Address and Contact details of Registrar and Transfer Agent, if any | M/s. Cameo Corporate Services Ltd.<br>V Floor, Subramanian Building,<br>No.1, Club House Road, Chennai-600002<br>Tel. No.044-28460390-28460395<br>Fax No.044-28460129<br>E-mail:cameo@cameoindia.com |

**II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY**

All the business activities contributing 10% or more of the total turnover of the company shall be stated:-

| Sl. No. | Name and Description of main products / services | NIC Code of the Product / service | % to total turnover of the company |
|---------|--------------------------------------------------|-----------------------------------|------------------------------------|
| 1.      | Paper and Board                                  | 1701                              | 99%                                |

**III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES**

| S. No. | NAME AND ADDRESS OF THE COMPANY | CIN/GLN | HOLDING/ SUBSIDIARY/ ASSOCIATE | %OF SHARES HELD | APPLICABLE SECTION |
|--------|---------------------------------|---------|--------------------------------|-----------------|--------------------|
| 1      | N.A                             | N.A     | N.A                            | N.A             | N.A                |



## IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

## i. Category-wise Share Holding

| Category code | Category of Shareholders                                                      | No. of shares held at the beginning of the year |          |                 |                   | No. of shares held at the end of the year |          |                 |                   | % Change during the year |
|---------------|-------------------------------------------------------------------------------|-------------------------------------------------|----------|-----------------|-------------------|-------------------------------------------|----------|-----------------|-------------------|--------------------------|
|               |                                                                               | Demat                                           | Physical | Total           | % of Total Shares | Demat                                     | Physical | Total           | % of Total Shares |                          |
| <b>A.</b>     | <b>SHAREHOLDING OF PROMOTER AND PROMOTER GROUP</b>                            |                                                 |          |                 |                   |                                           |          |                 |                   |                          |
| <b>1.</b>     | <b>INDIAN</b>                                                                 |                                                 |          |                 |                   |                                           |          |                 |                   |                          |
| a.            | INDIVIDUALS/<br>HINDU UNDIVIDED FAMILY                                        | 0                                               | 0        | 0               | 0.0000            | 0                                         | 0        | 0               | 0.0000            | 0.0000                   |
| b.            | CENTRAL GOVERNMENT/<br>STATE GOVERNMENT(S)                                    | 24444900                                        | 0        | 24444900        | 35.3195           | 24444900                                  | 0        | 24444900        | 35.3195           | 0.0000                   |
| c.            | BODIES CORPORATE                                                              | 0                                               | 0        | 0               | 0.0000            | 0                                         | 0        | 0               | 0.0000            | 0.0000                   |
| d.            | FINANCIAL INSTITUTIONS/<br>BANKS                                              | 0                                               | 0        | 0               | 0.0000            | 0                                         | 0        | 0               | 0.0000            | 0.0000                   |
| e.            | ANY OTHER                                                                     |                                                 |          |                 |                   |                                           |          |                 |                   |                          |
|               | <b>SUB - TOTAL (A)(1)</b>                                                     | <b>24444900</b>                                 | <b>0</b> | <b>24444900</b> | <b>35.3195</b>    | <b>24444900</b>                           | <b>0</b> | <b>24444900</b> | <b>35.3195</b>    | <b>0.0000</b>            |
| <b>2.</b>     | <b>FOREIGN</b>                                                                |                                                 |          |                 |                   |                                           |          |                 |                   |                          |
| a.            | INDIVIDUALS (NON-RESIDENT INDIVIDUALS/<br>FOREIGN INDIVIDUALS)                | 0                                               | 0        | 0               | 0.0000            | 0                                         | 0        | 0               | 0.0000            | 0.0000                   |
| b.            | BODIES CORPORATE                                                              | 0                                               | 0        | 0               | 0.0000            | 0                                         | 0        | 0               | 0.0000            | 0.0000                   |
| c.            | INSTITUTIONS                                                                  | 0                                               | 0        | 0               | 0.0000            | 0                                         | 0        | 0               | 0.0000            | 0.0000                   |
| d.            | QUALIFIED FOREIGN INVESTOR                                                    | 0                                               | 0        | 0               | 0.0000            | 0                                         | 0        | 0               | 0.0000            | 0.0000                   |
| e.            | ANY OTHER                                                                     |                                                 |          |                 |                   |                                           |          |                 |                   |                          |
|               | <b>SUB - TOTAL (A)(2)</b>                                                     | <b>0</b>                                        | <b>0</b> | <b>0</b>        | <b>0.0000</b>     | <b>0</b>                                  | <b>0</b> | <b>0</b>        | <b>0.0000</b>     | <b>0.0000</b>            |
|               | <b>TOTAL SHARE HOLDING OF PROMOTER AND PROMOTER GROUP (A) = (A)(1)+(A)(2)</b> | <b>24444900</b>                                 | <b>0</b> | <b>24444900</b> | <b>35.3195</b>    | <b>24444900</b>                           | <b>0</b> | <b>24444900</b> | <b>35.3195</b>    | <b>0.0000</b>            |

|           |                                                                                   |                 |               |                 |                |                 |               |                 |                |                 |
|-----------|-----------------------------------------------------------------------------------|-----------------|---------------|-----------------|----------------|-----------------|---------------|-----------------|----------------|-----------------|
| <b>B.</b> | <b>PUBLIC SHAREHOLDING</b>                                                        |                 |               |                 |                |                 |               |                 |                |                 |
| <b>1.</b> | <b>INSTITUTIONS</b>                                                               |                 |               |                 |                |                 |               |                 |                |                 |
| a.        | MUTUAL FUNDS/ UTI                                                                 | 12093741        | 5400          | 12099141        | 17.4816        | 9926216         | 0             | 9926216         | 14.3420        | -3.1395         |
| b.        | FINANCIAL INSTITUTIONS/ BANKS                                                     | 1901565         | 1400          | 1902965         | 2.7495         | 405568          | 1400          | 406968          | 0.5880         | -2.1615         |
| c.        | CENTRAL GOVERNMENT/ STATE GOVERNMENT(S)                                           | 2403020         | 405560        | 2808580         | 4.0580         | 2453950         | 354630        | 2808580         | 4.0580         | 0.0000          |
| e.        | INSURANCE COMPANIES                                                               | 8351407         | 400           | 8351807         | 12.0672        | 7351407         | 400           | 7351807         | 10.6223        | -1.4448         |
| f.        | FOREIGN INSTITUTIONAL INVESTORS                                                   | 0               | 0             | 0               | 0.0000         | 0               | 0             | 0               | 0.0000         | 0.0000          |
| g.        | FOREIGN VENTURE CAPITAL INVESTORS                                                 | 0               | 0             | 0               | 0.0000         | 0               | 0             | 0               | 0.0000         | 0.0000          |
| h.        | QUALIFIED FOREIGN INVESTOR                                                        | 0               | 0             | 0               | 0.0000         | 0               | 0             | 0               | 0.0000         | 0.0000          |
| i.        | ANY OTHER                                                                         |                 |               |                 |                |                 |               |                 |                |                 |
|           | Alternate Investment Funds                                                        | 425968          | 0             | 425968          | 0.6154         | 0               | 0             | 0               | 0.0000         | -0.6154         |
|           | Foreign Portfolio Investor (Corporate) Category I                                 | 3434991         | 0             | 3434991         | 4.9630         | 728234          | 0             | 728234          | 1.0522         | -3.9108         |
|           | Foreign Portfolio Investor (Corporate) Category II                                | 53852           | 0             | 53852           | 0.0778         | 0               | 0             | 0               | 0.0000         | -0.0778         |
|           |                                                                                   | <b>3914811</b>  | <b>0</b>      | <b>3914811</b>  | <b>5.6563</b>  | <b>728234</b>   | <b>0</b>      | <b>728234</b>   | <b>1.0522</b>  | <b>-4.6041</b>  |
|           | <b>SUB - TOTAL (B)(1)</b>                                                         | <b>28664544</b> | <b>412760</b> | <b>29077304</b> | <b>42.0127</b> | <b>20865375</b> | <b>356430</b> | <b>21221805</b> | <b>30.6626</b> | <b>-11.3501</b> |
| <b>2.</b> | <b>NON-INSTITUTIONS</b>                                                           |                 |               |                 |                |                 |               |                 |                |                 |
| a.        | BODIES CORPORATE                                                                  | 2231098         | 171680        | 2402778         | 3.4716         | 4662696         | 176880        | 4839576         | 6.9925         | 3.5208          |
| b.        | INDIVIDUALS -                                                                     |                 |               |                 |                |                 |               |                 |                |                 |
|           | I INDIVIDUAL SHAREHOLDERS HOLDING NOMINAL SHARE CAPITAL UPTO ₹ 1 LAKH             | 7290572         | 276214        | 7566786         | 10.9329        | 8735345         | 265561        | 9000906         | 13.0050        | 2.0721          |
|           | II INDIVIDUAL SHARE HOLDERS HOLDING NOMI-NAL SHARE CAPI-TAL IN EXCESS OF ₹ 1 LAKH | 4400311         | 0             | 4400311         | 6.3578         | 8117773         | 0             | 8117773         | 11.7290        | 5.3712          |
| c.        | QUALIFIED FOREIGN INVESTOR                                                        | 0               | 0             | 0               | 0.0000         | 0               | 0             | 0               | 0.0000         | 0.0000          |
| d.        | ANY OTHER                                                                         |                 |               |                 |                |                 |               |                 |                |                 |
|           | CLEARING MEMBERS                                                                  | 194387          | 0             | 194387          | 0.2808         | 308227          | 0             | 308227          | 0.4453         | 0.1644          |
|           | FOREIGN CORPORATE BODIES                                                          | 0               | 0             | 0               | 0.0000         | 0               | 100           | 100             | 0.0001         | 0.0001          |
|           | HINDU UNDIVIDED FAMILIES                                                          | 519911          | 0             | 519911          | 0.7512         | 677225          | 0             | 677225          | 0.9784         | 0.2272          |
|           | IEPF                                                                              | 128986          | 0             | 128986          | 0.1863         | 136818          | 0             | 136818          | 0.1976         | 0.0113          |

|           |                                                                                         |                 |               |                 |                 |                 |               |                 |                 |                |
|-----------|-----------------------------------------------------------------------------------------|-----------------|---------------|-----------------|-----------------|-----------------|---------------|-----------------|-----------------|----------------|
|           | NON RESIDENT INDIANS                                                                    | 431737          | 16300         | 448037          | 0.6473          | 420170          | 15900         | 436070          | 0.6300          | -0.0172        |
|           | TRUSTS                                                                                  | 27200           | 0             | 27200           | 0.0393          | 27200           | 0             | 27200           | 0.0393          | 0.0000         |
|           |                                                                                         | <b>1302221</b>  | <b>16300</b>  | <b>1318521</b>  | <b>1.9050</b>   | <b>1569640</b>  | <b>16000</b>  | <b>1585640</b>  | <b>2.2910</b>   | <b>0.3859</b>  |
|           | <b>SUB - TOTAL (B)(2)</b>                                                               | <b>15224202</b> | <b>464194</b> | <b>15688396</b> | <b>22.6676</b>  | <b>23085454</b> | <b>458441</b> | <b>23543895</b> | <b>34.0177</b>  | <b>11.3501</b> |
|           | <b>TOTAL PUBLIC SHAREHOLDING (B) = (B)(1)+(B)(2)</b>                                    | <b>43888746</b> | <b>876954</b> | <b>44765700</b> | <b>64.6804</b>  | <b>43950829</b> | <b>814871</b> | <b>44765700</b> | <b>64.6804</b>  | <b>0.0000</b>  |
|           | <b>TOTAL (A)+(B)</b>                                                                    | <b>68333646</b> | <b>876954</b> | <b>69210600</b> | <b>100.0000</b> | <b>68395729</b> | <b>814871</b> | <b>69210600</b> | <b>100.0000</b> | <b>0.0000</b>  |
| <b>C.</b> | <b>SHARES HELD BY CUSTODIANS AND AGAINST WHICH DEPOSITORY RECEIPTS HAVE BEEN ISSUED</b> |                 |               |                 |                 |                 |               |                 |                 |                |
|           | Promoter and Promoter Group                                                             | 0               | 0             | 0               | 0.0000          | 0               | 0             | 0               | 0.0000          | 0.0000         |
|           | Public                                                                                  | 0               | 0             | 0               | 0.0000          | 0               | 0             | 0               | 0.0000          | 0.0000         |
|           | <b>TOTAL CUSTODIAN (C)</b>                                                              | <b>0</b>        | <b>0</b>      | <b>0</b>        | <b>0.0000</b>   | <b>0</b>        | <b>0</b>      | <b>0</b>        | <b>0.0000</b>   | <b>0.0000</b>  |
|           | <b>GRAND TOTAL (A)+(B)+(C)</b>                                                          | <b>68333646</b> | <b>876954</b> | <b>69210600</b> | <b>100.0000</b> | <b>68395729</b> | <b>814871</b> | <b>69210600</b> | <b>100.0000</b> | <b>0.0000</b>  |

## (ii) Shareholding of Promoters

| SI No. | Share holder's Name    | Shareholding at the beginning of the year As on 1 <sup>st</sup> April, 2020 |                                  |                                              | Shareholding at the end of the year As on 31 <sup>st</sup> March, 2021 |                                  |                                              |                                          |
|--------|------------------------|-----------------------------------------------------------------------------|----------------------------------|----------------------------------------------|------------------------------------------------------------------------|----------------------------------|----------------------------------------------|------------------------------------------|
|        |                        | No. of Shares                                                               | % of total Shares of the company | % of Shares Pledged/ encumbered Total shares | No. of Shares                                                          | % of total Shares of the company | % of Shares Pledged/ encumbered Total shares | % change in shareholding during the year |
| 1.     | Governor of Tamil Nadu | 24444900                                                                    | 35.3195                          | 0.00                                         | 24444900                                                               | 35.3195                          | 0.00                                         | 0.00                                     |

## (iii) Change in Promoters' Shareholding (please specify, if there is no change)

| SI. No. | Particulars                                                                                                                                                         | Shareholding at the beginning of the year as on 1 <sup>st</sup> April, 2020 |                                  | Shareholding at the end of the year as on 31 <sup>st</sup> March, 2021 |                                  |
|---------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------|----------------------------------|------------------------------------------------------------------------|----------------------------------|
|         |                                                                                                                                                                     | No. of shares                                                               | % of total shares of the company | No. of shares                                                          | % of total shares of the company |
| 1.      | At the beginning of the year                                                                                                                                        | No change during the year                                                   |                                  |                                                                        |                                  |
| 2.      | Date wise Increase/Decrease in Promoters Shareholding during the year specifying the reason for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc;) | No change during the year                                                   |                                  |                                                                        |                                  |
| 3.      | At the end of the year                                                                                                                                              | No change during the year                                                   |                                  |                                                                        |                                  |

(iv) Shareholding Pattern of top ten Shareholders  
(other than Directors, Promoters and Holders  
of GDRs and ADRs):

| SI No | Name of the Share holder                                                                | Shareholding at the beginning of the year |                                  | Cumulative Shareholding during the year |                                  |
|-------|-----------------------------------------------------------------------------------------|-------------------------------------------|----------------------------------|-----------------------------------------|----------------------------------|
|       |                                                                                         | No of shares                              | % of total shares of the company | No of shares                            | % of total shares of the company |
| 1     | <b>LIFE INSURANCE CORPORATION OF INDIA</b>                                              |                                           |                                  |                                         |                                  |
|       | At the beginning of the year 01-Apr-2020                                                | 5408920                                   | 7.8151                           | 5408920                                 | 7.8151                           |
|       | Sale 07-Aug-2020                                                                        | -15000                                    | 0.0216                           | 5393920                                 | 7.7934                           |
|       | Sale 14-Aug-2020                                                                        | -162534                                   | 0.2348                           | 5231386                                 | 7.5586                           |
|       | Sale 21-Aug-2020                                                                        | -200000                                   | 0.2889                           | 5031386                                 | 7.2696                           |
|       | Sale 28-Aug-2020                                                                        | -122466                                   | 0.1769                           | 4908920                                 | 7.0927                           |
|       | At the end of the Year 31-Mar-2021                                                      | 4908920                                   | 7.0927                           | 4908920                                 | 7.0927                           |
| 2     | <b>HDFC TRUSTEE COMPANY LTD - A/C<br/>HDFC HYBRID EQUITY FUND</b>                       |                                           |                                  |                                         |                                  |
|       | At the beginning of the year 01-Apr-2020                                                | 4896900                                   | 7.0753                           | 4896900                                 | 7.0753                           |
|       | At the end of the Year 31-Mar-2021                                                      | 4896900                                   | 7.0753                           | 4896900                                 | 7.0753                           |
|       | HAVING SAME PAN                                                                         |                                           |                                  |                                         |                                  |
| 2     | <b>HDFC TRUSTEE CO LTD A/C<br/>HDFC RETIREMENT SAVINGS FUND-<br/>EQUITY PLAN</b>        |                                           |                                  |                                         |                                  |
|       | At the beginning of the year 01-Apr-2020                                                | 600000                                    | 0.8669                           | 600000                                  | 0.8669                           |
|       | At the end of the Year 31-Mar-2021                                                      | 600000                                    | 0.8669                           | 600000                                  | 0.8669                           |
|       | HAVING SAME PAN                                                                         |                                           |                                  |                                         |                                  |
| 2     | <b>HDFC TRUSTEE CO LTD A/C<br/>HDFC RETIREMENT SAVINGS FUND-<br/>HYBRID-EQUITY PLAN</b> |                                           |                                  |                                         |                                  |
|       | At the beginning of the year 01-Apr-2020                                                | 196310                                    | 0.2836                           | 196310                                  | 0.2836                           |
|       | At the end of the Year 31-Mar-2021                                                      | 196310                                    | 0.2836                           | 196310                                  | 0.2836                           |
|       | HAVING SAME PAN                                                                         |                                           |                                  |                                         |                                  |
| 2     | <b>HDFC TRUSTEE CO LTD A/C<br/>HDFC RETIREMENT SAVINGS FUND-<br/>HYBRID-DEBT PLAN</b>   |                                           |                                  |                                         |                                  |
|       | At the beginning of the year 01-Apr-2020                                                | 5000                                      | 0.0072                           | 5000                                    | 0.0072                           |
|       | At the end of the Year 31-Mar-2021                                                      | 5000                                      | 0.0072                           | 5000                                    | 0.0072                           |
| 3     | <b>SBI SMALL CAP FUND</b>                                                               |                                           |                                  |                                         |                                  |
|       | At the beginning of the year 01-Apr-2020                                                | 2600000                                   | 3.7566                           | 2600000                                 | 3.7566                           |
|       | Sale 05-Jun-2020                                                                        | -14352                                    | 0.0207                           | 2585648                                 | 3.7359                           |
|       | Sale 12-Jun-2020                                                                        | -424616                                   | 0.6135                           | 2161032                                 | 3.1224                           |
|       | Sale 26-Feb-2021                                                                        | -300000                                   | 0.4334                           | 1861032                                 | 2.6889                           |
|       | Sale 05-Mar-2021                                                                        | -1203663                                  | 1.7391                           | 657369                                  | 0.9498                           |



| SI No | Name of the Share holder                      | Shareholding at the beginning of the year |                                  | Cumulative Shareholding during the year |                                  |
|-------|-----------------------------------------------|-------------------------------------------|----------------------------------|-----------------------------------------|----------------------------------|
|       |                                               | No of shares                              | % of total shares of the company | No of shares                            | % of total shares of the company |
|       | Sale 12-Mar-2021                              | -171000                                   | 0.2470                           | 486369                                  | 0.7027                           |
|       | Sale 19-Mar-2021                              | -486369                                   | 0.7027                           | 0                                       | 0.0000                           |
|       | At the end of the Year 31-Mar-2021            | 0                                         | 0.0000                           | 0                                       | 0.0000                           |
| 4     | <b>GENERAL INSURANCE CORPORATION OF INDIA</b> |                                           |                                  |                                         |                                  |
|       | At the beginning of the year 01-Apr-2020      | 2110074                                   | 3.0487                           | 2110074                                 | 3.0487                           |
|       | Sale 11-Dec-2020                              | -300000                                   | 0.4334                           | 1810074                                 | 2.6153                           |
|       | Sale 05-Feb-2021                              | -100000                                   | 0.1444                           | 1710074                                 | 2.4708                           |
|       | Sale 12-Feb-2021                              | -100000                                   | 0.1444                           | 1610074                                 | 2.3263                           |
|       | At the end of the Year 31-Mar-2021            | 1610074                                   | 2.3263                           | 1610074                                 | 2.3263                           |
| 5     | <b>GOVERNMENT PENSION FUND GLOBAL</b>         |                                           |                                  |                                         |                                  |
|       | At the beginning of the year 01-Apr-2020      | 1624252                                   | 2.3468                           | 1624252                                 | 2.3468                           |
|       | Sale 03-Apr-2020                              | -46000                                    | 0.0664                           | 1578252                                 | 2.2803                           |
|       | Sale 10-Apr-2020                              | -50000                                    | 0.0722                           | 1528252                                 | 2.2081                           |
|       | Sale 17-Apr-2020                              | -250000                                   | 0.3612                           | 1278252                                 | 1.8469                           |
|       | Sale 24-Apr-2020                              | -169700                                   | 0.2451                           | 1108552                                 | 1.6017                           |
|       | Sale 01-May-2020                              | -376309                                   | 0.5437                           | 732243                                  | 1.0579                           |
|       | Sale 08-May-2020                              | -532243                                   | 0.7690                           | 200000                                  | 0.2889                           |
|       | Sale 15-May-2020                              | -200000                                   | 0.2889                           | 0                                       | 0.0000                           |
|       | At the end of the Year 31-Mar-2021            | 0                                         | 0.0000                           | 0                                       | 0.0000                           |
| 6     | <b>ICICI PRUDENTIAL MULTI-ASSET FUND</b>      |                                           |                                  |                                         |                                  |
|       | At the beginning of the year 01-Apr-2020      | 1576896                                   | 2.2784                           | 1576896                                 | 2.2784                           |
|       | Purchase 24-Apr-2020                          | 63659                                     | 0.0919                           | 1640555                                 | 2.3703                           |
|       | Purchase 03-Jul-2020                          | 100000                                    | 0.1444                           | 1740555                                 | 2.5148                           |
|       | Purchase 04-Dec-2020                          | 37460                                     | 0.0541                           | 1778015                                 | 2.5689                           |
|       | At the end of the Year 31-Mar-2021            | 1778015                                   | 2.5689                           | 1778015                                 | 2.5689                           |
|       | HAVING SAME PAN                               |                                           |                                  |                                         |                                  |
| 6     | <b>ICICI PRUDENTIAL INFRASTRUCTURE FUND</b>   |                                           |                                  |                                         |                                  |
|       | At the beginning of the year 01-Apr-2020      | 446737                                    | 0.6454                           | 446737                                  | 0.6454                           |
|       | Sale 01-May-2020                              | -46737                                    | 0.0675                           | 400000                                  | 0.5779                           |
|       | Purchase 07-Aug-2020                          | 15522                                     | 0.0224                           | 415522                                  | 0.6003                           |

| SI No | Name of the Share holder                          | Shareholding at the beginning of the year |                                  | Cumulative Shareholding during the year |                                  |
|-------|---------------------------------------------------|-------------------------------------------|----------------------------------|-----------------------------------------|----------------------------------|
|       |                                                   | No of shares                              | % of total shares of the company | No of shares                            | % of total shares of the company |
|       | Purchase 21-Aug-2020                              | 3683                                      | 0.0053                           | 419205                                  | 0.6056                           |
|       | Purchase 01-Oct-2020                              | 23319                                     | 0.0336                           | 442524                                  | 0.6393                           |
|       | Purchase 20-Nov-2020                              | 21979                                     | 0.0317                           | 464503                                  | 0.6711                           |
|       | Purchase 27-Nov-2020                              | 21257                                     | 0.0307                           | 485760                                  | 0.7018                           |
|       | Purchase 05-Feb-2021                              | 11408                                     | 0.0164                           | 497168                                  | 0.7183                           |
|       | At the end of the Year 31-Mar-2021                | 497168                                    | 0.7183                           | 497168                                  | 0.7183                           |
|       | HAVING SAME PAN                                   |                                           |                                  |                                         |                                  |
| 6     | <b>ICICI PRUDENTIAL MANUFACTURE IN INDIA FUND</b> |                                           |                                  |                                         |                                  |
|       | At the beginning of the year 01-Apr-2020          | 220035                                    | 0.3179                           | 220035                                  | 0.3179                           |
|       | At the end of the Year 31-Mar-2021                | 220035                                    | 0.3179                           | 220035                                  | 0.3179                           |
|       | HAVING SAME PAN                                   |                                           |                                  |                                         |                                  |
| 6     | <b>ICICI PRUDENTIAL VALUE FUND- SERIES 15</b>     |                                           |                                  |                                         |                                  |
|       | At the beginning of the year 01-Apr-2020          | 179288                                    | 0.2590                           | 179288                                  | 0.2590                           |
|       | Sale 22-Jan-2021                                  | -78448                                    | 0.1133                           | 100840                                  | 0.1457                           |
|       | Sale 29-Jan-2021                                  | -100840                                   | 0.1457                           | 0                                       | 0.0000                           |
|       | At the end of the Year 31-Mar-2021                | 0                                         | 0.0000                           | 0                                       | 0.0000                           |
|       | HAVING SAME PAN                                   |                                           |                                  |                                         |                                  |
| 6     | <b>ICICI PRUDENTIAL S&amp;P BSE 500 ETF</b>       |                                           |                                  |                                         |                                  |
|       | At the beginning of the year 01-Apr-2020          | 596                                       | 0.0008                           | 596                                     | 0.0008                           |
|       | Purchase 17-Apr-2020                              | 11                                        | 0.0000                           | 607                                     | 0.0008                           |
|       | Sale 01-May-2020                                  | -11                                       | 0.0000                           | 596                                     | 0.0008                           |
|       | Sale 08-May-2020                                  | -231                                      | 0.0003                           | 365                                     | 0.0005                           |
|       | Sale 15-May-2020                                  | -22                                       | 0.0000                           | 343                                     | 0.0004                           |
|       | Purchase 29-May-2020                              | 11                                        | 0.0000                           | 354                                     | 0.0005                           |
|       | Sale 26-Jun-2020                                  | -33                                       | 0.0000                           | 321                                     | 0.0004                           |
|       | Sale 10-Jul-2020                                  | -33                                       | 0.0000                           | 288                                     | 0.0004                           |
|       | Sale 17-Jul-2020                                  | -11                                       | 0.0000                           | 277                                     | 0.0004                           |
|       | Sale 24-Jul-2020                                  | -11                                       | 0.0000                           | 266                                     | 0.0003                           |
|       | Sale 07-Aug-2020                                  | -33                                       | 0.0000                           | 233                                     | 0.0003                           |
|       | Sale 23-Oct-2020                                  | -10                                       | 0.0000                           | 223                                     | 0.0003                           |
|       | Sale 13-Nov-2020                                  | -10                                       | 0.0000                           | 213                                     | 0.0003                           |
|       | Purchase 27-Nov-2020                              | 10                                        | 0.0000                           | 223                                     | 0.0003                           |
|       | Sale 25-Dec-2020                                  | -223                                      | 0.0003                           | 0                                       | 0.0000                           |
|       | At the end of the Year 31-Mar-2021                | 0                                         | 0.0000                           | 0                                       | 0.0000                           |
|       | HAVING SAME PAN                                   |                                           |                                  |                                         |                                  |

| SI No | Name of the Share holder                                   | Shareholding at the beginning of the year |                                  | Cumulative Shareholding during the year |                                  |
|-------|------------------------------------------------------------|-------------------------------------------|----------------------------------|-----------------------------------------|----------------------------------|
|       |                                                            | No of shares                              | % of total shares of the company | No of shares                            | % of total shares of the company |
| 6     | <b>ICICI PRUDENTIAL COMMODITIES FUND</b>                   |                                           |                                  |                                         |                                  |
|       | At the beginning of the year 01-Apr-2020                   | 0                                         | 0.0000                           | 0                                       | 0.0000                           |
|       | Purchase 21-Aug-2020                                       | 87140                                     | 0.1259                           | 87140                                   | 0.1259                           |
|       | Purchase 28-Aug-2020                                       | 11600                                     | 0.0167                           | 98740                                   | 0.1426                           |
|       | Purchase 18-Sep-2020                                       | 12085                                     | 0.0174                           | 110825                                  | 0.1601                           |
|       | Purchase 25-Sep-2020                                       | 13199                                     | 0.0190                           | 124024                                  | 0.1791                           |
|       | Purchase 01-Oct-2020                                       | 10944                                     | 0.0158                           | 134968                                  | 0.1950                           |
|       | Purchase 09-Oct-2020                                       | 70811                                     | 0.1023                           | 205779                                  | 0.2973                           |
|       | Purchase 06-Nov-2020                                       | 8000                                      | 0.0115                           | 213779                                  | 0.3088                           |
|       | Purchase 13-Nov-2020                                       | 14320                                     | 0.0206                           | 228099                                  | 0.3295                           |
|       | Purchase 27-Nov-2020                                       | 20732                                     | 0.0299                           | 248831                                  | 0.3595                           |
|       | Purchase 04-Dec-2020                                       | 3450                                      | 0.0049                           | 252281                                  | 0.3645                           |
|       | Purchase 18-Dec-2020                                       | 82500                                     | 0.1192                           | 334781                                  | 0.4837                           |
|       | Purchase 25-Dec-2020                                       | 115207                                    | 0.1664                           | 449988                                  | 0.6501                           |
|       | Purchase 22-Jan-2021                                       | 35000                                     | 0.0505                           | 484988                                  | 0.7007                           |
|       | At the end of the Year 31-Mar-2021                         | 484988                                    | 0.7007                           | 484988                                  | 0.7007                           |
|       | HAVING SAME PAN                                            |                                           |                                  |                                         |                                  |
| 6     | <b>ICICI PRUDENTIAL BHARAT CONSUMPTION FUND-SERIES 3</b>   |                                           |                                  |                                         |                                  |
|       | At the beginning of the year 01-Apr-2020                   | 0                                         | 0.0000                           | 0                                       | 0.0000                           |
|       | Purchase 21-Aug-2020                                       | 34407                                     | 0.0497                           | 34407                                   | 0.0497                           |
|       | Purchase 28-Aug-2020                                       | 30684                                     | 0.0443                           | 65091                                   | 0.0940                           |
|       | Purchase 20-Nov-2020                                       | 36488                                     | 0.0527                           | 101579                                  | 0.1467                           |
|       | Purchase 27-Nov-2020                                       | 19610                                     | 0.0283                           | 121189                                  | 0.1751                           |
|       | Purchase 04-Dec-2020                                       | 37725                                     | 0.0545                           | 158914                                  | 0.2296                           |
|       | Purchase 11-Dec-2020                                       | 27535                                     | 0.0397                           | 186449                                  | 0.2693                           |
|       | At the end of the Year 31-Mar-2021                         | 186449                                    | 0.2693                           | 186449                                  | 0.2693                           |
|       | HAVING SAME PAN                                            |                                           |                                  |                                         |                                  |
| 6     | <b>ICICI PRUDENTIAL BHARAT CONSUMPTION FUND - SERIES 1</b> |                                           |                                  |                                         |                                  |
|       | At the beginning of the year 01-Apr-2020                   | 0                                         | 0.0000                           | 0                                       | 0.0000                           |
|       | Purchase 21-Aug-2020                                       | 129084                                    | 0.1865                           | 129084                                  | 0.1865                           |
|       | At the end of the Year 31-Mar-2021                         | 129084                                    | 0.1865                           | 129084                                  | 0.1865                           |

| SI No | Name of the Share holder                                    | Shareholding at the beginning of the year |                                  | Cumulative Shareholding during the year |                                  |
|-------|-------------------------------------------------------------|-------------------------------------------|----------------------------------|-----------------------------------------|----------------------------------|
|       |                                                             | No of shares                              | % of total shares of the company | No of shares                            | % of total shares of the company |
| 7     | <b>WARBURG VALUE FUND</b>                                   |                                           |                                  |                                         |                                  |
|       | At the beginning of the year 01-Apr-2020                    | 1300000                                   | 1.8783                           | 1300000                                 | 1.8783                           |
|       | Sale 01-May-2020                                            | -160988                                   | 0.2326                           | 1139012                                 | 1.6457                           |
|       | Sale 08-May-2020                                            | -489012                                   | 0.7065                           | 650000                                  | 0.9391                           |
|       | Sale 26-Jun-2020                                            | -3257                                     | 0.0047                           | 646743                                  | 0.9344                           |
|       | Sale 30-Jun-2020                                            | -146743                                   | 0.2120                           | 500000                                  | 0.7224                           |
|       | Purchase 31-Jul-2020                                        | 28364                                     | 0.0409                           | 528364                                  | 0.7634                           |
|       | Purchase 07-Aug-2020                                        | 21636                                     | 0.0312                           | 550000                                  | 0.7946                           |
|       | At the end of the Year 31-Mar-2021                          | 550000                                    | 0.7946                           | 550000                                  | 0.7946                           |
| 8     | <b>HARDIK BHARAT PATEL<br/>JT1 : MINAL BHARAT PATEL</b>     |                                           |                                  |                                         |                                  |
|       | At the beginning of the year 01-Apr-2020                    | 868291                                    | 1.2545                           | 868291                                  | 1.2545                           |
|       | At the end of the Year 31-Mar-2021                          | 868291                                    | 1.2545                           | 868291                                  | 1.2545                           |
| 9     | <b>BAJAJ ALLIANZ LIFE INSURANCE<br/>COMPANY LTD.</b>        |                                           |                                  |                                         |                                  |
|       | At the beginning of the year 01-Apr-2020                    | 745000                                    | 1.0764                           | 745000                                  | 1.0764                           |
|       | Sale 09-Oct-2020                                            | -745000                                   | 1.0764                           | 0                                       | 0.0000                           |
|       | At the end of the Year 31-Mar-2021                          | 0                                         | 0.0000                           | 0                                       | 0.0000                           |
| 10    | <b>TAMILNADU INDUSTRIAL DEVELOPMENT<br/>CORPORATION LTD</b> |                                           |                                  |                                         |                                  |
|       | At the beginning of the year 01-Apr-2020                    | 600000                                    | 0.8669                           | 600000                                  | 0.8669                           |
|       | At the end of the Year 31-Mar-2021                          | 600000                                    | 0.8669                           | 600000                                  | 0.8669                           |
|       | NEW TOP 10 AS ON (31-Mar-2021)                              |                                           |                                  |                                         |                                  |
| 11    | <b>LOK PRAKASHAN LTD</b>                                    |                                           |                                  |                                         |                                  |
|       | At the beginning of the year 01-Apr-2020                    | 0                                         | 0.0000                           | 0                                       | 0.0000                           |
|       | Purchase 12-Feb-2021                                        | 65052                                     | 0.0939                           | 65052                                   | 0.0939                           |
|       | Purchase 19-Feb-2021                                        | 177681                                    | 0.2567                           | 242733                                  | 0.3507                           |
|       | Purchase 26-Feb-2021                                        | 364725                                    | 0.5269                           | 607458                                  | 0.8776                           |
|       | Purchase 05-Mar-2021                                        | 357633                                    | 0.5167                           | 965091                                  | 1.3944                           |
|       | Purchase 12-Mar-2021                                        | 520069                                    | 0.7514                           | 1485160                                 | 2.1458                           |
|       | Purchase 19-Mar-2021                                        | 222696                                    | 0.3217                           | 1707856                                 | 2.4676                           |
|       | Purchase 26-Mar-2021                                        | 157670                                    | 0.2278                           | 1865526                                 | 2.6954                           |
|       | At the end of the Year 31-Mar-2021                          | 1865526                                   | 2.6954                           | 1865526                                 | 2.6954                           |



| SI No | Name of the Share holder                                                                                       | Shareholding at the beginning of the year |                                  | Cumulative Shareholding during the year |                                  |
|-------|----------------------------------------------------------------------------------------------------------------|-------------------------------------------|----------------------------------|-----------------------------------------|----------------------------------|
|       |                                                                                                                | No of shares                              | % of total shares of the company | No of shares                            | % of total shares of the company |
| 12    | <b>ADITYA BIRLA SUN LIFE TRUSTEE PRIVATE LIMITED A/C ADITYA BIRLA SUN LIFE DIVIDEND YIELD FUND</b>             |                                           |                                  |                                         |                                  |
|       | At the beginning of the year 01-Apr-2020                                                                       | 579900                                    | 0.8378                           | 579900                                  | 0.8378                           |
|       | Purchase 07-Aug-2020                                                                                           | 370000                                    | 0.5346                           | 949900                                  | 1.3724                           |
|       | Sale 19-Feb-2021                                                                                               | -2835                                     | 0.0040                           | 947065                                  | 1.3683                           |
|       | Sale 26-Feb-2021                                                                                               | -37498                                    | 0.0541                           | 909567                                  | 1.3142                           |
|       | At the end of the Year 31-Mar-2021                                                                             | 909567                                    | 1.3142                           | 909567                                  | 1.3142                           |
|       | HAVING SAME PAN                                                                                                |                                           |                                  |                                         |                                  |
| 12    | <b>ADITYA BIRLA SUN LIFE TRUSTEE PRIVATE LIMITED A/C ADITYA BIRLA SUN LIFE BALANCED ADVANTAGE FUND</b>         |                                           |                                  |                                         |                                  |
|       | At the beginning of the year 01-Apr-2020                                                                       | 377700                                    | 0.5457                           | 377700                                  | 0.5457                           |
|       | Sale 03-Jul-2020                                                                                               | -10059                                    | 0.0145                           | 367641                                  | 0.5311                           |
|       | Sale 07-Aug-2020                                                                                               | -367641                                   | 0.5311                           | 0                                       | 0.0000                           |
|       | At the end of the Year 31-Mar-2021                                                                             | 0                                         | 0.0000                           | 0                                       | 0.0000                           |
|       | HAVING SAME PAN                                                                                                |                                           |                                  |                                         |                                  |
| 12    | <b>ADITYA BIRLA SUN LIFE TRUSTEE PRIVATE LIMITED A/C ADITYA BIRLA SUN LIFE RESURGENT INDIA FUND - SERIES 6</b> |                                           |                                  |                                         |                                  |
|       | At the beginning of the year 01-Apr-2020                                                                       | 190539                                    | 0.2753                           | 190539                                  | 0.2753                           |
|       | Sale 10-Apr-2020                                                                                               | -57644                                    | 0.0832                           | 132895                                  | 0.1920                           |
|       | Sale 01-May-2020                                                                                               | -132895                                   | 0.1920                           | 0                                       | 0.0000                           |
|       | At the end of the Year 31-Mar-2021                                                                             | 0                                         | 0.0000                           | 0                                       | 0.0000                           |
|       | HAVING SAME PAN                                                                                                |                                           |                                  |                                         |                                  |
| 12    | <b>ADITYA BIRLA SUN LIFE TRUSTEE PRIVATE LIMITED A/C ADITYA BIRLA SUN LIFE PURE VALUE FUND</b>                 |                                           |                                  |                                         |                                  |
|       | At the beginning of the year 01-Apr-2020                                                                       | 109883                                    | 0.1587                           | 109883                                  | 0.1587                           |
|       | Sale 03-Apr-2020                                                                                               | -89184                                    | 0.1288                           | 20699                                   | 0.0299                           |
|       | Sale 17-Apr-2020                                                                                               | -20699                                    | 0.0299                           | 0                                       | 0.0000                           |
|       | At the end of the Year 31-Mar-2021                                                                             | 0                                         | 0.0000                           | 0                                       | 0.0000                           |

| SI No     | Name of the Share holder                 | Shareholding at the beginning of the year |                                  | Cumulative Shareholding during the year |                                  |
|-----------|------------------------------------------|-------------------------------------------|----------------------------------|-----------------------------------------|----------------------------------|
|           |                                          | No of shares                              | % of total shares of the company | No of shares                            | % of total shares of the company |
| <b>13</b> | <b>JHP SECURITIES PVT. LTD.</b>          |                                           |                                  |                                         |                                  |
|           | At the beginning of the year 01-Apr-2020 | 40000                                     | 0.0577                           | 40000                                   | 0.0577                           |
|           | Purchase 28-Aug-2020                     | 903713                                    | 1.3057                           | 943713                                  | 1.3635                           |
|           | Sale 26-Mar-2021                         | -40000                                    | 0.0577                           | 903713                                  | 1.3057                           |
|           | At the end of the Year 31-Mar-2021       | 903713                                    | 1.3057                           | 903713                                  | 1.3057                           |
|           | HAVING SAME PAN                          |                                           |                                  |                                         |                                  |
| <b>13</b> | <b>JHP SECURITIES (P) LTD</b>            |                                           |                                  |                                         |                                  |
|           | At the beginning of the year 01-Apr-2020 | 55010                                     | 0.0794                           | 55010                                   | 0.0794                           |
|           | At the end of the Year 31-Mar-2021       | 55010                                     | 0.0794                           | 55010                                   | 0.0794                           |
|           | HAVING SAME PAN                          |                                           |                                  |                                         |                                  |
| <b>13</b> | <b>JHP SECURITIES PVT. LTD</b>           |                                           |                                  |                                         |                                  |
|           | At the beginning of the year 01-Apr-2020 | 0                                         | 0.0000                           | 0                                       | 0.0000                           |
|           | Purchase 26-Mar-2021                     | 40000                                     | 0.0577                           | 40000                                   | 0.0577                           |
|           | At the end of the Year 31-Mar-2021       | 40000                                     | 0.0577                           | 40000                                   | 0.0577                           |
| <b>14</b> | <b>HARDIK B. PATEL</b>                   |                                           |                                  |                                         |                                  |
|           | At the beginning of the year 01-Apr-2020 | 0                                         | 0.0000                           | 0                                       | 0.0000                           |
|           | Purchase 26-Feb-2021                     | 301000                                    | 0.4349                           | 301000                                  | 0.4349                           |
|           | Sale 05-Mar-2021                         | -38782                                    | 0.0560                           | 262218                                  | 0.3788                           |
|           | Purchase 19-Mar-2021                     | 470000                                    | 0.6790                           | 732218                                  | 1.0579                           |
|           | Purchase 26-Mar-2021                     | 28073                                     | 0.0405                           | 760291                                  | 1.0985                           |
|           | At the end of the Year 31-Mar-2021       | 760291                                    | 1.0985                           | 760291                                  | 1.0985                           |
| <b>15</b> | <b>RADHAKISHAN SHIVKISHAN DAMANI</b>     |                                           |                                  |                                         |                                  |
|           | At the beginning of the year 01-Apr-2020 | 0                                         | 0.0000                           | 0                                       | 0.0000                           |
|           | Purchase 05-Jun-2020                     | 510000                                    | 0.7368                           | 510000                                  | 0.7368                           |
|           | Sale 30-Sep-2020                         | -255000                                   | 0.3684                           | 255000                                  | 0.3684                           |
|           | Purchase 09-Oct-2020                     | 345000                                    | 0.4984                           | 600000                                  | 0.8669                           |
|           | At the end of the Year 31-Mar-2021       | 600000                                    | 0.8669                           | 600000                                  | 0.8669                           |

**(v) Shareholding of Directors and Key Managerial Personnel:**

| Sl. No | Name of the Directors and KMP                                                                                                                   | Shareholding at the beginning of the year<br>(As on 1 <sup>st</sup> April, 2020) |                                  | Cumulative shareholding during the year |                                  |
|--------|-------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------|----------------------------------|-----------------------------------------|----------------------------------|
|        |                                                                                                                                                 | No. of shares                                                                    | % of total shares of the company | No. of shares                           | % of total shares of the company |
| 1      | Thiru N. Muruganandam, IAS,<br>Chairman<br>At the beginning of the year<br>Date wise Increase/Decrease<br>At the end of the year                | -<br>-                                                                           | -<br>-                           | -                                       | -                                |
| 2      | Thiru S. Sivashanmugaraja, IAS<br>Managing Director<br>At the beginning of the year<br>Date wise Increase/Decrease<br>At the end of the year    | -<br>-                                                                           | -<br>-                           | -                                       | -                                |
| 3      | Thiru S. Krishnan, IAS<br>Director<br>At the beginning of the year<br>Date wise Increase/Decrease<br>At the end of the year                     | -<br>-                                                                           | -<br>-                           | -                                       | -                                |
| 4      | Tmt Reeta Harish Thakkar, IAS <sup>1</sup><br>Director<br>At the beginning of the year<br>Date wise Increase/Decrease<br>At the end of the year | -<br>-                                                                           | -<br>-                           | -                                       | -                                |
| 5      | Dr R. Anandakumar, IAS <sup>2</sup><br>Director<br>At the beginning of the year<br>Date wise Increase/Decrease<br>At the end of the year        |                                                                                  |                                  |                                         |                                  |
| 6      | Thiru N. Narayanan, IAS (Retd.)<br>Director<br>At the beginning of the year<br>Date wise Increase/Decrease<br>At the end of the year            | -<br>-                                                                           | -<br>-                           | -                                       | -                                |
| 7      | Tmt. Soundara Kumar <sup>3</sup><br>Director<br>At the beginning of the year<br>Date wise Increase/Decrease<br>At the end of the year           | -<br>-                                                                           | -<br>-                           | -                                       | -                                |

| Sl. No | Name of the Directors and KMP        | Shareholding at the beginning of the year<br>(As on 1 <sup>st</sup> April, 2020) |                                  | Cumulative shareholding during the year |                                  |
|--------|--------------------------------------|----------------------------------------------------------------------------------|----------------------------------|-----------------------------------------|----------------------------------|
|        |                                      | No. of shares                                                                    | % of total shares of the company | No. of shares                           | % of total shares of the company |
| 8      | Thiru V. Chandrasekaran <sup>4</sup> |                                                                                  |                                  |                                         |                                  |
|        | Director                             |                                                                                  |                                  |                                         |                                  |
|        | At the beginning of the year         | -                                                                                | -                                |                                         |                                  |
|        | Date wise Increase/Decrease          | -                                                                                | -                                |                                         |                                  |
|        | At the end of the year               |                                                                                  |                                  | -                                       | -                                |
| 9      | Thiru P. B. Santhanakrishnan         |                                                                                  |                                  |                                         |                                  |
|        | Director                             |                                                                                  |                                  |                                         |                                  |
|        | At the beginning of the year         | -                                                                                | -                                |                                         |                                  |
|        | Date wise Increase/Decrease          | -                                                                                | -                                |                                         |                                  |
|        | At the end of the year               |                                                                                  |                                  | -                                       | -                                |
| 10     | Dr M. Arumugam                       |                                                                                  |                                  |                                         |                                  |
|        | Director                             |                                                                                  |                                  |                                         |                                  |
|        | At the beginning of the year         | -                                                                                | -                                |                                         |                                  |
|        | Date wise Increase/Decrease          | -                                                                                | -                                |                                         |                                  |
|        | At the end of the year               |                                                                                  |                                  | -                                       | -                                |
| 11     | Thiru V. Sivakumar <sup>4</sup>      |                                                                                  |                                  |                                         |                                  |
|        | Company Secretary                    |                                                                                  |                                  |                                         |                                  |
|        | At the beginning of the year         | 10                                                                               | 0                                |                                         |                                  |
|        | Date wise Increase/Decrease          | -                                                                                | -                                |                                         |                                  |
|        | At the end of the year               |                                                                                  |                                  | 10                                      | 0                                |
| 12     | Thiru B. Ravishankar <sup>5</sup>    |                                                                                  |                                  |                                         |                                  |
|        | Company Secretary                    |                                                                                  |                                  |                                         |                                  |
|        | At the beginning of the year         | 5                                                                                | 0                                |                                         |                                  |
|        | Date wise Increase/Decrease          | -                                                                                | -                                |                                         |                                  |
|        | At the end of the year               |                                                                                  |                                  | 5                                       | 0                                |

**V. INDEBTEDNESS**

Indebtedness of the Company (Long Term Loans) including interest outstanding/accrued but not due for payment

(₹ in Lakh)

|                                                                         | Secured Loans<br>Excluding deposits | Unsecured<br>Loans | Deposits | Total<br>Indebtedness |
|-------------------------------------------------------------------------|-------------------------------------|--------------------|----------|-----------------------|
| <b>Indebtedness at the beginning of the financial year (01.04.2020)</b> |                                     |                    |          |                       |
| i) Principal Amount                                                     |                                     |                    |          |                       |
| - Other than Debentures                                                 | -                                   | -                  | -        | -                     |
| - Debentures                                                            | -                                   | -                  | -        | -                     |
| ii) Interest accrued but not paid                                       |                                     |                    |          |                       |
| - Other than Debentures                                                 | -                                   | -                  | -        | -                     |
| - Debentures                                                            | -                                   | -                  | -        | -                     |
| iii) Interest accrued but not due                                       |                                     |                    |          |                       |
| - Other than Debentures                                                 | -                                   | -                  | -        | -                     |
| - Debentures                                                            | -                                   | -                  | -        | -                     |
| <b>Total (i+ii+iii)</b>                                                 | <b>-</b>                            | <b>-</b>           |          | <b>-</b>              |
| <b>Change in Indebtedness during the financial year</b>                 |                                     |                    |          |                       |
| i) Addition                                                             |                                     |                    |          |                       |
| - Other than Debentures                                                 | -                                   | -                  | -        | -                     |
| - Debentures                                                            | -                                   | -                  |          | -                     |
| ii) Reduction*                                                          |                                     |                    |          |                       |
| - Other than Debentures                                                 | -                                   | -                  | -        | -                     |
| - Debentures                                                            | -                                   | -                  | -        | -                     |
| iii) Interest Accrued but not paid                                      |                                     |                    |          |                       |
| - Other than Debentures                                                 | -                                   | -                  | -        | -                     |
| - Debentures                                                            | -                                   | -                  | -        | -                     |
| iv) Interest accrued but not due                                        |                                     |                    |          |                       |
| - Other than Debentures                                                 | -                                   | -                  | -        | -                     |
| - Debentures                                                            |                                     |                    |          |                       |
| <b>Net Change</b>                                                       | <b>-</b>                            | <b>-</b>           |          | <b>-</b>              |
| <b>Indebtedness at the end of The financial year</b>                    |                                     |                    |          |                       |
| i) Principal Amount                                                     |                                     |                    |          |                       |
| - Other than Debentures                                                 | -                                   | -                  | -        | -                     |
| - Debentures                                                            | -                                   | -                  | -        | -                     |
| ii) Interest Accrued but not paid                                       |                                     |                    |          |                       |
| - Other than Debentures                                                 | -                                   | -                  | -        | -                     |
| - Debentures                                                            | -                                   | -                  | -        | -                     |
| iii) Interest accrued but not due                                       |                                     |                    |          |                       |
| - Other than Debentures                                                 | -                                   | -                  | -        | -                     |
| - Debentures                                                            | -                                   | -                  | -        | -                     |
| <b>Total (i+ii+iii)</b>                                                 | <b>-</b>                            |                    |          | <b>-</b>              |

\*Includes exchange fluctuation on Long Term Foreign Currency Loans.



**VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL****A. Remuneration to Managing Director, Whole-time Directors and/or Manager:**

(₹ in Lakh)

| Sl. No | Particulars of Remuneration                                                                                  | Thiru S Sivashanmugaraja,<br>IAS, Managing Director | Total<br>Amount |
|--------|--------------------------------------------------------------------------------------------------------------|-----------------------------------------------------|-----------------|
| 1      | <b>Gross salary</b><br>(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961   | 38.31                                               | 38.31           |
|        | (b) Value of perquisites under Section 17(2) of the Income-tax Act, 1961                                     | 1.04                                                | 1.04            |
|        | (c) Profits in lieu of salary under Section 17(3) of the Income-tax Act, 1961                                | -                                                   | -               |
| 2      | Stock Option                                                                                                 | -                                                   | -               |
| 3      | Sweat Equity                                                                                                 | -                                                   | -               |
| 4      | Commission                                                                                                   |                                                     |                 |
|        | - as % of profit                                                                                             | -                                                   | -               |
|        | - Others, specify                                                                                            | -                                                   | -               |
| 5      | Others, Pension, Leave Salary contribution, Provident fund, Reimbursement of medical expenses, tuition fees. | 8.05                                                | 8.05            |
|        | <b>Total(A)</b>                                                                                              | <b>47.40</b>                                        | <b>47.40</b>    |
|        | Ceiling as per the Act (5% of Net Profit) **                                                                 |                                                     | N.A.            |

\*\* Since the Company is having loss during the year 2020-21. Ceiling of 5% of net profit is not applicable. The remuneration is paid as per the schedule V of the Companies Act, 2013 which is well within the limits prescribed in the Schedule.

**B. REMUNERATION TO OTHER DIRECTORS**

(₹ in Lakh)

| Sl. No           | Particulars of Remuneration                 | Name of Directors                |                     |                         |                            |               | Total<br>Amount |
|------------------|---------------------------------------------|----------------------------------|---------------------|-------------------------|----------------------------|---------------|-----------------|
| 1.               | Independent Directors                       | Thiru N. Narayanan (IAS (Retd.)) | Tmt. Soundara Kumar | Thiru V. Chandrasekaran | Thiru P B Santhanakrishnan | Dr M Arumugam |                 |
|                  | Fee for attending board/ committee meetings | 6.05                             | 5.75                | 5.75                    | 6.05                       | 3.60          | 27.20           |
|                  | Commission                                  | -                                | -                   |                         |                            |               |                 |
|                  | Others, please specify                      | -                                | -                   |                         |                            |               |                 |
| <b>Total (1)</b> |                                             |                                  |                     |                         |                            |               | <b>27.20</b>    |

| Sl. No                                                     | Particulars of Remuneration                   | Name of Directors          |                       |                         |                                | Total Amount |
|------------------------------------------------------------|-----------------------------------------------|----------------------------|-----------------------|-------------------------|--------------------------------|--------------|
| 2.                                                         | Other Non-Executive Directors                 | Thiru N. Muruganandam, IAS | Thiru S Krishnan, IAS | Dr R Anandakumar, IAS * | Tmt Reeta Harish Thakkar, IAS# |              |
|                                                            | • Fee for attending board/ committee meetings | 1.75                       | 1.75                  | 1.05                    | 1.05                           | 5.60         |
|                                                            | • Commission                                  | -                          | -                     | -                       |                                |              |
|                                                            | • Others, please specify                      | -                          | -                     | -                       |                                |              |
| <b>Total(2)</b>                                            |                                               |                            |                       |                         |                                | <b>4.90</b>  |
| <b>Total (B)=(1+2)</b>                                     |                                               |                            |                       |                         |                                | <b>32.80</b> |
| <b>Total Managerial Remuneration(A)+(B)</b>                |                                               |                            |                       |                         |                                | <b>80.20</b> |
| <b>Overall Ceiling as per the Act(11%of Net Profit) **</b> |                                               |                            |                       |                         |                                | <b>N.A.</b>  |

# Ceased to be a Director w.e.f. 19.10.2020

\* appointed as Director w.e.f. 19.10.2020

\*\* Since the Company is having loss during the year 2020-21. Ceiling of 11% and 5% of net profit is not applicable. The remuneration is paid as per the schedule V of the Companies Act, 2013 which is well within the limits prescribed in the Schedule.

### C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/ MANAGER/ WTD

(₹ in Lakh)

| Sl. No | Particulars of Remuneration                                                         | Key Managerial Personnel                                                     |                                                                              |                                                                        |                                         |                                          | Total |
|--------|-------------------------------------------------------------------------------------|------------------------------------------------------------------------------|------------------------------------------------------------------------------|------------------------------------------------------------------------|-----------------------------------------|------------------------------------------|-------|
|        |                                                                                     | Thiru. V. Ramanathan<br>Executive Director Finance & Chief Financial Officer | Thiru. R. Ramaseshan<br>Executive Director Finance & Chief Financial Officer | Tmt Sathya Ananth<br>General Manager Finance & Chief Financial Officer | Thiru V. Sivakumar<br>Company Secretary | Thiru B Ravishankar<br>Company Secretary |       |
| 1      | Gross Salary                                                                        |                                                                              |                                                                              |                                                                        |                                         |                                          |       |
|        | (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 | 9.82                                                                         | 5.63                                                                         | 2.89                                                                   | 5.02                                    | 14.00                                    | 37.36 |
|        | (b) Value of perquisites under section 17(2) Income-tax Act, 1961                   | 0.36                                                                         | 0.35                                                                         | 00.22                                                                  | 0.00                                    | 0.94                                     | 1.87  |

|   |                                                                        |              |             |             |             |              |              |
|---|------------------------------------------------------------------------|--------------|-------------|-------------|-------------|--------------|--------------|
|   | (c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961 | -            | -           | -           | -           | -            | -            |
| 2 | Stock Option                                                           | -            | -           | -           | -           | -            | -            |
| 3 | Sweat Equity                                                           | -            | -           | -           | -           | -            | -            |
| 4 | Commission<br>- as % of profit                                         | -            | -           | -           | -           | -            | -            |
|   | - Others, specify                                                      | -            | -           | -           | -           | -            | -            |
| 5 | Others, please specify - Provident Fund & Superannuation               | 0.82         | 0.67        | 0.55        | 0.00        | 2.34         | 4.39         |
|   | <b>Total</b>                                                           | <b>11.00</b> | <b>6.65</b> | <b>3.66</b> | <b>5.02</b> | <b>17.28</b> | <b>43.61</b> |

**VII. PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES:**

| Type                                                                   | Section of the Companies Act | Brief Description | Details of Penalty/ Punishment/ Compounding fees imposed | Authority [RD/NCLT/ COURT] | Appeal made, if any (give Details) |
|------------------------------------------------------------------------|------------------------------|-------------------|----------------------------------------------------------|----------------------------|------------------------------------|
| <b>A. COMPANY</b><br>Penalty / Punishment / Compounding                | NONE                         |                   |                                                          |                            |                                    |
| <b>B. DIRECTORS</b><br>Penalty / Punishment / Compounding              | NONE                         |                   |                                                          |                            |                                    |
| <b>C. OTHER OFFICERS IN DEFAULT</b> Penalty / Punishment / Compounding | NONE                         |                   |                                                          |                            |                                    |

## ANNEXURE VI

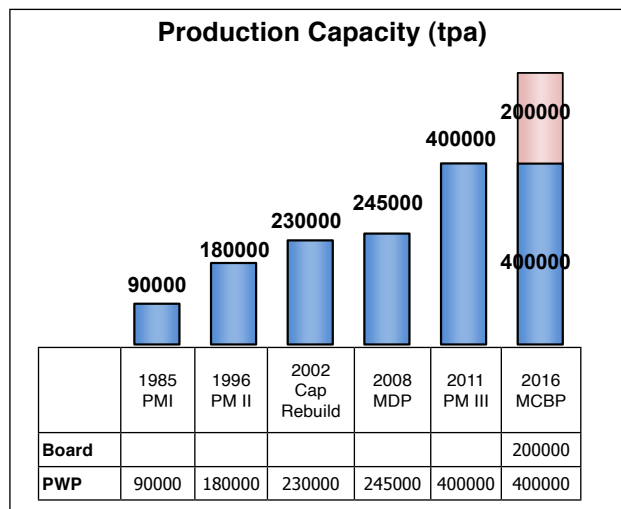
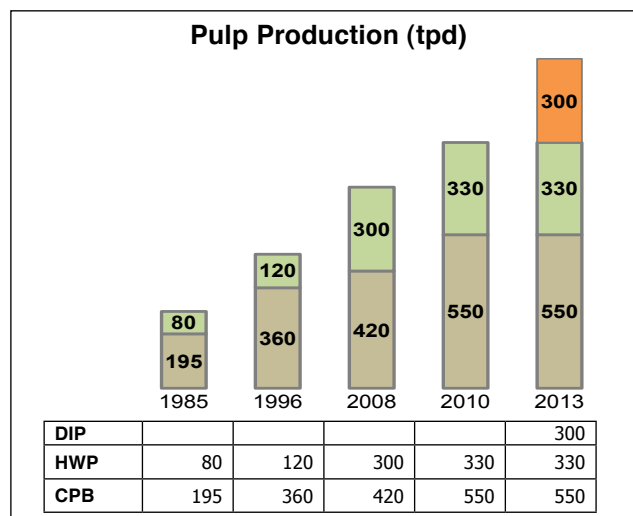
## MANAGEMENT DISCUSSION AND ANALYSIS

## I. INTRODUCTION

Tamil Nadu Newsprint and Papers Limited (TNPL) was promoted by the Government of Tamil Nadu in the year 1979 to produce Newsprint and Printing & Writing Paper (PWP) using bagasse as the primary raw material. The plant located at Pugalur in Karur District was commissioned during 1984 with an initial capacity of 90,000 tonnes per annum. The company has enhanced the capacity to 4,00,000 tonnes per annum in four phases. During 2016, the company has set up a state-of-art Multilayer Double Coated Board Plant with an annual capacity of 2,00,000 MT per annum in Mondipatti village, Manaparai taluk, Trichy District and enhanced the total capacity to 6,00,000 tonnes per annum. With this, the Company has emerged as the third largest player in the Indian Paper Industry. The pulping capacity has been increased from 300 tonnes per day (tpd) in 1984 to 1,180 tonnes per day as of date.

## TNPL has the following production facilities

| Particulars           | UOM | As of date   |
|-----------------------|-----|--------------|
| Paper Production      | tpa | 4,00,000     |
| Board Production      | "   | 2,00,000     |
| Pulp Production - CBP | tpd | 550          |
| - HWP                 | "   | 330          |
| - DIP                 | "   | 300          |
| <b>Total</b>          | "   | <b>1,180</b> |
| Cement Plant          | tpd | 900          |
| Captive Power Plant   | MW  | 138.62       |
| Wind Farm             | MW  | 35.50        |



## II. INDUSTRY SCENARIO

Broadly, the industry is classified into four main segments - namely, writing and printing paper, Industrial packaging paper, speciality paper and newsprint. India holds 15<sup>th</sup> rank among paper producing countries in the world with a total installed capacity of 16 million tonnes. The demand is estimated at 17 million tonnes. The per capita consumption is around 13 kgs against the Asian average of 26 kgs and World average of 58 kgs. India is considered as the fastest growing market for paper in the world with an average annual growth of 6%. The domestic consumption is expected to rise to 25 million tonnes by 2021-22.

Indian Paper Industry is highly fragmented with over 750 paper mills of varying sizes spread across the Country. Only 50 mills are of a capacity of 50,000 tpa or more. The overall capacity utilization is estimated at 80-90%.

## III. STRATEGY

TNPL's operational and financial performance is one of the best in the Indian Paper Industry. TNPL's success is largely related to the following strategies which enables the company to perform well consistently:

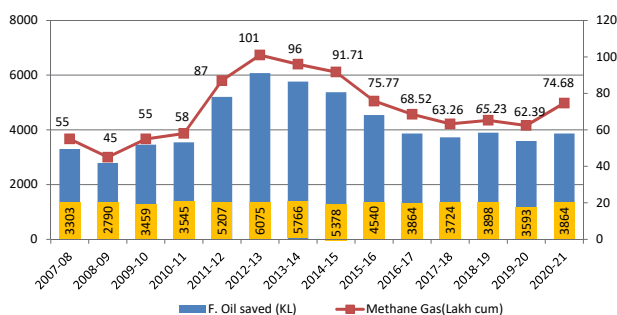
1. Efficient cost management
2. Innovation
3. Management of Human Resources
4. Customer centric
5. Continuous sustainable growth
6. Financial re-engineering

## 1. Efficient Cost Management

Cost saving measures are undertaken as a continuous exercise in TNPL to keep the cost of production low. TNPL has benchmarked the entire operations and monitor the actuals with reference to the targets set. The concerted actions on process improvement, productivity enhancement, cost reduction measures and self-sufficiency in major inputs like pulp, power and filler materials have enabled the company to be the least - cost producer of paper in the country.

## 2. Innovation

TNPL is built on the concept that environment should be protected for the benefit of present and future generations. TNPL has perfected the technology of manufacturing newsprint and printing and writing paper from bagasse, an agricultural residue. This is an outstanding innovation.



TNPL has set up a 900 tpd Capacity Cement plant for producing high grade cement from inorganic solid wastes like lime sludge and fly ash. TNPL is the first and only paper mill in the country to have set up a cement plant within the factory premises to produce cement from mill wastes. During 2020-21, TNPL has consumed 56,322 MT of lime sludge for cement manufacturing in conservation of 93,785 MT of lime stone.

Two bio-methanation plants consisting of four numbers of UASB reactors set up within the factory premises have generated cumulatively 74.68 lakh m<sup>3</sup> of methane gas during 2020-21. The methane gas is consumed in lime kilns in replacement of furnace oil and power boilers in replacement of coal. With this, TNPL has saved usage of 3864 KL of high cost furnace oil and 602 MT of imported coal during the year.

TNPL has established a separate bio-technology and bio-energy Research Centre for producing tissue culture seedlings.

## 3. Management of Human Resources

Vision of TNPL is translated into reality by its team of dedicated Executives, Staff and Workmen. Training is imparted to improve the knowledge and skill of the employees at all levels. Senior Executives are deputed to management programs conducted by leading Management Institutes.

The Company has implemented a periodical performance appraisal system. Key performance Indicators (KPI) is set for the organisation, the departments and the Senior Executives at the beginning of each year and appraisal is carried out at periodical intervals.

## 4. Customer Centric

Quality is a way of life in TNPL. The quality control team constantly checks the consistency in quality. A functional team consisting of executives from production, quality control and marketing conduct surveys to check customer satisfaction level.

TNPL is an ISO 9001 & ISO 14001 certified company. TNPL has exported 82,070 mts of paper and paper board to 30 countries during the year 2020-21.

Customer complaints are given utmost priority for redressal. Consistency in quality, transparency in pricing and prompt delivery, has made TNPL a household name amongst domestic and export customers.

## 5. Continuous and Sustainable Growth

TNPL has grown from an initial capacity of 90,000 tpa in 1984 to 6,00,000 tpa in 2016 in tandem with the Industry growth. Currently, TNPL enjoys the third position in installed capacity and second position in production of printing and writing paper in the country. The company has three paper machines each with a capacity of 1,15,000 tpa, 1,30,000 tpa, 1,55,000 tpa respectively and one board machine with a capacity of 2,00,000 tpa. The growth is supported by the latest technology and state-of-art equipments. Economies of scale and quality production driven by technology provide competitive edge to the Company in the market.



## 6. Financial Re-Engineering

TNPL has implemented a sound Forex Risk Policy. The expansion schemes are funded through an appropriate mix of internal generation and borrowed funds. High cost loans are replaced with lower cost loans on regular basis. Continuous monitoring and readjusting of loan portfolio have enabled the company to keep the cost of borrowing at the minimum level. The average cost of loans outstanding as on 31.3.2021 is 7.24 % (31.03.2020: 8.33%).

## IV. THE SUCCESS DRIVERS

### Environment Management

TNPL treats environment improvement as a priority area. Continuous studies are undertaken to reduce the water consumption with improvement in the quality of effluent. Compliance to pollution control norms and CREP regulations are strictly adhered to. The mill has implemented several water conservation measures and reduced water consumption to 47 KL per ton of paper during 2020-21 which is one of the lowest in the paper industry. Continuous efforts are taken to reduce the water consumption to maximum possible extent at all stages.

### Sustainable Sourcing of Pulpwood and Protecting the Nature

The plantation programme implemented by the company has the desired result in green cover and thus restore the ecological balance of the operational area. Implementing the tree farming activity outside the forest area will enable in converting the underutilized degraded lands into green cover. Further, by establishing pulpwood raw material outside the forest area, an equal amount to this area of natural forest is protected without disturbance for pulpwood and firewood.

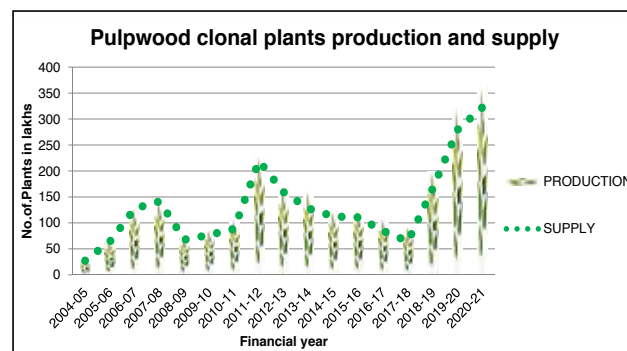
The company focus on sustainability in quality clonal propagation and supply, managing the plantation establishment, supplying pulpwood to the mill and put sustainable efforts in Conserving Biodiversity and Forest Research during the year 2020-21.

### Sustainability in Clonal propagation and Supply of pulpwood species

In the intensive management of forests, it is very important to develop fast and economical methods of raising superior planting stock. The somatic propagation of trees has an edge over raising of stock through seeds. These techniques have also become

important in forestry owing to their potential in propagating trees, which possess superior traits, in an effort to increase volume and quality of production. TNPL realizes the need for clonal forestry to have a sustained supply of pulpwood raw material and taken initiative in the year 2007-08 and established State -of the-Art Clonal Propagation and Research Center (CPRC) at Kagithapuram with a production capacity of 10 million plants per year. The capacity were further enhanced to produce 20 million clonal plants per year. Similarly, a hi-tech Pulpwood Plants Propagation Center (PPC) was established in Unit-2 Mondipatti during 2019-20 with a Capacity to Produce 15 million plants per annum. With this, the total production Capacity of clonal propagation was enhanced to 35 million clonal plants per annum. However, in view of new pulp mill establishment in Unit-2 the requirement of quality clonal plants were increased to 50 million plants per annum. In order meet the additional requirement, the company has established decentralized nurseries at Ariyalur, Pudukkottai and Viluppuram districts where the rooted clonal plants are processed and dispatched to the farmer's field in time. With this additional nurseries, the company is able to produce 55 Million clonal plants/annum.

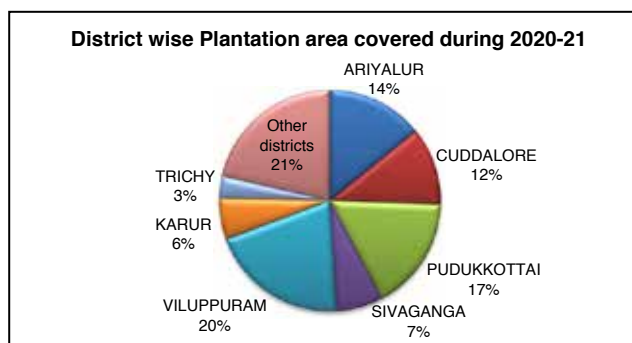
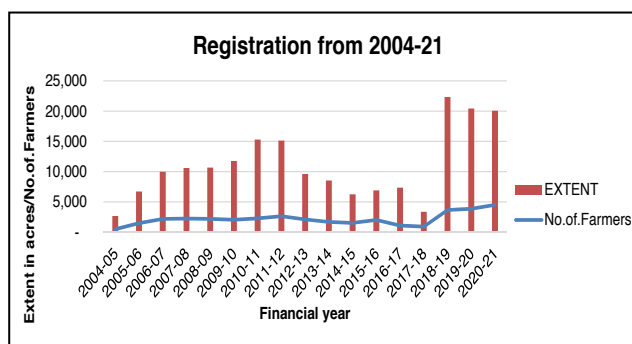
The Company has produced 363 lakh pulpwood saplings during this year, out of which 277.07 lakhs are Casuarina species and 85.47 lakhs are Eucalyptus, Melia, Gmelina & Subabul species. This is the first time our company has produced 363 lakh plants and supplied 323 lakh clonal plants to the farmer's field in a year during the past 16 years. This is also the highest production & supply by any industry in the country during this year. So far, the company has produced 1801 lakh plants and supplied 1728 lakh plants to farmer's field over the past 17 years.



### Sustainability in Plantation Establishment

Sustainable forest management is the process of managing forest with regard to the production of a continuous flow of desired forest products and

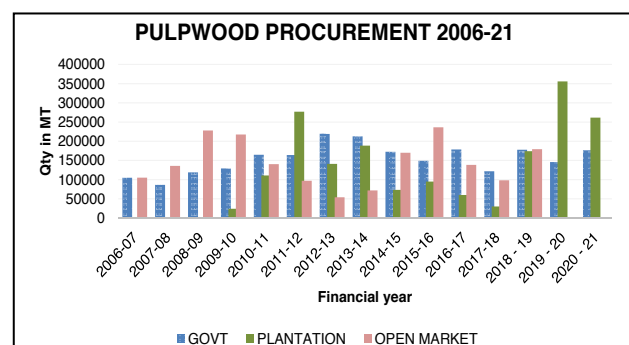
services without undue reduction in future productivity and undesirable effects on the physical and social environment. In line with this policy, the Company motivated the farmers to raise pulpwood plantation an area of 20,065 acres covering 3755 farm fields during the year. Short rotation Casuarina species is covered in the maximum area of 56% (11,225 acres) and Eucalyptus plantation has been covered in 44% (8840 acres). With this the cumulative plantation area promoted by the company from 2004-2020 is about 1,87,680 acres. Plantation were raised mainly in the coastal Districts, where the pulpwood species are better established. About 70% of the total area is covered only in five districts viz., Ariyalur, Cuddalore, Viluppuram, Pudukkottai and Sivagangai districts. In addition, about 10% of the Plantations are in Karur and Trichy where the mill is located. Hence, 80% of the total area has been covered within these seven districts, which is convenient to operate and monitor the plantation activities in effective manner. The Company also entered MoA with Tamil Nadu Agriculture University (TNAU) to raise Captive plantation in the vacant lands available in various Agriculture Research Stations and Agriculture and allied colleges under the control of TNAU.



### Sustainability in Pulpwood Procurement

The company achieved the goal of Sustainability in pulpwood sourcing for 2020-21 financial year by procuring pulpwood directly from farmers without dependence on open market sources. The company

has procured 4,38,029 MT of debarked pulpwood during the year, in which 1,76,511 MT from Government Sources (TAFCON, Farm Forestry & Division Areas) and balance 2,61,518 MT directly from farmers field, in which 40% is Casuarina pulpwood and 60% is Eucalyptus pulpwood. From 2009, the company has procured 1.80 million tonnes of pulpwood directly from farmers without any intermediary under plantation schemes. The maximum pulpwood requirement is met from the districts where the plantation schemes are implemented i.e., Ariyalur, Pudukkottai, Viluppuram, Cuddalore, Sivagangai, Karur and Trichy.



### Sustainable efforts in Biodiversity conservation and Forestry Research

The company completed the Forest Stewardship Council audit in December 2020 and achieved dual-certification i.e., FSC Forest management (FSC FM) and FSC Chain of Custody (FSC CoC) as part of our commitment to continuous improvement and the care we take in managing the Plantation. Our certification provided third party assurance that our Plantation and operations are managed responsibly to deliver social, environmental and economic benefits now and into the future.

The Company also have a Green belt development policy with an objective to provide a buffer / barrier between the sources of pollution and the surrounding areas. The green belt helps to capture the fugitive emissions and attenuate the noise apart from improving the aesthetics quality of the region. To minimize impacts on the ecological components, Plantation department is carrying out its environmental responsibility by raising Green belt in and around the factory both at Unit-I & Unit-II. During the year, 1,18,662 tree saplings belonging to 55 species has been produced and 47,569 saplings has been distributed for green belt. In which, around 14,534 plants were supplied to public and balance 33,025 plants were utilized by the company for greenery development. Similarly, 1,15,217 ornamental plants and other herbs belongs to 93 varieties of species were produced and 34,729

plants were utilized for the company's green belt development programme.

Plantation productivity improvement is a continuous process, for which the Forestry Research work is designed in such a way that the introduction of new genetic material either through natural selection or by hybridization. The company has already released 3 new improved varieties in Eucalyptus during 2019-20. In order to improve the productivity further, about 58 multi-location field trials were established, which includes 51 are breeding and selection trial and 7 are silvicultural trials. The forestry research wing has shortlisted 54 number of new germplasm in Eucalyptus, 7 in Casuarina, 13 in Subabul, 5 in Sissoo, 5 in Acacia & 1 in Melia and mass multiplied for establishment of multi-location trials during this year. With these new germplasm, 23 number of multi-location trials were established during the year, which will pave the way for selection of new clones suitable for different agro-climatic zones in the coming years.

#### **Forest Stewardship Council (FSC) certificate**

R & D team was involved as the central focus during the Annual Audit conducted for Forest Stewardship Council – Chain of Custody Certification and Controlled Wood with certification body M/s. Nepcon.

#### **ISO 9001 & 14001 Certification**

First surveillance audit for Recertification in the year 2020 was conducted for TNPL's Unit # I Quality Management system for "Design, Manufacture and Supply of Writing and Printing Paper" and TNPL's Environment Management system for "Development and Manufacture of Writing and Printing Paper" both based on 2015 version by the certification body M/s. TUV India Private Limited in association with Research and Development team members.

First surveillance audit was completed by February 2021 and the audit team had recommended for the maintenance of ISO 9001 and ISO 14001 certificate.

#### **ISO 50001 Certification**

Certification audit in the year 2021 was conducted for TNPL's Unit # 1 Energy Management system for "Design and Manufacture of Pulp and Paper" based on 2018 version by the certification body M/s. TUV India Private Limited in association with Research and Development team members.

Certification audit was completed by February 2021 and the audit team had recommended for grant of the ISO 50001 certificate.

#### **Fuel Management**

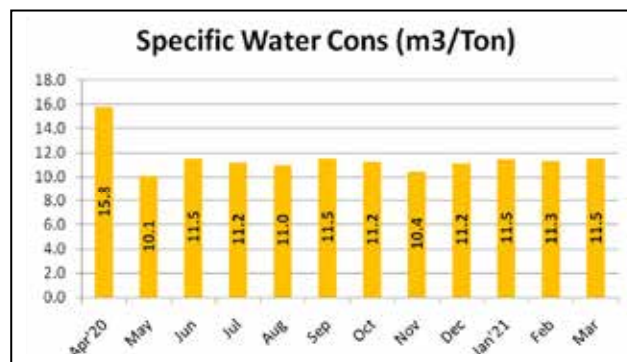
TNPL uses solid fuel in the power boilers and black liquor in the recovery boiler for generation of steam. As black liquor solid has been recognized as bio-mass, power generated from steam produced in the recovery boiler using black liquor solid is eligible for Renewable Energy Certificates (RECs). TNPL is the First Company in the Paper Industry to have availed this benefit. However, since 01.04.2016, this facility has been restricted to the facilities set up between 29<sup>th</sup> September 2010 and 31<sup>st</sup> March 2016. As the facility in TNPL was established prior to the cutoff date, TNPL has become ineligible to avail this facility from 01.04.2016. TNPL has generated revenue of ₹ 76.77 Crore in last 7 years through sale of RECs..

#### **Water Management at Unit-I**

TNPL sources water from the river Cauvery for both the units. TNPL has installed a series of rain water harvesting structures in the factory campus. With the implementation of various water conservation measures, the overall water consumption is reduced to 47 KL per ton of paper- the lowest in the Industry.

#### **Water and Environment Management at Unit-II**

TNPL sources water from River Cauvery. TNPL has implemented water conservation measures and in 2020-21, the specific water consumption has been reduced to 11.5 m<sup>3</sup>/T of Board. The entire board manufacturing process is being carried out with a closed loop system to reduce fresh water consumption and water conservation measures were implemented to reuse the final effluent for secondary uses.



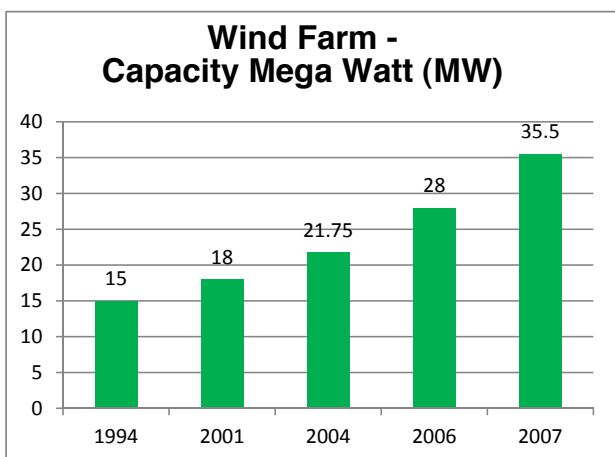
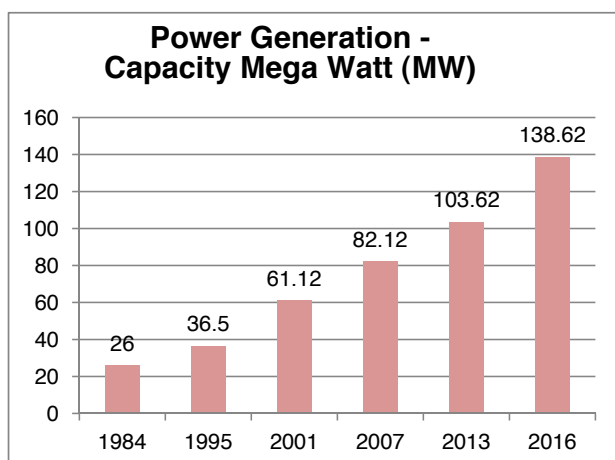
TNPL Unit II has implemented state-of-the-art Effluent treatment process and the entire treated effluent is being used for plantation through drip irrigation of 650 acres. Compliance to pollution control norms – both water and air, are strictly adhered to.

## Energy Management

### Energy management at unit I

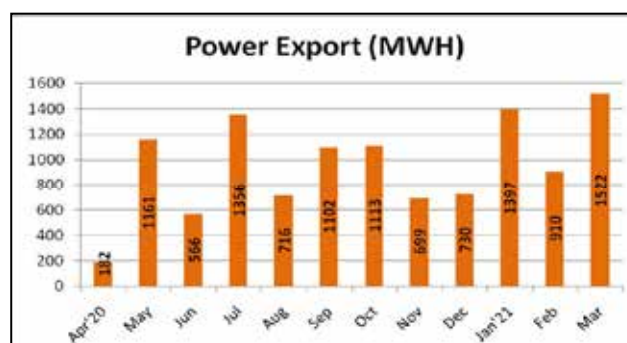
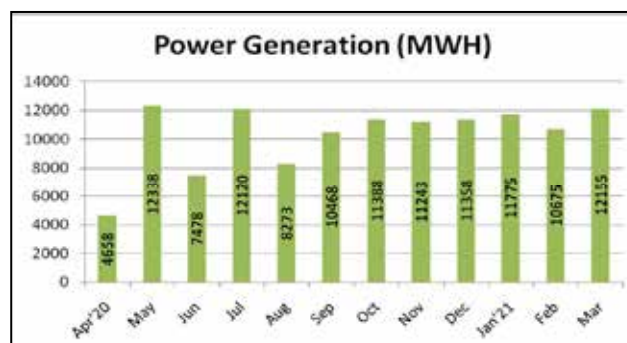
TNPL has 138.62 MW power generation capacity comprising of four power boilers and four turbo generators with a power generation capacity of 103.62 MW in Unit I. TNPL is 100% self-sufficient in power. Surplus power is exported to TANGEDCO.

TNPL installed its first Wind Farm of 15 MW capacity during 1993-94 at Devarkulam and Perungudi in Tirunelveli District. Since then, TNPL has progressively increased its wind farm Capacity till 2007 to 35.5 MW. Wind power is exported to grid. A small percentage is wheeled for self-consumption.



### Energy management at unit II.

TNPL unit – II has two power boilers and one Turbo generator with a generation capacity of 35 MW. TNPL is 100% self-sufficient in power. Surplus power is exported to Tata Power Trading Corporation Limited.



### Marketing Management at Unit-I

The increasing use of electronic media for communication and learning is leading to a slowdown in the growth of paper consumption for writing and printing. Covid-19 has unleashed major changes like – work from home and distance learning. Some of these changes are irreversible and are likely to impact the usage of paper going forward. However, with a large and growing young population, the need for textbooks and notebooks is expected to continue. Consumption growth rates in this segment will slow down. The company is focusing on industrial usages of paper and further diversifying the product mix.

Efforts are being put to improve quality and optimize costs. The company is working toward strengthening the dealer network by appointing dealers in unrepresented markets and also reinforcing the dealer network in existing markets. Better credit control measures are being put in place and Information Technology is being leveraged to provide better and faster inputs to the distribution network.

This necessitates continual Marketing strategically built to maintain profitability. The list of initiatives are as under:-

- Considering the market factors and the economics of producing newsprint vis-a-vis printing & writing paper, TNPL has stopped producing Newsprint.



- Printing and writing products are marketed in all the four regions and in all segments such as offset printing, note book, computer stationery, digital printing and copier papers.
- The domestic market is served through a wide network of dealers as well as customers.
- About 1/5th of the total production is exported.
- The company gives the greatest importance to quality parameters as demanded by the end-customer.
- Product improvement is done on a continuous basis in terms of process up-gradations technology, developments, finishing and delivery.
- Paper Board varieties are carefully placed in different regions with respect to both volume and pocket realization.
- Product Mix and Market Mix are strategically kept to improve profitability especially in Paper Board Segment.
- Based on Market research, facilities for cutting operations for servicing customers in ever increasing sizes have been upgraded and new installations have been planned.

#### Marketing Management at Unit-II

With the expected commissioning of Pulp Mill at Unit II during this year, the product mix of the packaging board business is likely to undergo a major change. The company will focus on increasing its market share in the higher value adding Virgin Fiber Boards business which includes Cup Stocks. In-house pulp will provide the company an input cost advantage as well as consistency in raw material quality. Active efforts are being made to shift the product mix towards Virgin Fiber grades of packaging boards like Folding Box Boards, SBS Boards, Cup Stock and other speciality grades. Distribution strengths are being further strengthened and additional customers are being mapped. The company is planning a major re-entry into the cup stock market and focusing on developing new products to utilize the additional pulp from the new pulp mill.

TNPL Unit-II has established a strong and wide marketing network of dealers for the board products. In addition there has been demand for export of boards which bear testimony for the quality at par with international players. During the year 2020-21,

TNPL Unit - II has dispatched 1,73,810 MT of board. In March'21, board sales of 20,313 MT ever time high has been achieved.



#### Research and Development at Unit-I

The major issues of Pulp and Paper Industry in India are high cost of production caused by inadequate availability of raw material, high cost of raw material, non-availability of good quality fiber and environmental challenges. To overcome above hurdles TNPL's R&D focus on optimization of raw material to achieve good quality pulp. Also R&D focused on environmental challenges in particular to Soda Recovery Plant and Environmental operations.

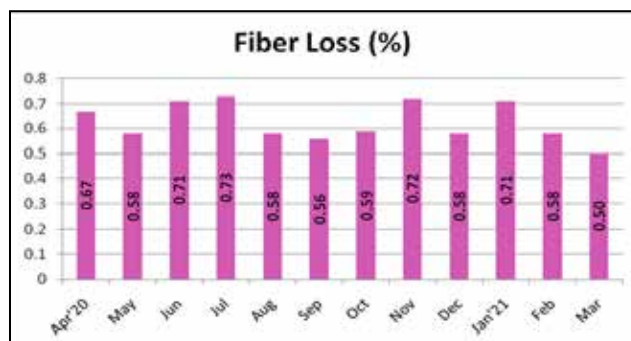
#### Research and Development at Unit II – new product development and improvement

Product development to meet customer satisfaction and market demand has been the aim of Research and Development wing. New products were developed for the market in the packaging segment. Tailor made Eco-friendly products suiting specific industry requirement were developed in 2020-21 incorporating Bagasse pulp and Deinked Pulp.

1. Aura Green Flute – developed for hot and cold beverages;
2. Aura Green Supreme – cup stock variety for hot and cold beverages with superior printability;
3. Aura Eco Plus – Medium bulk board with superior surface for premium printability;
4. Aura Wad Plus – For inductive wad applications;
5. Aura Snow Whyte – An SBS grade developed for graphical and cosmetic applications with premium printability;
6. Aura Ivory Board – A high contrast with rich look grade developed for wedding and visiting card applications.



Continuous improvements are made in both pulp furnish composition, pulp parameters, machine parameters to reduce the cost, maintain the quality standards. Plant trial was conducted with wood powder substitute (Arisofill) replacing stone ground wood pulp in White Lined Chip Board. Likewise continuous improvements made in process resulted in reduction in fibre loss and better fibre utilization and lower specific consumption of utilities and chemicals.



#### Quality Control at Unit-I

TNPL Quality Control team plays a pivotal role to set norms for a specific product in collaboration with design and development wing, maintains the stringent quality requirements demanded by our customers through paper appraisal activities and ensures corrective action taken by production department. TNPL Quality Control uses the state-of-art automatic paper testing equipment with self-calibrating smart sensors to measure the quality parameters accurately and precisely within few minutes of sample collection. All the testing is carried out as per ISO standards following a well-designed plan prescribed in our Quality Management System.

#### Quality Control at Unit-II

Board quality is being monitored on real time basis with installed online Quality Control system on six

locations in the board machine. The final board quality after manufacture however is subjected to stringent Quality testing with state of the art Autolab, to meet customer requirements and satisfaction. Customer feedback has been the main input to improvement in quality, and our board quality has been well ahead of our competitors in the market.

#### Excellence in Corporate Governance

The Institute of Company Secretaries of India (ICSI), New Delhi, conferred on TNPL, the "ICSI National Award for Excellence in Corporate Governance" for the year 2004 recognizing the company's adoption of effective management practices, compliance with law, adherence to ethical standards, distribution of wealth and discharge of social responsibility for the benefit of all stakeholders.

#### V. RESOURCES & LIQUIDITY

TNPL funded the first expansion project for doubling the capacity from 90,000 tpa to 1,80,000 tpa implemented during 1993-96 through internal generation, issue of shares and borrowed funds. The capacity expansion from 1,80,000tpa to 2,45,000 tpa and Life Cycle Extension of Paper Machine I were carried out exclusively through internal generation.

All other projects namely Mill Development Plant, Mill Expansion Plan, setting up and expansion of 900 tpd Cement mill under Lime Sludge and Fly Ash Management, setting up a 300 tpd De-inking Plant, revamping of steam & power system and setting up a state-of-art Multilayer Double Coated Board Plant with an annual capacity of 200,000 MT per annum were funded through appropriate mix of internal generation and borrowed funds. TNPL has repaid loans on due dates.

Term loans outstanding as on 31.3.2021 is ₹ 2,375 Crore. The working capital loans outstanding as on 31.3.2021 is ₹ 336 Crore. The weighted average cost of loan outstanding as on 31.3.2021 is 7.24%.

#### VI. OUTLOOK, OPPORTUNITIES AND CHALLENGES

The Indian paper industry has close linkages with economic growth. India's growth in the fourth quarter of the fiscal year 2020 went down to 3.1% according to the Ministry of Statistics. This drop is mainly due to the coronavirus pandemic effect on the Indian economy.

Increasing literacy level increases the demand for writing and printing paper while higher industrial output leads to increased demand for industrial paper

for packaging. The cumulative annual growth rate in paper consumption over the last five years has prompted Indian paper manufacturers to undertake significant capacity expansions. The cost of input material, primarily pulp and coal, has increased after remaining subdued for some time, though coal prices are highly fluctuating.

The increase in pulp and waste paper prices have escalated the cost of production of paper for many mills across the globe. This trend of high input prices is also due to the growing demand in emerging economies. A strong upswing in the pulp and paper market is being forecast based on the general improvement in the economic situation and increasing literacy level in the developing countries.

The increasing use of electronic media for communication and learning is leading to a slowdown in the growth of paper consumption for writing and printing. Covid-19 has unleashed major changes like – work from home and distance learning. Some of these changes are irreversible and are going to impact the usage of paper going forward. However, with a large and growing young population, the need for textbooks and notebooks is expected to continue. Consumption growth rates in this segment will slow down. The company is focusing on industrial usages of paper and further diversifying the product mix.

Efforts are being put to improve quality and optimize costs. The company is working toward strengthening the dealer network by appointing dealers in unrepresented markets and also reinforcing the dealer network in existing markets. Better credit control measures are being put in place and IT is being leveraged to provide better and faster inputs to the distribution network.

With the expected commissioning of Pulp Mill at Unit II during this year, the product mix of the packaging board business is likely to undergo a major change. The company will focus on increasing its market share in the higher value added Virgin Fiber Boards business which includes Cup Stocks. In house pulp will provide the company an input cost advantage as well as consistency in raw material quality. Active efforts are being made to shift the product mix towards Virgin Fiber grades of packaging boards like Folding Box Boards, SBS Boards, Cup Stock and other specialty grades. Distribution strengths are being further strengthened and additional customers are being mapped. The company is planning a major re-entry into the cup stock market and focusing on developing

new products to utilize the additional pulp from the new pulp mill.

In spite of the continual focus on digitization, India's requirement for paper is anticipated to rise 53 percent in the next six years, principally due to a sustained boost in the number of school-going children in rural areas. Growing consumerism, modern retailing, rising literacy and the growing use of documentation will continue to increase the demand for writing and printing paper.

The exponential enlargement of e-commerce in the nation has opened up the latest horizon and could contribute significantly to the demand where the paperboard is being predominantly used for packaging.

Though India's per capita utilization is quite low compared to global peers, things are looking up and a requirement is set to rise from the present 13 MT to an estimated 20 MT by 2025.

### COVID-19

In view of the various containment measures, implemented by both the Central and State Governments, the spread of COVID-19 was brought under control.

To achieve this, the chain had to be broken. The only effective way /method to break the chain, was to implement strict lockdowns. Complete lockdown was effected from 24<sup>th</sup> March 2020 to 14<sup>th</sup> April 2020.

In order to protect our young population, and to prevent the spread of this virus amongst them, all Educational institutions were shut.

Once this spread of COVID-19, was brought under Control, various un-lockdown measures were implemented across the country.

Once the spread was contained, gradual opening up of most sectors were announced. Towards the end of FY 2020-21, some things started to appear as though it was normal.

### RISKS AND CONCERNS

Risks and uncertainties are an inherent part of every business, and yet it is important to identify the risks and take proactive steps to mitigate them. At periodical intervals TNPL identifies and evaluates risks and takes preventive measures. Risk management is a part of the Company's business planning and controlling process.

Depending on the dynamics and severity, risks are categorized functions wise and classified further as High Risk, Medium Risk and Low risk.

## VII. ENVIRONMENT

TNPL believes that the environment and associated natural assets must be protected and used in a sustainable way to cater the today's demand as well as the needs of future generations. TNPL established a integrated Management System (IMS) Policy encompassing the requirements of ISO 9001, ISO 14001& ISO 45001.

TNPL is committed to:

- Design, Manufacture and Supply of quality products by adopting contemporary technologies for the overall efficiency in a clean environment.
- Achieve Quality, Energy, Environment, Health and Safety objectives through sustained R & D efforts and process improvements.
- Ensure continual improvements in the process and technology to attain consistent Quality, optimized Energy utilization, Environmental protection, sustaining Occupational Health and Safety Management Systems.
- Comply with all legal and other requirements.
- Comply and Report the Environmental performance of its facilities and compliance on all relevant environment legislation and regulation to the Board of Directors and stake holders, by forming a separate Environment Management Cell for analysing, taking counter measures.
- Stimulate rational usage of Water, Energy and other Natural Resources through technological improvements and behavioral aspects.
- Minimize waste and Maximize reuse/recycling.
- Provide safe and healthy work environment for the prevention of work-related injury and ill health.
- Eliminate hazards and reduce Occupational Health & Safety risks by conducting safety audit and risk assessment periodically.
- Ensure consultation and participation of workers or workers' representatives in sustaining Occupational Health and Safety Management System.
- Enhance customers satisfaction by supply of quality products at optimal cost and timely delivery.
- Empower employees to work towards contributing to and improving the Integrated Management System in the organization.
- Integrate Quality, Energy, Environment, Health and Safety requirements with business decisions by adopting the Manufacturing Excellence Model.

## Environmental Monitoring

The continuous online data collected from final treated effluent stream, stack emissions from power boiler are regularly uplinked to TNPCB and CPCB servers continuously and being displayed in the electronic board installed at the entrance of Unit – II.



**Continuous Ambient Air Quality Monitoring Stations**



**Continuous Ambient Air Quality Display Board at Entrance**



**Continuous Stack Emission Monitoring Station**



### Emission Control

Electro Static Precipitators are installed to control emission from boiler. Covered conveyors to the length of 2500 m are installed from coal storage shed to the power house.



### Increased Biodiversity

After implementation of TNPL Unit II, the microclimate of the location has significantly improved and multifold enrichment in flora and fauna population could also be evidenced.

#### FLORA



## FAUNA



## Green Belt Development

TNPL Unit – II has developed a Green Belt in and around the plant premises in about 650 Acres land. A sum of about Six Lakhs plants belonging to 79 Species have been planted among them; species like Ficus, Eucalyptus, Neem, Ashok, Citrus, Coconut, Artocarpus, Dalbergia, Melia, Pongamia, Syzygium etc. are some of them. The Green Belt development make the eco system more complex and functionally more stable, make the climate more conducive and restore water balance. The green belt helps to capture the fugitive emissions and to attenuate the noise generated in the plant, apart from improving the aesthetics of the plant site.





## VIII. HUMAN RESOURCES DEVELOPMENT

### 1. KNOWLEDGE SHARING:

During the year 2020 - 21, training details (in-house training programmes, circulars, external training materials received from organizers / participants on various topics, etc.) were uploaded in 'Alfresco' portal which was created for 'Training and Development' in order to know the updated technical skills / technology by the employees.

The employees attended the external programmes are taking classes for the other employees in their respective departments thereby imparting knowledge of latest technical skills / technology updation. The training materials received from outside programmes are kept in Technical Library to facilitate easy access to other employees and get benefitted.

### 2. INDUSTRIAL RELATIONS:

- TNPL takes pride in its track record of maintaining congenial work atmosphere thereby leading to harmonious industrial relations.
- Issues concerning workmen are bilaterally discussed and amicably resolved.
- During this financial year, a four year wage revision with effect from May 2018 has been concluded amicably for Workmen, Chargemen and Staff.
- Payment of Bonus for the financial year 2019-2020 was declared and disbursed to the employees.
- Positive work culture built over the years has enabled the company to effectively utilize its human resources.

### 3. TRAINING & DEVELOPMENT:

Learning is indeed a lifelong process. Training programmes, basically serve the purpose of creating opportunities for employees to hone their skills and acquire new ones within the frame work of their companies. In order to translate the TNPL's Vision into reality by its team of dedicated employees at all levels and to stay ahead in the market, training is imparted to improve and update the knowledge / skill level of employees.

A Training Calendar is prepared at the beginning of each year to impart training to employees to meet the skill gaps and development of their competencies based on the Training Need Assessment.

Accordingly for the year 2020 - 2021, 53 training programmes were conducted on various topics by covering 615 training mandays. TNPL has established a healthy and productive learning climate for all the employees. In line with the Management's Vision to fulfill the objective of 'Manufacturing Excellence', an awareness programme on '5S Safety Module' was organized for the benefit of Executives.

Training Programmes of TNPL facilitates the employees on their career growth in TNPL, interpersonal relationships, to meet individual and organizational objectives and to face the challenges of changing business environment.

As a part of developing skill and improving the employability of the youth, every year TNPL has engaged Graduate / Diploma Apprentices as per the guidance of the Board of Apprenticeship Training, Chennai and ITI Apprentices, as per the guidance of Asst. Director of Training and District Skill Training Offices, Namakkal & Trichy under the Apprentices Act, 1961.

## IX. CORPORATE SOCIAL RESPONSIBILITY

TNPL's CSR activities are implemented mostly in the Villages / Town Panchayats located in the vicinity of TNPL plants. CSR in TNPL is considered and taken as Personal Social Responsibility. Voluntarily employees come forward for carrying out several CSR initiatives. TNPL is committed to help the inhabitants of the surrounding Villages by improving infrastructure facilities in Government Schools / Government Hospitals, Providing Medical Equipments to local Primary Health Centre (PHC), Constructing Community Hall, supplying drinking water to the local Villages, desilting of ponds and canals and strengthening of banks of canals and ponds, laying and improving roads, Constructing passenger sheds & culverts, Providing street light facilities, Development of greeneries, Conducting Medical Camps, Skill Development Training Programmes in association with Nationalized Banks, Providing financial assistance to the needy persons who are below the poverty line in the surrounding areas. Under Medical Assistance/ Education Assistance, Contributing for Cultural programmes, Conducting Sports activities and for renovation of places of worship like Temple, Church, Mosque etc., This has paved the way for congenial atmosphere with the inhabitants living in the local areas.

2% of the average profit before tax of the previous three years is spent generally by TNPL for various CSR activities covering Education, Health Care and Medical Service, Infrastructure Development, Social Development, Livelihood / Economic Development, Environment and Sanitation, Culture and Heritage, Soil & Water Conservation. During 2020-2021, TNPL has spent ₹2.19 crores towards CSR activities.

As required in the Companies Act, 2013, "Corporate Social Responsibility Committee" consisting of four Independent Directors is functioning in TNPL.

#### Establishment of COVID CARE CENTRE

- The District Administration had requested for providing oxygen which can be directly used for the patients. The Community Hall adjacent to Unit-I factory was converted as a COVID CARE CENTRE to impart COVID Treatment with 200 beds. Out of this, 152 beds have Oxygen facility.
- All the required infrastructures were done by District Administration and TNPL's scope is to provide Space (i.e) Community Hall, Water and Electricity at free of cost to the COVID CARE CENTRE.
- TNPL supplies uninterrupted oxygen to the COVID CARE CENTRE through a pipeline for about 1.5 KMs, laid at an approximate cost of ₹30 Lakhs, from wood yard situated inside the factory premises.
- Hon'ble Chief Minister of Tamilnadu inaugurated the COVID CARE CENTRE on 31.05.2021 from the Secretariat through video conference in which

the CMD, TNPL, participated and the Minister for Electricity, Non-Conventional Energy Development, Prohibition and Excise, Molasses, Member of Parliament (Karur constituency), MLAs and District Collector, Karur participated in the inauguration function at the site in Kagithapuram.

#### Supply of Medical Oxygen to Hospitals

Consequent to the second wave of COVID-19, the entire country is reeling under severe crisis, resulting in lock downs, transport restrictions, etc. With the count of COVID infection rapidly rising, there was surge in demand of Medical oxygen and the hospitals are running out of the Oxygen supply. There was national emergency for getting the Oxygen supply from wherever possible. TNPL was contacted by various Government agencies including CPCB and TNPCB, to explore the possibility of supplying medical oxygen from the existing Oxygen generation plant. The possibility of offering the surplus oxygen to the needy, was explored, as part of the CSR obligations of the company.

For bottling surplus oxygen to the tune of 100 NM<sup>3</sup>/hr, an Oxygen gas bottling facility is being established. The License and approval from CCOE is awaited for continuous operation of the Oxygen bottling facility. Necessary clearance is expected.

With the prudent balance of effective preventive measures, strict surveillance and adherence to the Government guidelines, TNPL has taken steps for controlling of the spread of infection in mills/ colony and also at all locations.

#### DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE

| Particulars                                                  | UOM         | 2020-21       | 2019-20       |
|--------------------------------------------------------------|-------------|---------------|---------------|
| Production (Paper & Board)                                   | MT          | 495300        | 565026        |
| Sales (Paper & Board)                                        | "           | 469522        | 549893        |
| Profit Before interest, depreciation, exceptional item & tax | ₹ Cr        | 311.31        | 645.57        |
| Finance Cost                                                 | "           | 193.33        | 222.59        |
| Depreciation                                                 | "           | 235.33        | 231.24        |
| Exceptional item                                             | "           | -18.66        | 1.21          |
| <b>Profit Before Tax</b>                                     | <b>₹ Cr</b> | <b>-98.69</b> | <b>190.53</b> |

**KEY FINANCIAL RATIOS**

The Management had reviewed the changes in key financial ratios and have noted significant changes in all the ratios as given below:

| Particulars                                    | UOM   | 2020-21 | 2019-20 | % change Inc / Dec | Remarks |
|------------------------------------------------|-------|---------|---------|--------------------|---------|
| Revenue from Operation                         | ₹ Cr  | 2742.03 | 3437.60 | -20                |         |
| EBIDTA Margin *                                | %     | 11.4    | 18.8    | -40                | Note 1  |
| Operating Profit Margin (EBIT) *               | %     | 19.9    | 25.5    | -22                |         |
| Net Profit Margin (PAT)                        | %     | -2.4    | 3.8     | -163               | Note 1  |
| Interest cover ratio (All Loans) *             | times | 1.61    | 2.90    | -44                | Note 1  |
| Debt Equity Ratio - LTL (Excl.Project Loan) ** | "     | 1.06    | 0.87    | -22                |         |
| Debt Equity Ratio - LTL **                     | "     | 1.49    | 0.94    | -58                | Note 2  |
| Current ratio #                                | "     | 1.07    | 1.27    | -14                |         |
| Debtors Turnover (as a % on Revenue)           | %     | 14      | 15      | 10                 |         |
| Inventory Turnover (as a % on Revenue)         | %     | 25      | 25      | 0                  |         |
| Return on Net Worth                            | %     | -4.1    | 7.6     | -154               | Note 1  |

\* Profit prior to exceptional item.

\*\* Debt includes "Current Maturities of Long Term Loans" grouped under current liabilities.

# For Current ratio, Current liability excludes "Current Maturities of Long Term Loans".

**Note 1 :** During 2020-21, company's turnover declined by 20% due to Covid-19 Pandemic which has impacted paper sales to large extent. Due to this, Company incurred a loss of ₹ 98.69 Cr which leads to decrease in EBIDTA by 40%. Hence, Net profit margin, Interest Coverage ratio and return on network has reduced.

**Note 2 :** During 2020-21, Long term loan increased by ₹ 765 Cr as against FY 2019-20 mainly due to increase in Project loan towards MEP of ₹ 566 Cr. Hence, Debt-Equity ratio has increased.

## ANNEXURE- VII

### REPORT ON CORPORATE GOVERNANCE

This Corporate Governance Report relating to the year ended on 31<sup>st</sup> March, 2021 has been issued in compliance with the requirements of Regulation 34(3) read with Clause of Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and forms part of the Report of the Directors to the Members of the Company.

#### A. MANDATORY REQUIREMENTS

##### 1. Company's Philosophy

TNPL's philosophy on Corporate Governance is to achieve high levels of integrity, equity and transparency in all its operations. The company believes that good Corporate Governance is essential for achieving long term goals and enhancing stakeholders' value. The Company's business objective is to manufacture and market products which create value that can be sustained over time for the benefit of customers, shareholders, employees, bankers and Government.

##### 2. Board of Directors

##### a. Composition and Category of Directors

As on 31<sup>st</sup> March, 2021, the Board consisted of Nine directors – a Chairman, Managing Director (Executive Director) nominated by GOTN and three non-executive Directors nominated by GOTN, and Five independent non-executive Directors including one woman director.

As per Regulation 17(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Board of Directors shall have an optimum combination of executive and non-executive directors with at least one woman director and not less than fifty percent of the Board of Directors shall comprise of non-executive directors. Where the chairperson of the Board of Directors is a non-executive director, at least one-third of the board of directors shall comprise of independent directors and where the listed entity does not have a regular non-executive chairperson, at least half of the Board of Directors shall comprise of independent directors provided that where the regular non-executive chairperson is a promoter of the listed entity or is related to any promoter or person occupying management positions at the level of Board of Director or at one level below the board of directors, at least half of the Board of Directors of the listed entity shall consist of Independent Directors.

The composition of the Board of Directors of TNPL complied with the provisions of Regulation 17(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Tvl. N. Narayanan, I.A.S., (Retd.), V. Chandrasekaran, Tmt. Soundara Kumar, P. B. Santhanakrishnan and Dr M. Arumugam are categorized as Independent Directors.

During the year 2020-21, following changes took place in the composition of the Board:

| Sl. No. | Name of Director                  | Event Date | Appointment / Cessation                         |
|---------|-----------------------------------|------------|-------------------------------------------------|
| 1.      | Tmt Soundara Kumar                | 30.06.2020 | Re Appointed as Director (2 <sup>nd</sup> Term) |
| 2.      | Dr R. Anandakumar, I.A.S.,        | 19.10.2020 | Appointed as Additional Director                |
| 3.      | Tmt Reeta Harish Thakkar, I.A.S., | 19.10.2020 | Ceased to be a Director                         |
| 4.      | Thiru V. Chandrasekaran           | 13.11.2020 | Re Appointed as Director (2 <sup>nd</sup> Term) |

There is no inter se relationship between the directors.

During the year 2020-21, following changes took place in the composition of the Key Managerial Personnel (KMP):

| Sl. No. | Name of Director     | Event Date | Appointment / Cessation        |
|---------|----------------------|------------|--------------------------------|
| 1.      | Thiru V. Sivakumar   | 30.06.2020 | Ceased to be Company Secretary |
| 2.      | Thiru B. Ravishankar | 30.06.2020 | Appointed as Company Secretary |
| 3.      | Thiru V. Ramanathan  | 31.05.2020 | Ceased to be CFO and KMP       |
| 4.      | Thiru R. Ramaseshan  | 11.11.2020 | Appointed as CFO and KMP       |
| 5.      | Thiru R. Ramaseshan  | 18.01.2021 | Ceased to be CFO and KMP       |
| 6.      | Tmt Sathya Ananth    | 11.02.2021 | Appointed as CFO and KMP       |

### Board Diversity

Your Company has over the years been fortunate to have eminent persons from diverse fields as Directors on its Board.

Pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Nomination & Remuneration Committee has formalized a policy on Board Diversity to ensure diversity of experience, knowledge, perspective, background, gender, age and culture. The policy is posted on the Company's website and can be accessed on web link <http://www.tnpl.com/>.

### Independent Directors

Based on the confirmations / disclosures received from the Directors and on evaluation of the relationships disclosed, all the Non-Executive – Independent Directors are independent in terms of provisions of Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. All the directors have made necessary disclosures regarding Committee positions held by them in other companies and do not hold the office of Director in more than twenty companies, including ten public companies. None of the directors are related to each other.

The company has issued formal letters of appointment to independent directors in the manner as provided in the Companies Act, 2013.

The terms and conditions of appointment of independent directors have been disclosed on the company's website at [www.tnpl.com](http://www.tnpl.com)

The Independent Directors on the Board are experienced, competent and highly respected persons. They take active part in the Board and Committee meetings. Necessary disclosures have been made by the Directors as required by SEBI.

### Separate meeting of independent directors

During the year, the Independent Directors of the Company met separately without the presence of other Directors or management representatives on 25<sup>th</sup> March, 2021 to discuss:

- Evaluation of the performance of non-independent directors and the Board of Directors as a whole.
- Evaluation of the performance of the Chairman, taking into account the views of the executive and non-executive directors.
- Evaluation of the quality, content and timeliness of flow of information between the Management and the Board that is necessary for the Board to effectively and reasonably perform its duties.
- The Independent Directors discussed, among other matters, the performance of the company and risk faced by it, competition, strategy, leadership strengths and weaknesses, governance, compliance, Board movements and human resources matters.



### **Familiarization Programme**

The Company has framed familiarization programme for Independent Directors. The Board members are provided with necessary documents/brochures, reports and internal policies to enable them to familiarise with the Company's procedures and practices. A new Director is welcomed to the Board of Directors of the Company by sharing various documents and information of the Company for his/her reference such as brief introduction to the Company and profile of Board of Directors of the Company, details of various Committees of the Board, latest Annual Reports, Code of Conduct for Directors, Code of Conduct for Senior Management and Employees, Code of Conduct for Independent Directors, Code of Conduct for Prevention of Insider Trading in shares of the Company etc. Periodic presentations are made at the Board and Committee Meetings, on business and performance updates of the Company, business strategy and risks involved. This enables the Directors to get a deeper insight into the operations of the Company. Such presentations also provide an opportunity to the Independent Directors to interact with the Senior Management team of the Company and help them to understand the Company's policies, its long term vision and strategy, business model, operations and such other areas as are relevant from time to time. The Company updates the Board Members on a continuing basis on any significant changes therein and provides them an insight to their expected roles and responsibilities so as to be in a position to take a well-informed and timely decisions and contribute significantly to the Company.

All Directors are apprised of any changes in the codes or policies of the Company. The Board of Directors has access to the information within the Company which is necessary to enable them to perform their role and responsibilities diligently.

The Independent Directors, from time to time request management to provide detailed understanding of any specific project, activity or process of the Company. The management provides such information and training either at the meeting of Board of Directors or otherwise.

The Statutory Auditors and External Internal Auditors of the Company make presentations to the Board of Directors with regard to regulatory changes from time to time while approving the Financial Results.

The details of familiarization programme is disclosed at Company's website at [www.tnpl.com](http://www.tnpl.com).

### **Board Meetings Process**

The Board plays a pivotal role in ensuring good governance. The Board's role, functions, responsibility and accountability are clearly defined. In addition to its primary role of setting corporate goals and monitoring corporate performance, it directs and guides the activities of the Management towards creating long term sustainable growth that benefits all stakeholders. The Board also sets standards of behavior and ethical conduct for all the employees.

It also ensures strict compliance with the law and all regulations by the Company. Board's key functions include:

- a) Reviewing and guiding corporate strategy, major plans of action, risk policy, annual budgets and business plans, setting performance objectives, monitoring implementation and corporate performance and overseeing major capital expenditures, acquisitions and divestments.
- b) Monitoring the effectiveness of the company's governance practices and making changes as needed.
- c) Selecting, compensating, monitoring and when necessary, replacing key executives and overseeing succession planning.
- d) Aligning key executive and Board remuneration with the longer term interests of the company and its shareholders.
- e) Ensuring a transparent Board nomination process with the diversity of thought, experience, knowledge, perspective and gender in the Board.

- f) Monitoring and managing potential conflicts of interest of management, Board members and shareholders, including misuse of corporate assets and abuse in related party transactions.
- g) Ensuring the integrity of the company's accounting and financial reporting systems, including the independent audit and that appropriate systems of control are in place, in particular, systems for risk management, financial and operational control and compliance with the law and relevant standards.
- h) Overseeing the process of disclosure and communications.
- i) Monitoring and reviewing Board Evaluation framework.

The notice of Board Meeting is given well in advance to all the Directors. The meetings are usually held at the company's Registered Office at 67, Mount Road, Guindy, Chennai 600 032. The Agenda and Pre-reads are circulated well in advance in the prescribed agenda format before each meeting to all the Directors for facilitating effective discussion and decision making. Where it is not practicable to attach any document to the agenda, the same is placed on the table at the meeting with specific reference to this effect in the agenda. With the permission of Chairman, in special and exceptional circumstances, additional or supplementary item(s) on the agenda are permitted.

All the seven Board Meetings were conducted through Video Conferencing (VC), the recoding of which are preserved by the Company, as required under the Companies Act, 2013 and the relevant Rules and Regulations made thereunder.

Sensitive subject matters may be discussed at the meeting without written material being circulated in advance of the meeting.

In case of business exigencies or urgency of matters, resolutions are passed by circulation and the same is placed before the Board in the next meeting.

Considerable time is spent by the Directors on discussion and deliberations at the Board Meetings..

### **Support and Role of Company Secretary**

The Company Secretary is responsible for collation, review and distribution of all papers submitted to the Board and Committees thereof for consideration. The Company Secretary is also responsible for preparation of the Agenda and convening of the Board and Committee meetings. The Company Secretary attends all the Meetings of the Board and its Committees, advises/assures the Board on Compliance and Governance principles and ensures appropriate recording of minutes of the meetings. He acts as interface between the Board and the Management and provides required assistance and assurance to the Board and the Management on compliance and governance aspects.

### **Invitees & proceedings**

Apart from the Board members, Company Secretary, Senior Management executives are invited as and when necessary, to provide additional inputs for the items being discussed by the Board. The Chief Financial Officer makes presentation on the quarterly and annual operating & financial performance and on annual operating & CAPEX budget. The Chief Financial Officer and other senior executives make presentations on CAPEX proposals & progress, operational health & safety, marketing & industry scenario and other business issues. The Chairman of various Board Committees brief the Board on all the important matters discussed & decided at the respective committee meetings, which are generally held prior to the Board meeting.

- b. Attendance of each Director at the Board of Directors' Meetings held during 2020-2021, the last AGM and number of other company/ies in which each of the directors of the company is a member or chairperson are as follows:**

| Name of Director                                                              | Category                  | No. of Board meetings |          | Whether attended last AGM | Directorships held in other companies |          | Committee* Memberships held in other companies |          |
|-------------------------------------------------------------------------------|---------------------------|-----------------------|----------|---------------------------|---------------------------------------|----------|------------------------------------------------|----------|
|                                                                               |                           | Held                  | Attended |                           | Director                              | Chairman | Member                                         | Chairman |
| Thiru N. Muruganandam, I.A.S.,                                                | Non-Executive             | 7                     | 5        | Yes                       | 2                                     | 6        | 0                                              | 0        |
| Thiru S. Sivashanmugaraja, I.A.S.,<br>Managing Director                       | Executive                 | 7                     | 7        | Yes                       | 0                                     | 0        | 0                                              | 0        |
| Thiru S. Krishnan I.A.S.,                                                     | Non-Executive             | 7                     | 7        | No                        | 11                                    | 0        | 4                                              | 2        |
| Tmt Reeta Harish Thakkar, I.A.S.,                                             | Non-Executive             | 4                     | 3        | No                        | 0                                     | 2        | 0                                              | 0        |
| Dr R. Anandakumar, I.A.S.<br>(Appointed w.e.f 19.10.2020)                     | Non-Executive             | 3                     | 3        | NA                        | 1                                     | 3        | 0                                              | 0        |
| Thiru N. Narayanan, I.A.S.,(Retd.)                                            | Independent Non-Executive | 7                     | 7        | Yes                       | 1                                     | 0        | 0                                              | 0        |
| Tmt. Soundara Kumar<br>(Reappointed 2 <sup>nd</sup> Term from 30.06.2020)     | Independent Non-Executive | 7                     | 7        | Yes                       | 6                                     | 0        | 2                                              | 2        |
| Thiru V. Chandrasekaran<br>(Reappointed 2 <sup>nd</sup> Term from 13.11.2020) | Independent Non-Executive | 7                     | 7        | Yes                       | 9                                     | 0        | 2                                              | 3        |
| Thiru P. B. Santhanakrishnan                                                  | Independent Non-Executive | 7                     | 7        | Yes                       | 1                                     | 0        | 0                                              | 0        |
| Dr M. Arumugam                                                                | Independent Non-Executive | 7                     | 6        | Yes                       | 3                                     | 0        | 0                                              | 0        |

\*Chairmanship / membership of the Audit Committee and Stakeholders' Relationship Committee has been taken.

None of the Directors on the Board is a member of more than 10 Committees and Chairman of more than 5 Committees as specified in Regulation 26 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 across all companies in India of which he is a Director.

As per Regulation 27 of part C of Clause 2 LODR Regulation, 2018 directors list of core skills/expertise/competencies identified by the Board of Directors is given below:

| Name of the Directors              | Qualification                                                            | Skills/Competence/Expertise                                                                                                                                                                                                                                                                                                                                                                                                                                         |
|------------------------------------|--------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Thiru N. Muruganandam, I.A.S.      | B.E(Com.Sci),MBA(IIM), I.A.S.                                            | Thiru N. Muruganandam, I.A.S. belongs to 1991 batch of Indian Administrative Service. He has held various key positions of Govt of Tamil Nadu. Currently Thiru N. Muruganandam holds the position of Principal Secretary to Govt. of Tamil Nadu.                                                                                                                                                                                                                    |
| Thiru S. Sivashanmugaraja, I.A.S.  | B.SC,B.E(Civil), I.A.S.                                                  | Thiru S. Sivashanmugaraja I.A.S. belongs to 2003 batch of Indian Administrative Service. He served as Collector of Kancheepuram District and held various key positions at Anna Institute of Management, Tamil Nadu Housing Board, SIDCO and the office of the Hon'ble Governor of Tamil Nadu.                                                                                                                                                                      |
| Thiru S. Krishnan, I.A.S.          | B.A (Hons), M.A (Economics), IAS                                         | Thiru S Krishnan I.A.S. belongs to 1989 batch of Indian Administrative Service. He has 30 years of service in various departments of Government of Tamil Nadu. Currently, he holds the position of Additional Chief Secretary to Government, Finance Department., Govt of Tamilnadu                                                                                                                                                                                 |
| Thiru Harmander Singh, I.A.S.      | M.Sc (Botany), PG Diploma in Democratization, Public Policy & Governance | Thiru Harmander Singh, I.A.S., aged 59 years, belongs to 1989 batch of Indian Administrative Service. Thiru Harmander Singh, I.A.S., has over 30 years of service in various departments of Government of Tamil Nadu. Currently, Thiru Harmander Singh, I.A.S., holds the position of Commissioner of Sugar and Managing Director, Tamilnadu Sugar Corporation Limited.                                                                                             |
| Thiru N. Narayanan, I.A.S. (Retd.) | Electrical Engineer, I.A.S.                                              | Thiru N. Narayanan I.A.S. (Retd.) is an Electrical Engineer. He belongs to 1970 batch of Indian Administrative Service. He was the former Chief Secretary to the Government of Tamil Nadu. He has served on TNPL Board as nominee Director of GOTN from 1989 till 1995. He was also CMD of the Company from 1998 to 2002 and again Nominee Director from 2002 to 2005. As he was on Board of TNPL for more than 13 years, he has vast experience in paper industry. |
| Tmt. Soundara Kumar                | B.Sc (Maths), CAIIB                                                      | Tmt. Soundara Kumar has worked for 39 years as officer in State Bank of India from 1975 to 2014 with various responsibilities including managing Bank's business while ensuring smooth merger with State Bank of India. She was a permanent member of Corporate Centre Investment Committee and Credit Policies and Procedures Committee. She also held additional charge of Treasury Operations of the Bank whenever needed as Deputy Managing Director.           |

| Name of the Directors        | Qualification | Skills/Competence/Expertise                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |
|------------------------------|---------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Thiru V. Chandrasekaran      | B.Com, F.C.A. | <p>Thiru V. Chandrasekaran has worked for nearly 32 years in Finance and Investment functions of Life Insurance, Housing Finance and Mutual Fund in Life Insurance Corporation of India (LIC) with adequate exposure to a gamut of Investments and involved in Investment decision making processes, Investment Monitoring and Accounting. The 3 decades of managerial experience is supported by academic and professional background as a Fellow Member of Institute of Chartered Accountants of India. His Key competencies include Treasury Functions in Equity, Debt and Money Markets, Investment Strategies and Analysis, Credit Review and Monitoring, Project Finance, Venture Capital, Investee Company Affairs, Equity Research Credit Appraisal in Housing Finance including both Retail and Project Finance. Amongst other key positions, he has also held various key positions in LIC of India.</p>                                                                                                                                                                                                                                                                                                                                                                                                                     |
| Thiru P. B. Santhanakrishnan | B.Sc, F.C.A.  | <p>Thiru P. B. Santhanakrishnan Chartered Accountant with 41 years of experience in the finalization of Public Sector Banks/ Undertakings/Listed Companies/Charitable Institutions/Educational Institutions and Non Profit Organizations'. He is also a former Director in Oriental Bank of Commerce and Canfin homes Ltd. Member RBI Committee on RTGS</p> <p>He has made numerous representations before SEBI/SAT/ BIFR/CBDT &amp; ITAT on Corporate /Income Tax/FEMA matters.</p> <ul style="list-style-type: none"> <li>• Director – Tamilnadu Newsprints and Papers Ltd (2019-20 onwards)</li> <li>• Director – Oriental Bank of Commerce (2011-14)</li> <li>• Director – CANFIN Homes Limited (Associate of Canara Bank) (2012-16)</li> <li>• Director – Tamilnadu Minerals Ltd (A Govt of India Undertaking) (2016-17 to 2018-19)</li> <li>• Vice President, Indo Australian Chamber of Commerce</li> <li>• Former President, Madras Gymkhana Club</li> <li>• Former Member of the RBI Committee on RTGS (Real Time Gross Settlement)</li> <li>• Member, Southern India Regional Council of Institute of Chartered Accountants of India ( 1982-1988)</li> <li>• Former Member, Governing Board of PNB Institute of Information Technology, New Delhi</li> <li>• Former Hony. Treasurer, Tamilnadu Tennis Association</li> </ul> |



| Name of the Directors | Qualification                                                                          | Skills/Competence/Expertise                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |
|-----------------------|----------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Dr M. Arumugam        | Ph. D (Supply chain management), M.B.A., Ph. D (Artificial Intelligence), M.Tech I.I.T | <p>Dr. M. Arumugam has been in software industry with 3 decades of experience and founded Broadline Group of Companies which includes Broadline computer systems and Broadline Technologies Private Limited, a premier player in IT services.</p> <p>He has pioneered the drug logistics management model for the state of Tamil Nadu, which has won acclaims from World Bank, WHO and other leading international agencies. This model has been replicated across India and Worldwide. He has also been providing consultancy to various national and international organizations in health, logistics and SCM, power and education.</p> <p>He has been instrumental in spearheading and carrying out a number of state and federal government IT initiatives for e-governance, especially those centered on the health, defence, education, public sector and power industries. He won the prestigious Prime Ministers e-governance award for successful innovation in the year 2000.</p> <p>The Tamil Nadu government appointed him as a member of the States' IT standardization committee and in this position he has been successful in bringing wider awareness about IT applications to decision makers.</p> <p>He has worked as a consultant at the Home Ministry of Government of India and number of projects with Danida Unaid, The World Bank specializing on different aspects of SCM and logistics-sourcing and procurement, forecasting, storage and distribution, MIS, etc., particularly in health sector.</p> <p>His keen interest in furthering education and social growth has resulted in him being associated with the Anna University, Chennai, IIT and several other educational institutions in India on an advisory basis. He has held positions of Member of the Doctoral Committee, Syndicate Member and Member Board of Studies at these Universities.</p> <p>He was also associated as Adjunct Professor of Supply Chain Massachusetts Institute of Technology-Zaragoza Logistics Centre, Zaragoza, Spain in 2008.</p> <p>Currently he is associated as Professor of Technology in Plymouth University, UK.</p> |

**Limit on Number of directorships**

- a) A person shall not serve as an independent director in more than seven listed companies.
- b) Further, any person who is serving as a whole time director in any listed company shall not serve as an independent director in more than three listed companies.

As per Regulation 27 of (Corporate Governance) LODR Regulations 2018, Chairperson's directorship in listed companies is given below:

| Sl. No. | Names of the companies /bodies corporate / firms / association of individuals | Nature of interest or concern / change in interest or concern |
|---------|-------------------------------------------------------------------------------|---------------------------------------------------------------|
|         | <b>Public Companies</b>                                                       |                                                               |
| 1.      | Tamilnadu Industrial Development Corporation Limited                          | Nominee Director                                              |
| 2.      | State Industries Promotion corporation of Tamilnadu Limited                   | Director                                                      |
| 3.      | Tamilnadu Industrial Investment Corporation Limited                           | Director                                                      |
| 4.      | Tamilnadu Generation and Distribution Corporation Board                       | Nominee Director                                              |
| 5.      | Titan Company Limited                                                         | Chairman                                                      |
| 6.      | TIDEL Park Limited                                                            | Director                                                      |
| 7.      | Tamilnadu Minerals Limited                                                    | Nominee Director                                              |
| 8.      | Tamilnadu Cements Corporation Limited                                         | Managing Director                                             |
|         | <b>Private Companies / Bodies</b>                                             |                                                               |
| 9.      | IIT Madras Research Park (Sec.8 Company)                                      | Director                                                      |
| 10.     | Tamilnadu Industrial Guidance and Export Promotion Bureau                     | Chairman                                                      |
| 11.     | Chennai Metropolitan Development Authority                                    | Member                                                        |
| 12.     | Entrepreneurship Development Institute                                        | Director                                                      |
| 13.     | Mono Rail Empowered Committee                                                 | Member                                                        |
| 14.     | Tamilnadu Trade Promotion Organisation                                        | Nominee Director                                              |

**As per Regulation 27 of SEBI LODR Regulation Number of Board Meetings held and the dates on which held::**

Seven Board Meetings were held during the year 2020-21 as against the minimum requirement of four meetings. The meetings were held on the following dates:

22.06.2020, 30.06.2020, 13.08.2020, 18.09.2020, 11.11.2020, 11.02.2021 and 25.03.2021.

**c) Information placed before the Board of Directors**

The Board has complete access to all information relating to the company. The following information is regularly provided to the Board:

- 1) Minutes of the meetings of the Board, Audit Committee, Stakeholders' Relationship Committee, Corporate Social Responsibility Committee and Nomination and Remuneration Committee.
- 2) Quarterly, half yearly and annual financial results of the company and its business segments.
- 3) Annual operating plans and budgets and any updates.
- 4) Capital budgets and any updates.
- 5) Cost Audit report / Secretarial audit report.
- 6) Appointment of statutory auditor, secretarial auditor, cost auditor and internal auditor.
- 7) Materially important show cause, demand, prosecution and penalty notices.
- 8) Legal compliance report and certificate.
- 9) Review of foreign exchange exposures and exchange rate movement, if material.
- 10) Fatal or serious accidents, dangerous occurrences, any material effluent or pollution problems, if any.
- 11) Any material default in financial obligations to and by the company or substantial non-recoveries against sale, if any.
- 12) Any issue, which involves possible public or product liability claims of substantial nature, including any judgement or order which may have passed strictures on the conduct of the company or taken an adverse view regarding another enterprise that can have negative implications on the company, if any.
- 13) Significant labour problems and their proposed solutions. Any significant development in human resources / industrial relations issues like signing of wage agreement, implementation of voluntary retirement scheme etc.
- 14) Non-compliance of any regulatory, statutory nature or listing requirements and shareholders' service such as non-payment of dividend, delay in share transfer etc.
- 15) Issues relating to shareholders such as ratification of transfers/ transmissions, demat status, pending grievances, issue of duplicate share certificates etc.
- 16) Contracts in which Director(s) are deemed to be interested.
- 17) Details of investment of surplus funds available with the company.
- 18) General disclosure of interest.
- 19) The information on recruitment and remuneration of senior officers just below the Board level including appointment or removal of Chief Financial Officer and the Company Secretary.
- 20) Details of any joint venture or collaboration agreement.
- 21) Transactions that involve substantial payment towards goodwill, brand equity or intellectual property.
- 22) Sale of material nature of investments, subsidiaries, assets which is not in normal course of business.
- 23) Perspective plan for the future of the company.
- 24) Quarterly details of foreign exchange exposures and the steps taken by management to limit the risks of adverse exchange rate movement, if material.

**d) Recording minutes of proceedings at Board Meeting**

The Company Secretary records the minutes of the proceedings of each Board and Committee meeting. The minutes of the proceedings of a meeting are entered in the minutes book within thirty days from the conclusion of the meeting and signed by the Chairman of the Board or Committee.

**e) Post Meeting Follow-up Mechanism**

Action Taken Report is prepared by the Company Secretary and received periodically by the Management for the action taken/ pending to be taken. The current status of follow up action on the decisions taken is reported to the Board and the Committees thereof in every meeting.

**f) Compliance**

The Company Secretary is responsible for and is required to ensure adherence to all the applicable laws and regulations including the Companies Act, 2013 read with the rules issued there under and to the extent feasible, the Secretarial Standards recommended by the Institute of Company Secretaries of India, New Delhi.

All the items on the Agenda are accompanied by notes giving comprehensive information on the related subject and in certain matters such as financial/business plans, financial results, detailed presentations are made. The agenda and the relevant notes are sent in advance separately to each Director to enable the Board to take informed decisions.

Particulars of Directors being appointed at the Annual General Meeting and Directors retiring by rotation and seeking reappointment have been given in the Notice convening the 41<sup>st</sup> Annual General Meeting along with the Explanatory Statement.

**3. Audit Committee –(Statutory) Regulation 18(3)****Powers of Audit Committee**

The Audit Committee shall have powers which include the following:

- To investigate any activity within its terms of reference.
- To seek information from any employee.
- To obtain outside legal or other professional advice.
- To secure attendance of outsiders with relevant expertise, if it considers necessary.
- To call for the comments of the auditors about internal control systems, the scope of audit, including the observations of the auditors and review of financial statement before their submission to the Board.
- To discuss any related issues with the internal and statutory auditors and the management of the company.
- To investigate into any matter in relation to the items or referred to it by the Board.
- To have full access to information contained in the records of the company.

**a) Terms of reference**

The terms of reference of this Committee are wide enough to cover the matters specified for Audit Committee under Section 177 of the Companies Act, 2013 and Regulation 18 read with Part C of Schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The terms of reference of the Audit Committee include the monitoring, implementing and review of risk management plan as required under Regulation 21 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and therefore a separate Risk Management Committee has not been constituted. The broad terms of reference of the Audit Committee therefore include:

- 1) Oversight of the company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.

- 2) Recommending to the Board the appointment, reappointment and if required, the replacement or removal of the statutory auditors and fixation of audit fees.
- 3) Approval of payment to statutory auditors for any other services rendered by the statutory auditors.
- 4) Reviewing with the management, the annual financial statements before submission to the Board for approval, with particular reference to :
  - a) Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (c) of Sub section 3 of section 134 of the Companies Act, 2013.
  - b) Changes, if any, in accounting policies and practices and reasons for the same.
  - c) Major accounting entries involving estimates based on the exercise of judgment by management.
  - d) Significant adjustments made in the financial statements arising out of audit findings.
  - e) Companies with listing and other legal requirements relating to financial statements.
  - f) Disclosure of any related party transactions.
  - g) Qualifications in the draft audit report.
- 5) Reviewing, with the management, the quarterly financial statements before submission to the board for approval.
- 6) Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems.
- 7) Reviewing the adequacy of internal audit functions, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit.
- 8) Discussions with internal auditors any significant finding and follow-up thereon.
- 9) Reviewing the findings of any internal investigations by the internal auditors into matter where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board.
- 10) Discussions with statutory auditors before the audit commences, nature and scope of audit as well as have post-audit discussion to ascertain any area of concern.
- 11) To look into the reasons for substantial default in the payment to depositors, debenture holders, shareholders (in case of non-payment of declared dividend) and creditors.
- 12) Reviewing the company's financial and risk management policies.
- 13) The audit committee should have discussions with the auditors periodically about the internal control systems, the scope of audit including the observations of the auditors and review the half yearly and annual financial statements before submission to the board and also ensure compliance of internal control systems.
- 14) The Audit Committee shall have authority to investigate into any matter in relation to the items specified in section 177 or referred to it by the Board and for this purpose, shall have full access to information contained in the records of the company and external professional advice, if necessary.
- 15) To review internal audit programme, to ensure co-ordination between the internal and statutory auditors, to ensure the internal audit function is adequately resourced and has appropriate standing within the company and to request internal audit to undertake specific audit projects, having informed management of their intentions.
- 16) Review of Cost Audit Report.
- 17) Review and monitor the auditor's independence and performance and effectiveness of audit process.
- 18) Approval or any subsequent modification of transactions of the company with related parties.



- 19) Scrutiny of inter-corporate loans and investments.
- 20) Valuation of undertakings or assets of the company, wherever it is necessary.
- 21) Reviewing with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue and making appropriate recommendations to the Board to take up steps in this matter.
- 22) To review the functioning of the Whistle Blower mechanism.
- 23) Approval of appointment of CFO (i.e. the whole time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background etc. of the candidate.
- 24) Reviewing any other areas which may be specified as role of the audit committee under amendments, if any, from time to time, to the Listing Agreement, Companies Act and other statutes, LODR Regulations etc.
- 25) Considering such other matters as may be required by the Board.
- 26) To review periodically statutory compliances of various laws, regulatory changes, if any.
- 27) Periodically review pending legal cases.

The Audit Committee mandatorily reviews the following information:

- a. Management discussion and analysis of financial condition and results of operations;
- b. Statement of significant related party transactions (as defined by the audit committee), submitted by management;
- c. Management letters / letters of internal control weaknesses issued by the statutory auditors;
- d. Internal audit reports relating to internal control weaknesses; and
- e. The appointment, removal and terms of remuneration of the Chief internal auditor shall be subject to review by the Audit Committee.

There are no instances of Board not accepting the recommendations of the Audit Committee during the year.

#### **b) Composition, name of members and Chairperson**

In TNPL, the Audit Committee was established even before the introduction of the Corporate Governance code (Cl.49 (III A of the earlier Listing Agreement)). For the financial year 2020-2021 the following four non-executive Independent Directors are the members in the Audit Committee:

1. Thiru V.Chandrasekaran, Chairman of the Committee
2. Thiru N.Narayanan, I.A.S. (Retd.), Member
3. Tmt Soundara Kumar, Member
4. Thiru P.B Santhanakrishnan, Member

The Company Secretary acts as the Secretary to the Committee.

The Chairman, Managing Director, Senior Management Executives, Statutory Auditors, External Internal Auditors and Cost Auditors if required, are invited to attend the Audit Committee meetings.

**c) Meetings and attendance during the year [Regulation 18(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015].**

| Director                       | No. of Meetings Held | Attended |
|--------------------------------|----------------------|----------|
| Thiru V Chandrasekaran         | 8                    | 8        |
| Thiru N Narayanan, IAS (Retd.) | 8                    | 8        |
| Tmt Soundara Kumar             | 8                    | 7        |
| Thiru P B Santhanakrishnan     | 8                    | 8        |

The Audit Committee met 8 times during 2020-21 as against the minimum requirement of 4 meetings. The dates on which the meetings were held are given below:

22.06.2020, 30.06.2020, 13.08.2020, 18.09.2020, 10.11.2020, 11.11.2020, 11.02.2021 and 25.03.2021.

Invitees / Participants:

1. The Managing Director and CFO is a permanent invitee to all Audit Committee meetings.
2. The representatives of the Internal Auditors have attended all the Audit Committee meetings, as far as possible and briefs the Committee on all the points covered in the Internal Audit Report as well as the other issues that comes up during discussions.
3. The Heads of Manufacturing and Marketing, other Senior management personnel are invited to attend the meeting as and when required, to provide inputs on issues relating to internal audit findings, internal controls, accounts, taxation, risk management etc.

**4. Stakeholders' Relationship Committee (Statutory)**

**a) Stakeholders' Relationship Committee**

Shareholders' complaints/grievances are redressed by the Registrar and Transfer Agent, namely M/s. Cameo Corporate Services Limited. The Board also constituted Shareholders'/Investors' Grievances Committee in August 2001. As per section 178(5) of the Companies Act 2013, the Board of Directors of the company which consists of more than one thousand shareholders, debenture holders, deposit holders and any other security holders at any time during a financial year shall constitute a Stakeholders' Relationship Committee consisting of a Chairman who shall be a non-executive director and such other members as may be decided by the Board. As the company is already having an Investors Grievances Committee to look into the redressing of Stakeholders and Investors' grievances, in compliance with the above section, the Investors Grievances Committee is renamed as "Stakeholders' Relationship Committee." In addition to Section 178(5) of the Companies Act, 2013, this Committee complies with Regulation 20 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The following four non-executive Independent Directors are the members in the Stakeholders' Relationship Committee as on 31<sup>st</sup> March, 2021:

|    |                                     |                           |
|----|-------------------------------------|---------------------------|
| 1. | Thiru N. Narayanan, I.A.S (Retd.) * | Chairman of the Committee |
| 2. | Dr M. Arumugam                      | Member                    |
| 3. | Thiru V. Chandrasekaran             | Member                    |
| 4. | Thiru P. B. Santhanakrishnan        | Member                    |

\* Appointed as Chairman of the Committee w.e.f. 01.04.2020

The Stakeholders Relationship Committee met on 13.08.2020 and reviewed the grievances/complaints received and the action taken on the grievances / complaints.

As per Regulation 20 SEBI LODR 2018 Chairman of Stakeholder Committee shall be present in the Annual General Meeting to answer the queries of the Stakeholders.

#### Meetings and attendance during the year

| Director                          | No. of Meetings Held | Attended |
|-----------------------------------|----------------------|----------|
| Thiru N. Narayanan, I.A.S (Retd.) | 1                    | 1        |
| Dr M. Arumugam                    | 1                    | 1        |
| Thiru V. Chandrasekaran           | 1                    | 1        |
| Thiru P. B. Santhanakrishnan      | 1                    | 1        |

#### Terms of reference:

The functioning and broad terms of reference of the Stakeholders' Relationship Committee as adopted by the Board are as under:

- a. To monitor work related to:
  - transfer and/or transmission of equity shares of the company
  - dematerialisation / rematerialisation of the shares of the company
  - sub-division, consolidation and /or replacement of any share certificate(s) of the company
- b. Approval of issue of duplicate share certificates against the original share certificates
- c. To look into the redressing of shareholders and investors complaints like Transfer of shares, non-receipt of balance sheet, non-receipt of declared dividend, review of dematerialisation, rematerialisation, shareholding pattern, distribution schedules etc.
- d. To do all other acts or deeds as may be necessary or incidental thereto
- e. The Committee also reviews the performance of the company's RTA and their system of dealing with and responding to correspondence from all categories of shareholders. The manner and timeliness of dealing with complaint letters received from Stock Exchanges/SEBI/Ministry of Corporate Affairs etc. and the responses thereto are reviewed by this Committee.

The main object of the Committee is to strengthen investor relations.

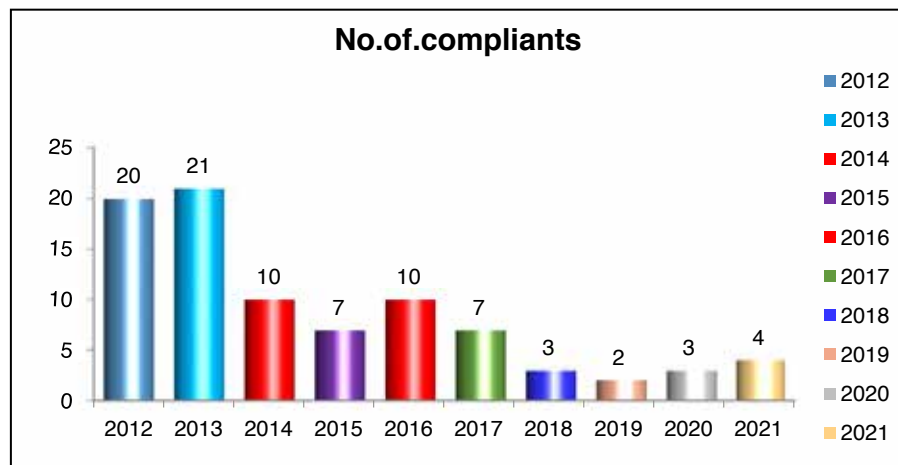
Company Secretary, being the Compliance Officer, is entrusted with the responsibility, to specifically, look into the redressal of the shareholders and investors complaints and report the same to the Investors' Grievances Committee.

The number of complaints received and resolved to the satisfaction of investors during the year under review and their break-up are as under:

| Type of Complaints                | Number of complaints |
|-----------------------------------|----------------------|
| Non-receipt of Annual Reports     | NIL                  |
| Non-receipt of Dividend Warrants  | 2                    |
| Non-receipt of Share Certificates | NIL                  |
| Miscellaneous/ Others             | 2                    |
| Total                             | 4                    |

## Complaints Status: 1.4.2020 to 31.3.2021

| Nature of complaints (Received, Resolved and Pending) | Q1  | Q2  | Q3  | Q4  | Total |
|-------------------------------------------------------|-----|-----|-----|-----|-------|
| Securities and Exchange Board of India                | NIL | NIL | NIL | NIL | NIL   |
| Stock Exchanges                                       | NIL | NIL | NIL | NIL | NIL   |
| Shareholders                                          | NIL | NIL | 1   | 3   | 4     |
| Total                                                 | NIL | NIL | 1   | 3   | 4     |



There are no complaints remaining unresolved as at the beginning and end of the year.

#### b) Share Transfer Committee

To expedite the process of share transfers, share transmission, remat etc., the Board has delegated the powers of share transfers to a Committee. The Share Transfer Committee attends to the share transfer formalities twice / thrice a month. The business transacted at the Share Transfer committee meetings is placed before the Board regularly.

All valid share transfers/ transmissions during the year ended 31<sup>st</sup> March, 2021 have been acted upon. No share transfer was pending as on 31<sup>st</sup> March, 2021.

SEBI in June, 2018 amended the Regulation 40 of the Listing Regulations prohibiting transfer of shares held in physical mode with effect from April 01, 2019. Transposition and Transmission are exempted from this amendment. Accordingly, transfer of shares is not feasible from April 01, 2019.

#### 5. Corporate Social Responsibility Committee (Statutory)

To comply with Section 135(1) of the Companies Act 2013, the company has constituted the Corporate Social Responsibility Committee. As on 31<sup>st</sup> March, 2021, the following non-executive Independent Directors are the members in the Committee:

|    |                                   |                           |
|----|-----------------------------------|---------------------------|
| 1. | Thiru N. Narayanan, I.A.S (Retd.) | Chairman of the Committee |
| 2. | Tmt Soundara Kumar                | Member                    |
| 3. | Thiru P. B. Santhanakrishnan      | Member                    |
| 4. | Dr M. Arumugam                    | Member                    |

**Meetings and attendance during the year**

The Corporate Social Responsibility Committee met on 30.06.2020 and 11.11.2020.

| Director                         | No. of Meetings Held | Attended |
|----------------------------------|----------------------|----------|
| Thiru N. Narayanan I.A.S (Retd.) | 2                    | 2        |
| Tmt Soundara Kumar               | 2                    | 2        |
| Thiru P. B. Santhanakrishnan     | 2                    | 2        |
| Dr M. Arumugam                   | 2                    | 2        |

The company had formulated CSR Policy as per the provisions of the Companies Act, 2013. As per Sec.135(5) of the Companies Act 2013, the Board of every company has to ensure that the company spends in every financial year at least two percent of the average net profits of the company made during three immediately preceding financial years. Currently, the CSR activities are grouped as follows:

1. Education
2. Health Care and Medical Service
3. Infrastructure Development
4. Social development
5. Livelihood and Economic improvement
6. Environment & Sanitation
7. Culture & Heritage
8. Soil & Water conservation

**6. Nomination and Remuneration Committee**

To comply with Section 178 of the Companies Act 2013 and Regulation 19 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the company has formed a Nomination and Remuneration Committee. As on 31<sup>st</sup> March, 2021, the following non-executive Independent Directors are the members in the Committee:

|    |                         |                           |
|----|-------------------------|---------------------------|
| 1. | Thiru V. Chandrasekaran | Chairman of the Committee |
| 2. | Tmt Soundara Kumar      | Member                    |
| 3. | Dr M. Arumugam          | Member                    |

The Nomination and Remuneration Committee met on 11.02.2021.

**Meetings and attendance during the year**

| Director                | No. of Meetings Held | Attended |
|-------------------------|----------------------|----------|
| Thiru V. Chandrasekaran | 1                    | 1        |
| Tmt. Soundara Kumar     | 1                    | 1        |
| Dr M. Arumugam          | 1                    | 1        |



**Terms of reference of the Committee:**

- Shall identify persons who are qualified to become director and who may be appointed in Senior Management in accordance with the criteria laid down.
- Recommend to the Board their appointment and removal.
- Shall lay down an evaluation criteria for performance evaluation of independent directors and the Board.
- Formulate the criteria for determining qualifications, positive attributes and independence of a director.
- Devising policy on Board's diversity.
- Recommend to the Board a policy, relating to the remuneration for the directors, key managerial personnel and other employees.
- Evaluate and approve the appointment and remuneration of senior executives, the company's remuneration plan, annual salary increase principles and budgets, annual and long term incentive plans of the company, policies and programs such as succession planning, employment agreements, severance agreements and any other benefits.
- Evaluate executive team performance regularly to strengthen the cumulative annual assessment and to provide timely feed-back to the assessed individuals.
- 'Senior Management' means personnel of the company who are members of its core management team excluding Board of Directors comprising all members of management one level below the executive directors, including the functional heads.

**Performance Evaluation of Directors**

The Nomination and Remuneration Committee has specified the criteria for performance evaluation of the Directors, the Board and its committees. The Board is committed to evaluating its own performance as a Board and evaluating performance of individual Directors, in order to identify strengths and areas in which it may improve functioning. Further, overall effectiveness of the Board is measured to decide the appointments and re-appointments of Directors.

A performance evaluation of each Independent Director of the Company was done by the Board of Directors. The attendance, participation and contributions of each Independent Directors during the proceedings of meetings of the Directors were appreciated. The knowledge, experience and advice shared by the Independent Directors from time to time have ensured governance and good conduct, adherence to laws, mitigating risks and growth. The overall outcome from the evaluation was that the Board and its individual Directors were performing effectively.

**Remuneration Policy**

While formulating policy, the Committee has ensured that:

- Level and composition of remuneration is reasonable and sufficient to attract/ retain/ motivate directors
- Relationship of remuneration to performance
- Remuneration to directors/key management personnel and senior management involves a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the company and its goals
- Policy and evaluation criteria shall be disclosed in the Board's report.
  - a. The remuneration/compensation to the Director, KMP and Senior Management Personnel will be determined by the Committee and recommended to the Board for approval. This will be subject to the prior/post approval of the shareholders of the Company and Central Government, wherever required.
  - b. The composition of remuneration so determined by the Committee shall be reasonable and sufficient to attract, retain and motivate the Key Managerial Personnel and Senior Management of quality required to meet high standards of performance. The relationship of remuneration to performance shall be clear and meet appropriate performance benchmarks. The Committee may review remuneration of senior management personnel from time to time.

**Remuneration to Non-Executive & Independent Directors:**

- c. The Non-executive Directors and Independent Directors of the Company are entitled to sitting fees as determined by Board from time to time for attending Board / Committee meetings thereof in accordance with the provisions of Act.
- d. The Key Managerial Personnel, Senior Management Personnel and other employees shall be paid remuneration as revised through the Salary Review process of the Company from time to time. In respect of officers/executives including whole time directors, the salary revision is effected with the approval of the Board generally after reaching a settlement with the workmen. The last such revision was given in November 2016 covering the period from 16<sup>th</sup> May 2014 to 15<sup>th</sup> May 2018. The whole time directors and the executives in senior management appointed by following the normal recruitment procedure are covered under the compensation package approved by the Board of Directors.

**Remuneration for Senior Executives on contractual basis:**

Due to work needs, the company shall re-engage executives on contract basis with specific tenor after retirement.

Thiru S. Sivashanmugaraja, I.A.S was appointed as Managing Director as per the Govt. order on 29<sup>th</sup> November 2017. He is being paid remuneration in accordance with the Govt. rules as applicable to his cadre.

No remuneration except sitting fees for attending the Board/Committee Meetings is paid to Non-Executive Directors.

**a) Details of remuneration for the year ended 31<sup>st</sup> March, 2021**

| Executive Directors                  |                  |                                   |             | (₹ In Lakh) |       |
|--------------------------------------|------------------|-----------------------------------|-------------|-------------|-------|
| Name & Position                      | Pay & Allowances | Reimbursement of medical expenses | Perquisites | others      | Total |
| Thiru S. Sivashanmugaraja, I.A.S, MD | 38.31            | -                                 | 1.04        | 8.05        | 47.40 |
| Total                                | 38.31            | -                                 | 1.04        | 8.05        | 47.40 |

**Non-Executive Directors**

Remuneration by way of sitting fees for attending Board/ Board Committee Meetings are paid only to non-executive Directors. Sitting fees paid to non-executive Directors during the financial year are given below:

| Name of the Director                                                    | Sitting Fees Paid (₹) |                         |                                             |                       |                                               |                                |
|-------------------------------------------------------------------------|-----------------------|-------------------------|---------------------------------------------|-----------------------|-----------------------------------------------|--------------------------------|
|                                                                         | Board Meeting         | Audit Committee Meeting | Stakeholders-Relationship Committee Meeting | CSR Committee Meeting | Nomination and Remuneration Committee Meeting | Independent Director's Meeting |
| Thiru N Muruganandam I.A.S<br>Appointed as Chairman on 04.03.2019       | 175000*               | 0                       | 0                                           | 0                     | 0                                             | 0                              |
| Thiru S Krishnan I.A.S<br>Appointed as Director on 16.07.2019           | 245000*               | 0                       | 0                                           | 0                     | 0                                             | 0                              |
| Tmt Reeta Harish Thakkar I.A.S,<br>Ceased as director w.e.f. 19.10.2020 | 105000*               | 0                       | 0                                           | 0                     | 0                                             | 0                              |

| Name of the Director                                                                               | Sitting Fees Paid (₹) |                         |                                             |                       |                                               |                                |
|----------------------------------------------------------------------------------------------------|-----------------------|-------------------------|---------------------------------------------|-----------------------|-----------------------------------------------|--------------------------------|
|                                                                                                    | Board Meeting         | Audit Committee Meeting | Stakeholders-Relationship Committee Meeting | CSR Committee Meeting | Nomination and Remuneration Committee Meeting | Independent Director's Meeting |
| Dr R Anandakumar, I.A.S<br>Appointed as Director w.e.f 19.10.2020                                  | 105000*               | 0                       | 0                                           | 0                     | 0                                             | 0                              |
| Thiru N.Narayanan, I.A.S (Retd.)<br>Appointed as director w.e.f. 19.09.2019 (2 <sup>nd</sup> Term) | 245000                | 240000                  | 30000                                       | 60000                 | 0                                             | 30000                          |
| Tmt. Soundara Kumar<br>Appointed as a director w.e.f.30.06.2017                                    | 245000                | 210000                  | 0                                           | 60000                 | 30000                                         | 30000                          |
| Thiru V Chandrasekaran<br>Appointed as a director w.e.f.13.11.2017                                 | 245000                | 240000                  | 30000                                       | 0                     | 30000                                         | 30000                          |
| Thiru P B Santhanakrishnan<br>Appointed as director w.e.f. 19.09.2019                              | 245000                | 240000                  | 30000                                       | 60000                 | 0                                             | 30000                          |
| Dr M Arumugam<br>Appointed as director w.e.f. 19.09.2019                                           | 210000                | 0                       | 30000                                       | 60000                 | 30000                                         | 30000                          |
| <b>Total</b>                                                                                       | <b>1820000</b>        | <b>930000</b>           | <b>120000</b>                               | <b>240000</b>         | <b>90000</b>                                  | <b>150000</b>                  |

\* remitted to Govt. of Tamil Nadu

Non-executive Directors were paid sitting fees of ₹ 35000/- per meeting and ₹ 30000/- for other committee.

The company has also taken Director's and Officer's (D&O) liability insurance to protect its directors' personal liability for financial losses that may arise out of any unintentional wrongful acts.

### **Shareholdings of Directors**

No Director is holding any shares in the company.

## **7. General Body Meetings**

### **I. Last three Annual General Meetings were held as below:**

| Year    | Location                                                              | Date       | Time     | Special Resolution passed in the AGM by shareholders |
|---------|-----------------------------------------------------------------------|------------|----------|------------------------------------------------------|
| 2017-18 | The Music Academy, 168,T.T.K.Road, Chennai-600 014                    | 19.09.2018 | 10.15 AM | 1                                                    |
| 2018-19 | The Music Academy, 168,T.T.K.Road, Chennai-600 014                    | 19.09.2019 | 10.15 AM | 0                                                    |
| 2019-20 | Through Video Conference ("VC")/<br>Other Audio Visual Means ("OAVM") | 18.09.2020 | 10.15 AM | 2                                                    |

## II. Postal Ballot

During the year under review, no resolution has been passed through postal ballot. None of the items to be transacted at the ensuing Annual General Meeting is required to be passed by postal ballot.

### E-voting System

Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Rule 20 of The Companies (Management and Administration) Rules 2014 state that every listed company or a company having not less than 1000 shareholders, shall provide to its members facility to exercise their right to vote at general meetings by electronic means. Thiru R Sridharan of M/s. R Sridharan & Associates, Practicing Company Secretary, was appointed to act as Scrutinizer to conduct, supervise and control the exercise of e-voting for passing of resolutions of the company at the last AGM held on 18<sup>th</sup> September, 2020.

### Circular Resolution

Recourse to circular resolution is made in exceptional and emergent cases that are recorded at the succeeding Board / Committee Meetings. During the year, Two (2) circular resolutions by the Board and Four (4) circular resolutions by the Nomination & Remuneration Committee (NRC) were passed which was recorded at the subsequent Board/NRC.

### Secretarial Audit Report

Section 204 of the Companies Act, 2013 has mandated appointment of a Secretarial Auditor. Accordingly, M/s. R Sridharan & Associates, Practicing Company Secretaries, have been appointed as Secretarial Auditor for the year 2020-21. The Secretarial Audit Report in Form MR-3 is attached as an annexure to the Board of Directors Report.

### Reconciliation of Share Capital Audit

As stipulated by SEBI, a qualified Company Secretary has carried out the Reconciliation of Share Capital Audit to reconcile the total admitted capital with National Securities Depository Limited and Central Depository Services(India) Limited and the total issued and listed capital. This audit is carried out every quarter and the report thereon is submitted to the Stock Exchanges and is also placed before the Board of Directors. The Audit inter alia, confirms that the total listed and paid up capital of the company is in agreement with the aggregate of the total number of shares in dematerialized form (held by NSDL and CDSL) and total number of shares in physical form.

Quarterly Secretarial Audit Reports on reconciliation of the total admitted capital with NSDL/CDSL and the total issued and listed capital were furnished to the Stock Exchanges on the following dates:

| For the quarter ended            | Furnished on                  |
|----------------------------------|-------------------------------|
| 30 <sup>th</sup> June, 2020      | 10 <sup>th</sup> July, 2020   |
| 30 <sup>th</sup> September, 2020 | 8 <sup>th</sup> October, 2020 |
| 31 <sup>st</sup> December, 2020  | 8 <sup>th</sup> January, 2021 |
| 31 <sup>st</sup> March, 2021     | 12 <sup>th</sup> April, 2021  |

### Role of Company Secretary in overall governance process

The Company Secretary plays a key role in ensuring that the Board procedures are followed and regularly reviewed. The Company Secretary ensures that all relevant information, details and documents are made available to the directors and senior management for effective decision making at the meetings. The Company Secretary is primarily responsible to ensure compliance with applicable statutory requirements and is the interface between the management and regulatory authorities for governance matters. All the Directors of the Company have access to the advice and services of the Company Secretary.

### Quarterly Compliance Report

The Company has submitted for each of the 4 quarters during 2020-21 the Compliance Report on Corporate Governance to stock exchanges in the prescribed format within 15 days from the close of the quarter.

**8. Disclosures**

- a. The company has formulated a policy for Related Party Transaction and the same has been uploaded on the company's website at the following link [http://www.tnpl.com/web\\_pdf\\_files/Related%20Party%20Transactions%20policy.pdf](http://www.tnpl.com/web_pdf_files/Related%20Party%20Transactions%20policy.pdf).

There are no materially significant transactions with related parties during the year which are potentially conflicting with company's interest at large.

Suitable disclosure as required by the Indian Accounting Standards (Ind AS 24) has been made in the notes to Accounts forming part of this Annual Report.

- b. Pursuant to Regulations 17(8) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Chief Executive Officer and the Chief Financial Officer certified to the Board on their review of financial statements and cash flow statements for the financial year ended 31<sup>st</sup> March 2021 in the form prescribed by Part B of Schedule II of the said Listing Regulations.
- c. The criteria for making payments to non-executive directors is placed on the website of the company [www.tnpl.com](http://www.tnpl.com).
- d. None of the non-executive directors is holding shares / convertible instruments of the company.
- e. There were no instances of non-compliance on any matter relating to the capital market during the last three years
- f. Details of information on appointment of new/re-appointment of directors:

A brief resume, nature of expertise in specific functional areas, names of companies in which the person already holds directorship and membership of committees of the Board forms part of the Notice convening the 41<sup>st</sup> Annual General Meeting.

- g. The Company has complied with all mandatory items of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

**Code of Conduct – Regulation 26 (3)**

The company adheres to the highest standards of business ethics, compliance with statutory and legal requirements and commitment to transparency in business dealings. The Board of Directors has framed Code of Conduct for Board Members and Senior Management. The code of conduct has been communicated to the Directors and the Members of the Senior Management.

The Code of Conduct for Board Members and Senior Management adopted pursuant to Regulation 26(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 has been detailed below:

The code is applicable to all Directors and specified Senior Management Executives. The code impresses upon Directors and Senior Management Executives to uphold the interest of the company and its stakeholders and to endeavor to fulfil all the fiduciary obligations towards them. Another important principle on which the code is based, is that the Directors and Senior Management Executives shall act in accordance with the highest standard of honesty, integrity, fairness and ethical conduct and shall exercise utmost good faith, due care and integrity in performing their duties. The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Companies Act, 2013 have included duties for Independent Directors in the Code of Conduct for Board Members. The company has suitably incorporated the same in the Code of Conduct for Board Members. The code has been posted on the website of the company [www.tnpl.com](http://www.tnpl.com).

Affirmation of compliance of Code of Conduct for the financial year 2020-21 has been received from the Directors and Senior Management personnel of the company.

**Prevention of Insider Trading**

In January 2015, SEBI notified the SEBI (Prevention of Insider Trading) Regulations, 2015 which came into effect, from May 15, 2015. Pursuant thereto, the Company has formulated and adopted Code for Prevention of Insider Trading. The code viz. "Code of Internal Procedures and Conduct for Regulating, Monitoring And Reporting of Trading by Insiders" and the "Code of Practices and Procedures for Fair Disclosure of



Unpublished Price Sensitive Information" (TNPL Code) allow the formulation of a trading plan subject to certain conditions and requires pre-clearance for dealing in the Company's shares. It also prohibits the purchase or sale of Company's shares by the Directors, designated employees and connected persons, while in possession of unpublished price sensitive information in relation to the Company and during the period when the Trading Window is closed. Further New circular is issued by BSE vide letter dated 2<sup>nd</sup> April, 2019 vide Ref No. LIST/COMP/01/2019-20 and NSE dated 2<sup>nd</sup> April, 2019 vide Ref No. NSE/CML/2019/11 Informing that every listed company has to adopt the revised code of practices and procedures for fair disclosure, Internal procedure and conduct for Regulating, Monitoring and Reporting of trading by insiders. Trading restriction period can be made applicable from the end of every quarter till 48 hours after the declaration of Financial results.

The Company Secretary is responsible for implementation of the Code. The Board of Directors, designated employees and connected persons have affirmed compliance with the Code.

### **VIGIL MECHANISM / WHISTLE BLOWER POLICY**

The company promotes ethical behavior in all its business activities and has put in place a mechanism of reporting illegal or unethical behaviour. The company has framed a vigil mechanism / whistle blower policy wherein the employees are free to report any improper activity resulting in violations of laws, rules, regulations or code of conduct by any of the employees to the Competent Authority or Chairman of the Audit Committee, as the case may be. Any such complaint is reviewed by the Competent Authority or Chairman of the Audit Committee. The confidentiality of those reporting violations shall be maintained and they shall not be subjected to any discriminatory practice. No employee has been denied access to the Audit Committee. The policy has been posted on the website of the company.

## **9. Means of Communication**

|    |                                                                                                                                    |                                                   |
|----|------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------|
| a. | Quarterly/Half-yearly report sent to each household of shareholders                                                                | No*                                               |
| b. | Whether the website also displays official news releases and presentations to the media, analysts, institutional investor's etc. ? | Yes                                               |
| c. | Audited financial results (Newspapers published in)                                                                                | Financial Express, Business Standard, Dinathanthi |
| d. | Whether MD&A (Management Discussion & Analysis) is a part of Annual Report?                                                        | Yes                                               |
| e. | Website where results are uploaded                                                                                                 | www.tnpl.com                                      |

\* As the results are published in newspapers having wide circulation and also displayed on the company's website, half yearly results are not sent separately to each shareholder.

The company also informs by way of intimation to the Stock Exchanges all price sensitive matters and such other matters which in its opinion are material and of relevance to the shareholders and subsequently issues a Press Release on the said matters.

- f. Presentation to analysts: The Company's shares are listed on both BSE Limited and National Stock Exchange of India Limited. The presentations broadly cover operations, financials and industry outlook. The company also displays official news at our company's website. The Company also uploads on the BSE Listing Centre and on NSE NEAPS portals, details of analysts and institutional investor meetings whenever the Company's representatives attend any meeting of the investors.
- g. Annual Report: Annual Report containing, inter alia, audited Annual Accounts, Directors' Report, Auditors' Report and other important information is sent to Members and others entitled thereto. The Management Discussion and Analysis (MD&A) and Business Responsibility Report forms part of the Annual Report. The Annual Report is also available on the Company's website.

- h. Chairman's communiqué: Printed copy of the Chairman's speech is distributed to all the shareholders at the Annual General Meeting and posted on the TNPL website.
- i. The Company discloses to the Stock Exchanges, all information required to be disclosed under Regulation 30 read with Part A of Schedule III of the SEBI Regulations including material information having a bearing on the performance / operations of the listed entity or other electronically on BSE's online Portal – BSE Corporate Compliance & Listing Centre (Listing Centre) and on NSE Electronic Application Processing System (NEAPS), the on-line portal of National Stock Exchange of India Limited.
- j. The Board of Directors has approved a policy for determining materiality of events for the purpose of making disclosure to the Stock Exchanges. The Chairman & Managing Director and & CFO of the Company are severally / jointly authorized to determine Materiality of any event or information while CFO / Company Secretary & AGM Internal Audit are severally authorized to make disclosures of the same to stock exchange(s), subject to the provisions of this Policy.
- k. All disclosures made to the stock exchanges as statutorily required are also available on the Company's website [www.tnpl.com](http://www.tnpl.com)
- l. Extensive Business Reporting Language (XBRL): XBRL is a language for electronic communication of business and financial data. It offers major benefits to all those who have to create, transmit, use or analyze such information which aids better analysis and decision making. Ministry of Corporate Affairs(MCA) vide its circular No. 37/2011 dated 7<sup>th</sup> June 2011 had mandated certain companies to file their Annual Accounts vide this mode. The company has filed its Annual Accounts on MCA through XBRL.
- m. Ministry of Corporate Affairs: The Company has periodically filed all the necessary documents with the MCA.
- n. SEBI Complaints Redress System(SCORES): A centralized web based complaints redress system which serves as a centralized database of all complaints received, enables uploading of Action Taken Reports(ATRs) by the concerned companies and online viewing by the investors of action taken on the complaint and its current status.
- o. The Company has complied with all the mandatory requirements specified in Regulations 17 to 27 and clauses (b) to (i) of sub-regulation (2) of Regulation 46 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015).

| Particulars                                                                                                       | Regulation Number         | Compliance status (Yes/No/NA) |
|-------------------------------------------------------------------------------------------------------------------|---------------------------|-------------------------------|
| Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility' | 16(1)(b) & 25(6)          | Yes                           |
| Board composition                                                                                                 | 17(1), 17(1)(a), 17(1)(b) | Yes                           |
| Meeting of Board of directors                                                                                     | 17(2)                     | Yes                           |
| Quorum of Board Meeting                                                                                           | 17(2A)                    | Yes                           |
| Review of Compliance Reports                                                                                      | 17(3)                     | Yes                           |
| Plans for orderly succession for appointments                                                                     | 17(4)                     | Yes                           |
| Code of Conduct                                                                                                   | 17(5)                     | Yes                           |
| Fees/compensation                                                                                                 | 17(6)                     | Yes                           |
| Minimum Information                                                                                               | 17(7)                     | Yes                           |
| Compliance Certificate                                                                                            | 17(8)                     | Yes                           |
| Risk Assessment & Management                                                                                      | 17(9)                     | Yes                           |

| Particulars                                                                                                       | Regulation Number             | Compliance status (Yes/No/NA) |
|-------------------------------------------------------------------------------------------------------------------|-------------------------------|-------------------------------|
| Performance Evaluation of Independent Directors                                                                   | 17(10)                        | Yes                           |
| Recommendation of Board                                                                                           | 17(11)                        | Yes                           |
| Minimum Number of Directorships                                                                                   | 17A                           | Yes                           |
| Composition of Audit Committee                                                                                    | 18(1)                         | Yes                           |
| Meeting of Audit Committee                                                                                        | 18(2)                         | Yes                           |
| Composition of nomination & remuneration committee                                                                | 19(1) & (2)                   | Yes                           |
| Quorum of nomination & remuneration committee                                                                     | 19(2A)                        | Yes                           |
| Meeting of nomination & remuneration committee                                                                    | 19(3A)                        | Yes                           |
| Composition of Stakeholder Relationship Committee                                                                 | 20(1), 20(2) & 20(2A)         | Yes                           |
| Meeting of Stakeholder Relationship Committee                                                                     | 20(3A)                        | Yes                           |
| Composition and Role of Risk Management Committee                                                                 | 21(1), (2), (3) & (4)         | NA                            |
| Meeting of the Risk Management Committee                                                                          | 21(3A)                        | NA                            |
| Vigil Mechanism                                                                                                   | 22                            | Yes                           |
| Policy for related party Transaction                                                                              | 23(1), (1A),(5),(6),(7) & (8) | Yes                           |
| Prior or Omnibus approval of Audit Committee for all related party transactions                                   | 29(2) & (3)                   | NA                            |
| Approval for material related party transactions                                                                  | 23(4)                         | NA                            |
| Disclosure of related party transactions on consolidated basis                                                    | 23(9)                         | NA                            |
| Composition of Board of Directors of unlisted material subsidiary                                                 | 24(1)                         | NA                            |
| Other Corporate Governance Requirements with respect to Subsidiary of Listed Entity                               | 24(2), (3), (4), (5) and (6)  | NA                            |
| Annual Secretarial Compliance Report                                                                              | 24A                           | Yes                           |
| Alternate Director to Independent Director                                                                        | 25(1)                         | NA                            |
| Maximum Tenure                                                                                                    | 25(2)                         | Yes                           |
| Meeting of independent directors                                                                                  | 25(3) & (4)                   | Yes                           |
| Familiarization of independent directors                                                                          | 25(7)                         | Yes                           |
| Declaration from Independent Director                                                                             | 25(8) & (9)                   | Yes                           |
| D&O Insurance for Independent Directors                                                                           | 25(10)                        | Yes                           |
| Memberships in Committees                                                                                         | 26(1)                         | Yes                           |
| Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel | 26(3)                         | Yes                           |
| Disclosure of Shareholding by Non- Executive Directors                                                            | 26(4)                         | Yes                           |
| Policy with respect to Obligations of Directors and Senior Management                                             | 26(2) & (5)                   | Yes                           |

- p. Shareholders are encouraged to correspond with the Registrars & Share Transfer Agents and the Company via email to speed up response, reduce paperwork and also to help us redress complaints faster. Shareholders are requested to mention their Folio nos. (DP-ID and Client ID in case of demat shares), phone or mobile number and their Email ID so that we can contact them and redress their complaints immediately. However, for instructions like change of bank mandate, change of address, transfers & transmission of shares etc. letters duly signed by the Shareholders concerned should be sent otherwise such requests cannot be processed by the Registrars. Email ID of Shareholders will have to be registered with the Depositories to enable the Registrars to communicate electronically. Registration of Email ID can be done by sending them a letter duly signed by the Shareholders.

- q. The Corporate Governance Report of the Company for the year 2020-21 is in compliance with the requirements of Corporate Governance under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

## 10. Risk Management

The Company has a risk management policy and a supporting frame work which facilitates the identification and assessment of new risks and review of existing risks. The process is based on identified risks and the risk events or factors which require regular assessment and quick response. Based on the probability and impact of the risk, the requisite controls and action plans are designed.

The objective of risk management in the company is to act as enabler in maintaining its knowledge edge, sustaining and expanding the business and ensuring execution of projects within budgeted cost and time resulting in improved turnover and profitability. Risks, their root causes, controls and action plans are prepared by process owners and updated regularly.

The responsibility of risk management, adherence to risk management plan and procedures and risk related matters have been delegated to the Audit Committee and hence there is no separate Risk Management Committee has been constituted during the year 2020-21.

The status of risk management policy is presented to Audit Committee on periodical basis which are reviewed by Board of Directors also. Based on periodic reviews and implementations of recommendations resulting from review process, the risk management process is continuously being improved and strengthened.

The communication is sent regularly, across the organization to spread awareness on risks, root causes and action plans through in-house risk management awareness programs, external trainings & seminars, etc..

The management is committed to further strengthen its risk management capabilities in order to protect and enhance shareholder value by improving its business performance. Continuous efforts in creating new opportunities, improving competencies/knowledge in various areas leading to improved performance and leveraging existing knowledge resources, in line with the risk appetite of the company, has enabled the company to protect the interests of shareholders.

## 11. SHAREHOLDERS' INFORMATION

### 1. 41<sup>st</sup> Annual General Meeting

|                    |                                                                     |
|--------------------|---------------------------------------------------------------------|
| Day, Date and Time | Thursday, 23 <sup>rd</sup> September 2021 at 10.30 AM               |
| Venue              | Through Video Conference ("VC") / Other Audio Visual Means ("OAVM") |

### 2. Financial Year Calendar (2021-2022) (Tentative):

The Company follows the period of 1<sup>st</sup> April to 31<sup>st</sup> March, as the Financial Year. For the Financial year 2021 -2022, Financial Results will be announced as per the following tentative schedule.

|                                                   |                                    |
|---------------------------------------------------|------------------------------------|
| 1 <sup>st</sup> quarter ending June 30, 2021      | First/Second week of August 2021   |
| 2 <sup>nd</sup> quarter ending September 30, 2021 | First/Second week of November 2021 |
| 3 <sup>rd</sup> quarter ending December 31, 2021  | First/Second week of February 2022 |
| 4 <sup>th</sup> quarter ending March 31, 2022     | Third/Fourth week of May 2022      |

3. Book closure date: 16.09.2021 to 23.09.2021 (both days inclusive) on account of AGM and Dividend.
4. Record Date in respect of shares held in dematerialized form, is 15.09.2021 for determining those who will be entitled to receive dividend to be declared at the ensuing Annual General Meeting.
5. Cut Off Date is 15.09.2021 for determining those who will be entitled to vote electronically on the resolutions mentioned in the Notice convening the Annual General Meeting by remote e-Voting and also vote at the meeting venue.

#### 6. Electronic Voting

Pursuant to section 108 and other applicable provisions of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 and other applicable requirements, voting at the 41<sup>st</sup> Annual General Meeting will be made through electronic voting. The electronic voting period will be from 9.00 a.m. IST on 18.09.2021 to 5.00 p.m. IST on 22.09.2021, both days inclusive.

7. Scrutinizer for electronic voting: Thiru R. Sridharan of M/s. R. Sridharan & Associates, Practicing Company Secretary (Membership No. FCS 4775) has been appointed as the Scrutinizer to scrutinize the electronic voting process in a fair and transparent manner and to give his report to the Chairman.
8. (a) Dividend payment date: 27.09.2021 onwards.

#### (b) Dividend Policy :

Dividends, other than Interim dividend(s), are to be declared at the Annual General Meetings of Shareholders based on the recommendation of the Board of Directors. Generally, the factors that may be considered by the Board of Directors before making any recommendations for dividend include, without limitation, the Company's future expansion plans and capital requirements, profits earned during the fiscal year, cost of raising funds from alternate sources, liquidity position, applicable taxes including tax on dividend, as well as exemptions under tax laws available to various categories of investors from time to time and general market conditions. The Board of Directors may also from time to time pay interim dividend(s) to Shareholders. The Board of Directors have framed a Dividend Distribution Policy which is posted on the website of the Company at [http://www.tnpl.com/web\\_pdf\\_files/Dividend-Distribution-Policy-TNPL.pdf](http://www.tnpl.com/web_pdf_files/Dividend-Distribution-Policy-TNPL.pdf).

#### 9. Listing of Equity Shares on

##### a. Stock Exchanges at :

|                                                                                                                                                    |                                                                                                    |
|----------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------|
| National Stock Exchange of India Limited<br>Listing Department<br>Plot No. C/1, G Block<br>Bandra - Kurla Complex<br>Bandra (E) - Mumbai - 400 051 | BSE Limited<br>Phiroze Jeejeebhoy Towers<br>25 <sup>th</sup> Floor, Dalal Street<br>Mumbai 400 001 |
|----------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------|

##### b. Depositories at :

|                                                                                                                                                                        |                                                                                                                                                              |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------|
| National Securities Depository Ltd.<br>Trade World, 4 <sup>th</sup> Floor,<br>'A' Wing Kamala Mills Compound,<br>Senapati Bapat Marg, Lower Parel,<br>Mumbai - 400 013 | Central Depository Services (India) Limited<br>16 <sup>th</sup> -17 <sup>th</sup> Floor,<br>Phiroze Jeejeebhoy Towers,<br>Dalal Street,<br>Mumbai - 400 001. |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------|

- Listing fee for Equity shares for the year 2020-2021 have been paid to the above Stock Exchanges. For NSE, Listing fee has been paid through "NEAPS" (NSE Electronic Application Processing System).
- The Annual Custodial fees for the Financial Year 2020-21 have been paid to National Securities Depository Ltd.(NSDL) and Central Depository Services (India) Ltd. (CDSL).



**10. Stock Code / Symbol**

|    |                                                                               |                       |
|----|-------------------------------------------------------------------------------|-----------------------|
| 1. | BSE                                                                           | 531426                |
| 2. | NSE                                                                           | TNPL EQ               |
| 3. | International Securities Identification No.                                   | INE 107A01015         |
| 4. | Corporate Identity Number (CIN) allotted by the Ministry of Corporate Affairs | L22121TN1979PLC007799 |

**11. (a) Market Price Data (In ₹)**

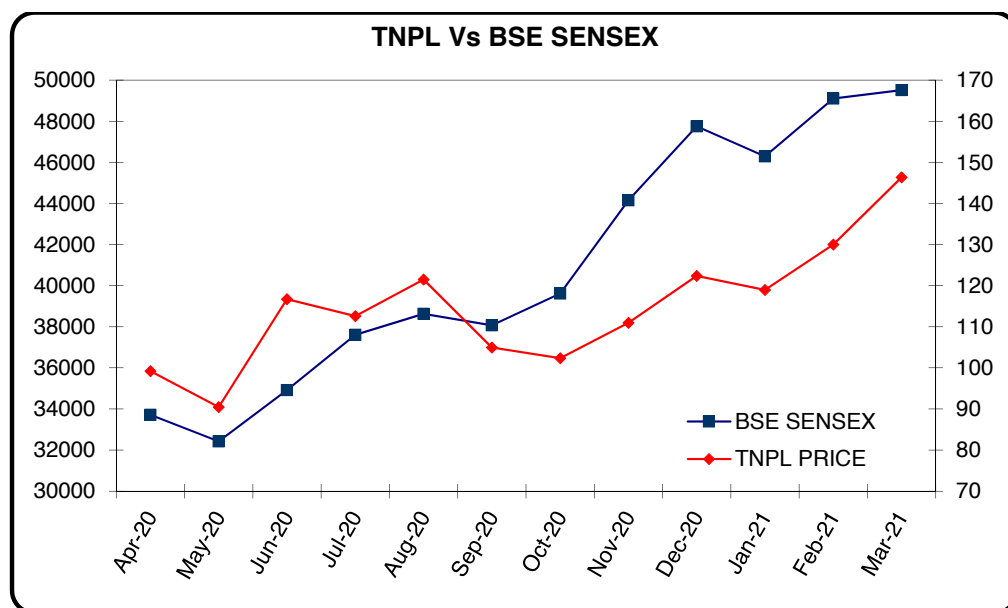
| Month/Year | Bombay Stock Exchange (BSE) |           |           | National Stock Exchange (NSE) |           |             |
|------------|-----------------------------|-----------|-----------|-------------------------------|-----------|-------------|
|            | High Price                  | Low Price | Volume    | High Price                    | Low Price | Volume      |
| Apr-20     | 108.20                      | 85        | 7,47,186  | 109.95                        | 86.50     | 1,30,33,157 |
| May-20     | 99.20                       | 87.05     | 2,83,257  | 103.90                        | 87        | 53,77,482   |
| Jun-20     | 121.25                      | 91        | 10,28,005 | 121.45                        | 90.70     | 1,33,54,225 |
| Jul-20     | 122                         | 108.40    | 9,49,782  | 122                           | 108.40    | 1,35,55,200 |
| Aug-20     | 129.20                      | 111.65    | 9,27,369  | 129.50                        | 111.65    | 1,01,57,588 |
| Sep-20     | 126.95                      | 98.45     | 3,90,512  | 127                           | 98        | 44,87,632   |
| Oct-20     | 112.40                      | 100.15    | 5,36,313  | 112.80                        | 100.10    | 23,47,613   |
| Nov-20     | 115.50                      | 100       | 3,25,554  | 115.70                        | 100.10    | 24,87,848   |
| Dec-20     | 129.85                      | 109       | 10,63,076 | 129.80                        | 110       | 78,95,250   |
| Jan-21     | 143.90                      | 116.45    | 4,43,197  | 144.30                        | 117.10    | 72,22,635   |
| Feb-21     | 133.75                      | 118.10    | 6,19,421  | 134.05                        | 117.90    | 36,43,920   |
| Mar-21     | 155                         | 130.80    | 12,40,046 | 156                           | 130.70    | 1,07,19,940 |

**11. (b) Market Capitalization (₹)**

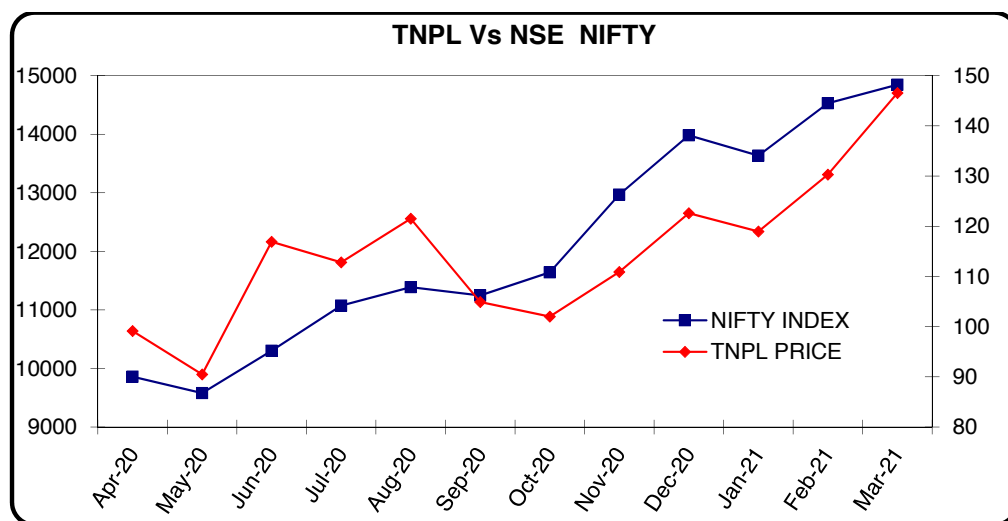
| Market Capitalization | BSE             | NSE             |
|-----------------------|-----------------|-----------------|
| As on March 31, 2020  | 6,15,28,22,340  | 6,15,62,82,870  |
| As on March 31, 2021  | 10,12,89,71,310 | 10,14,28,13,430 |

**12. Share price performance in comparison to broad based indices – BSE Sensex and NSE Nifty : For the years 2019-20 to 2020-21:**

| YEAR      | BSE SENSEX                   |                    |                         | NSE NIFTY                    |                   |                        |
|-----------|------------------------------|--------------------|-------------------------|------------------------------|-------------------|------------------------|
|           | % CHANGE IN TNPL SHARE PRICE | % CHANGE IN SENSEX | TNPL REACTIVE TO SENSEX | % CHANGE IN TNPL SHARE PRICE | % CHANGE IN NIFTY | TNPL REACTIVE TO NIFTY |
| 2019-2020 | (-)56.83                     | (-)23.55           | (-)33.28                | (-)56.82                     | (-)25.70          | (-)31.12               |
| 2020-2021 | 64.62                        | 68                 | (-)3.38                 | 64.76                        | 79.26             | (-)14.50               |



Sensex and TNPL share prices are based on month end closing rate



NIFTY and TNPL share prices are based on month end closing rates.

### 13. Registrar and Transfer Agent:

The Company has already enlisted the services of M/s Cameo Corporate Services Ltd., Chennai to act as Registrar and Transfer Agents to handle all investor services relating to shares held in physical form as well as in electronic mode. Their address is given below:

M/s Cameo Corporate Services Ltd.  
 V Floor, "Subramanian Building",  
 No.1 Club House Road, Chennai – 600 002  
 Tel.No.044-28460390 - 28460395  
 Fax No.044-28460129  
 E-mail ID: cameo@cameoindia.com

**14. Share Transfer System:****a. Share Transfers:**

The shares of the Company, being in the compulsory demat list are transferable through the depository system. Shares in physical form are processed and the Share Certificates are generally returned within a period of 15 days from the date of receipt.

All transfers/ transmissions/ remat received are processed and approved by the Share Transfer Committee which normally meets twice/ thrice in a month. Shares under objection are returned within two weeks.

SEBI in June, 2018 amended the Regulation 40 of the Listing Regulations prohibiting transfer of shares held in physical mode with effect from April 01, 2019. Transposition and Transmission are exempted from this amendment. Accordingly, transfer of shares is not be feasible from April 01, 2019.

**b. Nomination facility for shareholding:**

As per the provisions of the amended Companies Act 2013, facility regarding nomination is available for shareholders in respect of shares held by them. Nomination forms can be obtained from the share transfer agent.

**c. Payment of dividend through National Electronic Clearing Services (NECS):**

As per RBI notification, with effect from 1<sup>st</sup> October 2009, the remittance of dividend through Electronic Clearing Service (ECS) is replaced by National Electronic Clearing Service (NECS).

Shareholders who have not intimated the DPs/Registrars are once again requested to intimate the above information in respect of shares held in electronic form to the DPs and in respect of shares held in physical form, to the Registrars at their address.

Those shareholders who do not wish to avail of the NECS facility, are requested to furnish to the DPs/Registrars, the name and branch of the bank and bank account No. allotted by their banks after implementation of Core Banking Solutions, which will be printed on the warrants.

**d. Unclaimed dividends :**

The company is required to transfer dividends which have remained unpaid/ unclaimed for a period of seven years to the Investor Education & Protection Fund (IEPF) established by the Government. The Company will accordingly be required to transfer the dividend in the year 2021 for the year ended 31<sup>st</sup> March, 2014 has remained unclaimed / unpaid. Before transferring the monies to IEPF, individual letters are sent to those Members whose unclaimed dividends are due for transfer so as to enable them to claim the dividends before the due date. The information on unclaimed dividend is also posted on the website of the Company [www.tnpl.com](http://www.tnpl.com).

Details of dividend pending to the Unpaid / Unclaimed Dividend Account as on 31<sup>st</sup> March, 2021:

| Sl. No. | Year                 | Amount (₹)   | % to the total dividend |
|---------|----------------------|--------------|-------------------------|
| 1.      | For the year 2013-14 | 19,16,472.00 | 0.46%                   |
| 2.      | For the year 2014-15 | 16,03,536.00 | 0.39%                   |
| 3.      | For the year 2015-16 | 20,70,637.50 | 0.39%                   |
| 4.      | For the year 2016-17 | 21,11,970.00 | 0.41%                   |
| 5.      | For the year 2017-18 | 10,17,755.00 | 0.29%                   |
| 6.      | For the year 2018-19 | 16,41,397.50 | 0.32%                   |
| 7.      | For the year 2019-20 | 62,72,725.35 | 1.51%                   |

As regards unclaimed dividend, dividend warrants are sent to addresses available as per the company

records. Where the shareholders have not informed the change of address to the company, the dividend warrants are returned to the company. The company remits the unclaimed dividend to the Central Government after seven years. If any claim is received from the shareholders within seven years period, payment is made.

Following amounts have been transferred to IEPF account during the year:

| Particulars                | Date of Warrant | Due Date for Transfer | Date of Transfer | Amount transferred ₹ |
|----------------------------|-----------------|-----------------------|------------------|----------------------|
| Dividend :-2012-13 (Final) | 23.09.2013      | 31.10.2020            | 25.12.2020       | 13,95,420.00         |
| <b>TOTAL</b>               |                 |                       |                  | <b>13,95,420.00</b>  |

**Transfer of 'Underlying Shares' into Investor Education and Protection Fund (IEPF) (in cases where unclaimed dividends have been transferred to IEPF for a consecutive period of seven years)**

Pursuant to the provisions of Section 124 and 125 of the Companies Act, 2013 and the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, all shares on which dividend has not been paid or claimed for seven consecutive years or more shall be transferred to an IEPF suspense account. The Company, after following the statutory provisions, has transferred the shares on which dividend has not been paid/claimed for seven consecutive years or more. The details of shares transferred to IEPF Authority account are as follows:

| Year                                                 | Shares transferred |
|------------------------------------------------------|--------------------|
| 2008-09                                              | 74545              |
| 2009-10                                              | 31051              |
| 2010-11                                              | 13079              |
| 2011-12                                              | 10411              |
| 2012-13                                              | 8132               |
| (-) Shares returned by IEPF Authority to Shareholder | 400                |
| <b>TOTAL</b>                                         | <b>136818</b>      |

The Company has also uploaded full details of such shares transfer as well as unclaimed dividends on the website of the company. Both the unclaimed dividends and the shares transferred to the IEPF can be claimed back by the concerned shareholders from IEPF Authority after complying with the prescribed procedure under the "Rules" as mentioned in the Guidelines below.

**Guidelines for Investors to file claim**

- Download the Form IEPF-5 from the website of IEPF (<http://www.iepf.gov.in>) for filing the claim for refund. Read the instructions provided on the website/instruction kit along with the e-form carefully before filling the form.
- After filling the form, save it on your computer and submit the duly filled form by following the instructions given in the upload link on the website. On successful uploading, an acknowledgement will be generated indicating the SRN. Please note down the SRN details for future tracking of the form.

- c) Take a print out of the duly filled IEPF-5 and the acknowledgement issued after uploading the form.
- d) Submit indemnity bond in original, copy of acknowledgement and self-attested copy of e-form along with the other documents as mentioned in the Form IEPF-5 to Nodal Officer (IEPF) of the company at its registered office in an envelope marked "Claim for refund from IEPF Authority".
- e) Claim forms completed in all aspects will be verified by the concerned company and on the basis of company's verification report; refund will be released by the IEPF Authority in favor of claimants' Aadhaar linked bank account through electronic transfer. The Nodal Officer of the Company for IEPF Refunds Process is Thiru. B Ravishankar, Company Secretary whose e-mail id is ravishankar.b@tnpl.co.in

Members who have not encashed their dividend warrants in respect of dividends declared for the year ended 31<sup>st</sup> March 2014 and for any financial year thereafter may contact the company and surrender their warrants for payment. Members are requested to note that the dividend not claimed for a period of seven years from the date they first became due for payment shall be transferred to Unpaid Dividend Account of respective year shall be transferred to Investor Education and Protection Fund (IEPF) in terms of Section 125 of the Companies Act, 2013.

- f) Correspondence regarding change of address:

Shareholders are requested to ensure that any correspondence for Change of Address, change in Bank Mandates etc. should be signed by the first named shareholder. Shareholders who hold shares in dematerialized form should correspond with the Depository participant with whom they have opened Demat Account/s.

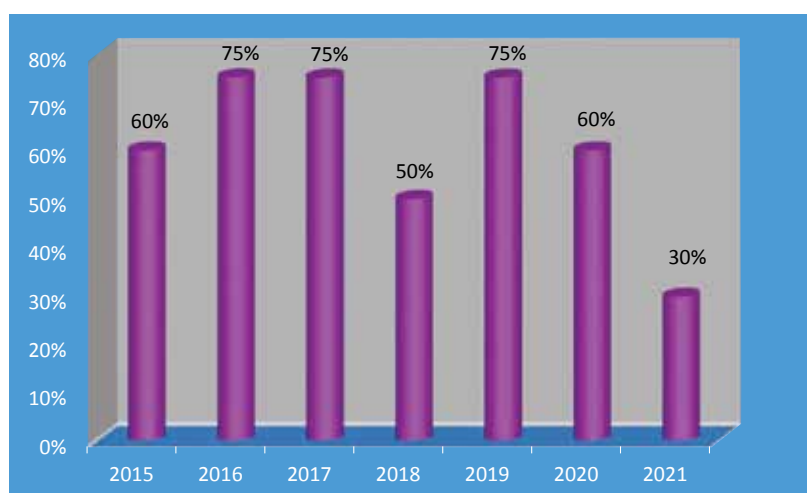
- g) Pending Investors' Grievances:

Any shareholder whose grievance has not been resolved to his/her satisfaction may kindly write to the Company Secretary at the Registered Office with a copy of the earlier correspondence.

## 15 Dividend Details

| Financial Year | Dividend % | Total Dividend (₹ in Lakhs) |
|----------------|------------|-----------------------------|
| 2014-15        | 60%        | 4152.64                     |
| 2015-16        | 75%        | 5190.80                     |
| 2016-17        | 75%        | 5190.80                     |
| 2017-18        | 50%        | 3460.53                     |
| 2018-19        | 75%        | 5190.80                     |
| 2019-20        | 60%        | 4152.63                     |
| 2020-21        | 30%        | 2076.32                     |





#### 16. Distribution of Shareholding as on 31<sup>st</sup> March, 2021

| DISTRIBUTION SCHEDULE AS ON 31.3.2021 |           |                |                    |                 |                  |                   |
|---------------------------------------|-----------|----------------|--------------------|-----------------|------------------|-------------------|
| Share or Debenture holding (₹)        |           | No. of holders | % of Total holders | Total Shares    | Total Amount (₹) | % of Total Amount |
| 10                                    | 5000      | 36748          | 90.4989            | 3693070         | 36930700         | 5.3359            |
| 5001                                  | 10000     | 1941           | 4.7800             | 1576615         | 15766150         | 2.2779            |
| 10001                                 | 20000     | 924            | 2.2755             | 1424363         | 14243630         | 2.0580            |
| 20001                                 | 30000     | 306            | 0.7535             | 787814          | 7878140          | 1.1382            |
| 30001                                 | 40000     | 136            | 0.3349             | 485699          | 4856990          | 0.7017            |
| 40001                                 | 50000     | 127            | 0.3127             | 600478          | 6004780          | 0.8676            |
| 50001                                 | 100000    | 206            | 0.5073             | 1567774         | 15677740         | 2.2652            |
| 100001                                | And Above | 218            | 0.5368             | 59074787        | 590747870        | 85.3551           |
| <b>Total</b>                          |           | <b>40606</b>   | <b>100.0000</b>    | <b>69210600</b> | <b>692106000</b> | <b>100.0000</b>   |

#### Distribution of Shareholding as on 31.03.2021

|           | CATEGORY                                                                                                        | NO OF HOLDERS | NO OF SHARES    | PERCENTAGE   |
|-----------|-----------------------------------------------------------------------------------------------------------------|---------------|-----------------|--------------|
| <b>A.</b> | <b>PROMOTER'S HOLDING</b>                                                                                       |               |                 |              |
|           | Promoters                                                                                                       |               |                 |              |
| 1         | - Indian Promoters                                                                                              | 1             | 24444900        | 35.32        |
|           | - Foreign Promoters                                                                                             |               |                 | Nil          |
| 2         | Persons acting in Concert                                                                                       |               |                 | ---          |
|           | <b>SUB-TOTAL</b>                                                                                                | <b>1</b>      | <b>24444900</b> | <b>35.32</b> |
| <b>B.</b> | <b>NON-PROMOTERS HOLDING</b>                                                                                    |               |                 |              |
| 1         | Indian Financial Institutions                                                                                   | Nil           | -               | 0.00         |
| 2         | Mutual Funds and UTI                                                                                            | 4             | 9926216         | 14.34        |
| 3         | Banks, Financial Institutions, Insurance Companies, Companies (Central/State Govt. Institutions/Non-Government) | 17            | 10567355        | 15.27        |
| 4         | Foreign Institutional Investors                                                                                 | Nil           | NIL             | Nil          |
| 5         | FPI                                                                                                             | 8             | 728234          | 1.052        |
|           | <b>SUB-TOTAL</b>                                                                                                | <b>29</b>     | <b>21221805</b> | <b>30.66</b> |

|          | CATEGORY                    | NO OF HOLDERS | NO OF SHARES    | PERCENTAGE    |
|----------|-----------------------------|---------------|-----------------|---------------|
| <b>C</b> | <b>OTHERS</b>               |               |                 |               |
| 1        | Private Corporate Bodies    | 343           | 4839576         | 6.99          |
| 2        | Indian Public               | 38273         | 17102579        | 24.71         |
| 3        | NRIs/OCBs                   | 707           | 436170          | 0.63          |
| 4        | Alternative Investment Fund | -             | -               | -             |
| 5        | IEPF                        | 1             | 136818          | 0.20          |
| 6        | QIB                         | -             | -               | -             |
| 7        | Others                      | 1252          | 1028752         | 1.49          |
|          | <b>Sub-total</b>            | <b>40576</b>  | <b>23543895</b> | <b>34.02</b>  |
|          | <b>GRAND TOTAL (A+B+C)</b>  | <b>40606</b>  | <b>69210600</b> | <b>100.00</b> |

## LIST OF TOP TEN SHAREHOLDERS

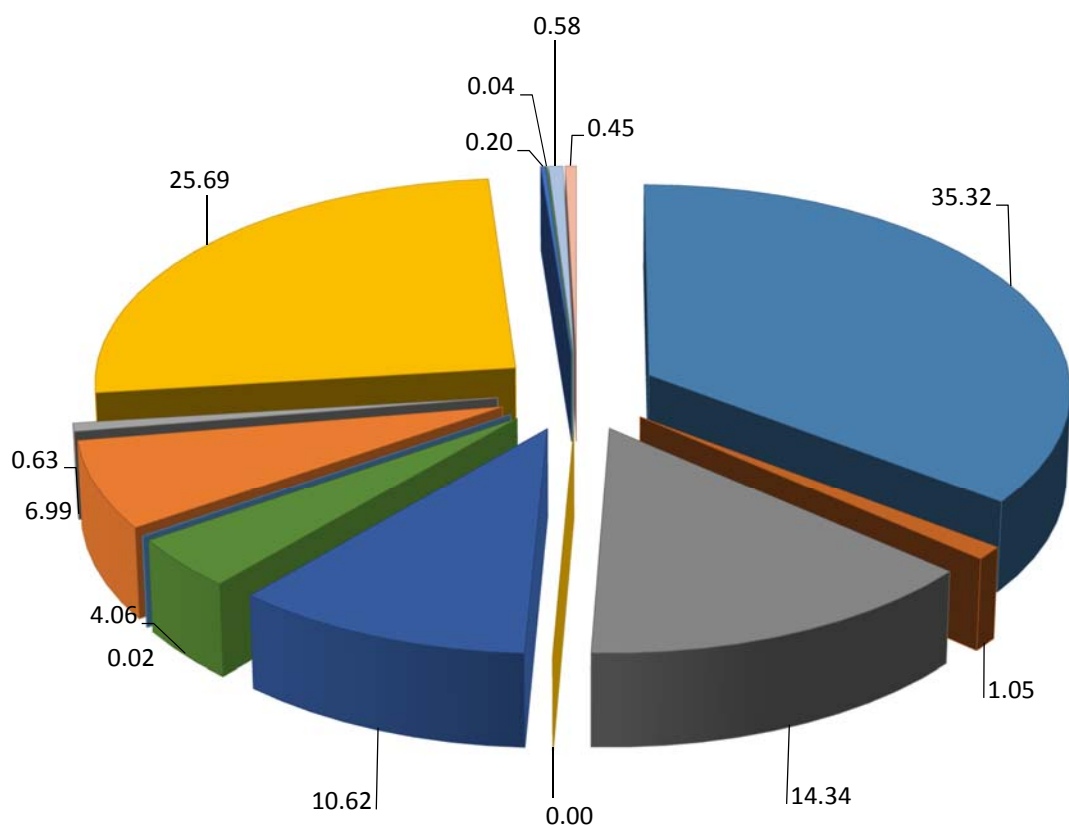
| SL.NO | NAME OF THE HOLDER(S)                                                                       | SHARES   | PERCENTAGE |
|-------|---------------------------------------------------------------------------------------------|----------|------------|
| 1     | GOVERNOR OF TAMIL NADU                                                                      | 24444900 | 35.32      |
| 2     | HDFC TRUSTEE COMPANY LTD - A/C HDFC HYBRID EQUITY FUND                                      | 4896900  | 7.08       |
|       | HDFC TRUSTEE CO LTD A/C HDFC RETIREMENT SAVINGS FUND-EQUITY PLAN                            | 600000   | 0.86       |
|       | HDFC TRUSTEE CO LTD A/C HDFC RETIREMENT SAVINGS FUND-HYBRID-EQUITY PLAN                     | 196310   | 0.28       |
|       | HDFC TRUSTEE CO LTD A/C HDFC RETIREMENT SAVINGS FUND-HYBRID-DEBT PLAN                       | 5000     | 0.01       |
| 3     | LIFE INSURANCE CORPORATION OF INDIA                                                         | 4908920  | 7.09       |
| 4     | ICICI PRUDENTIAL MULTI-ASSET FUND                                                           | 1778015  | 2.56       |
|       | ICICI PRUDENTIAL INFRASTRUCTURE FUND                                                        | 497168   | 0.26       |
|       | ICICI PRUDENTIAL MANUFACTURE IN INDIA FUND                                                  | 220035   | 0.31       |
|       | ICICI PRUDENTIAL COMMODITIES FUND                                                           | 484988   | 0.70       |
|       | ICICI PRUDENTIAL BHARAT CONSUMPTION FUND-SERIES 3                                           | 186449   | 0.26       |
|       | ICICI PRUDENTIAL BHARAT CONSUMPTION FUND - SERIES 1                                         | 129084   | 0.18       |
| 5     | LOK PRAKASHAN LTD                                                                           | 1865526  | 2.69       |
| 6     | GENERAL INSURANCE CORPORATION OF INDIA                                                      | 1610074  | 2.32       |
| 7     | ADITYA BIRLA SUN LIFE TRUSTEE PRIVATE LIMITED A/C ADITYA BIRLA SUN LIFE DIVIDEND YIELD FUND | 909567   | 1.31       |

|    |                                                     |        |      |
|----|-----------------------------------------------------|--------|------|
| 8  | HARDIK BHARAT PATEL<br>JT1 : MINAL BHARAT PATEL     | 868291 | 1.25 |
| 9  | HARDIK B. PATEL                                     | 760291 | 1.09 |
| 10 | TAMILNADU INDUSTRIAL DEVELOPMENT<br>CORPORATION LTD | 600000 | 0.86 |
| 10 | RADHAKISHAN SHIVKISHAN DAMANI                       | 600000 | 0.86 |

### SHAREHOLDING PATTERN

| SL. No. | Category                                                        | Shareholding Pattern<br>As on 31 <sup>st</sup> March, 2021 |                  |               | Shareholding Pattern<br>As on 31 <sup>st</sup> March, 2020 |                  |               |
|---------|-----------------------------------------------------------------|------------------------------------------------------------|------------------|---------------|------------------------------------------------------------|------------------|---------------|
|         |                                                                 | Number of Share holders                                    | Number of Shares | %             | Number of Share holders                                    | Number of Shares | %             |
| 1       | Governor of Tamil Nadu                                          | 1                                                          | 24444900         | 35.32         | 1                                                          | 24444900         | 35.32         |
| 2       | Foreign Institutional Investors and Foreign Portfolio Investors | 8                                                          | 728234           | 1.05          | 29                                                         | 3488843          | 5.04          |
| 3       | Indian Mutual Funds                                             | 4                                                          | 9926216          | 14.34         | 10                                                         | 12099141         | 17.48         |
| 4       | Banks                                                           | 2                                                          | 1800             | 0.00          | 3                                                          | 477017           | 0.69          |
| 5       | Financial Institutions                                          |                                                            |                  |               | -                                                          | -                | -             |
| 6       | Insurance Companies                                             | 5                                                          | 7351807          | 10.62         | 5                                                          | 8351807          | 12.07         |
| 7       | Govt. Companies                                                 | 9                                                          | 2808580          | 4.06          | 9                                                          | 2808580          | 4.06          |
| 8       | Employees                                                       | 88                                                         | 16100            | 0.02          | 89                                                         | 16300            | 0.02          |
| 9       | Limited Companies                                               | 344                                                        | 4839676          | 6.99          | 426                                                        | 2402778          | 3.47          |
| 10      | NRIs                                                            | 706                                                        | 436070           | 0.63          | 653                                                        | 448037           | 0.65          |
| 11      | Public & Trust                                                  | 39348                                                      | 17779804         | 25.69         | 33677                                                      | 12470708         | 18.02         |
| 12      | Alternative Inv.Fund                                            | -                                                          | -                | -             | 1                                                          | 425968           | 0.62          |
| 13      | IEPF                                                            | 1                                                          | 136818           | 0.20          | 1                                                          | 128986           | 0.19          |
| 14      | Trust                                                           | 3                                                          | 27200            | 0.04          | 3                                                          | 27200            | 0.04          |
| 15      | QIB                                                             | 1                                                          | 405168           | 0.59          | 4                                                          | 1425948          | 2.06          |
| 15      | Shares Dematerialised/Shares in transit                         | 86                                                         | <b>308227</b>    | 0.45          | 55                                                         | 194387           | 0.28          |
|         | <b>Total</b>                                                    | <b>40606</b>                                               | <b>69210600</b>  | <b>100.00</b> | <b>34966</b>                                               | <b>69210600</b>  | <b>100.00</b> |

## SHARE HOLDING PATTERN AS ON 31.03.2021



■ Governor of Tamilnadu  
 ■ Indian Mutual Fund  
 ■ Insurance Companies  
 ■ Employees  
 ■ NRIs  
 ■ IEPF  
 ■ Trust

■ Foreign Institutional Investors  
 ■ Banks  
 ■ Govt Companies  
 ■ Limited Companies  
 ■ Public & Trust  
 ■ QIB  
 ■ Shares Dematerialised/Shares in transit

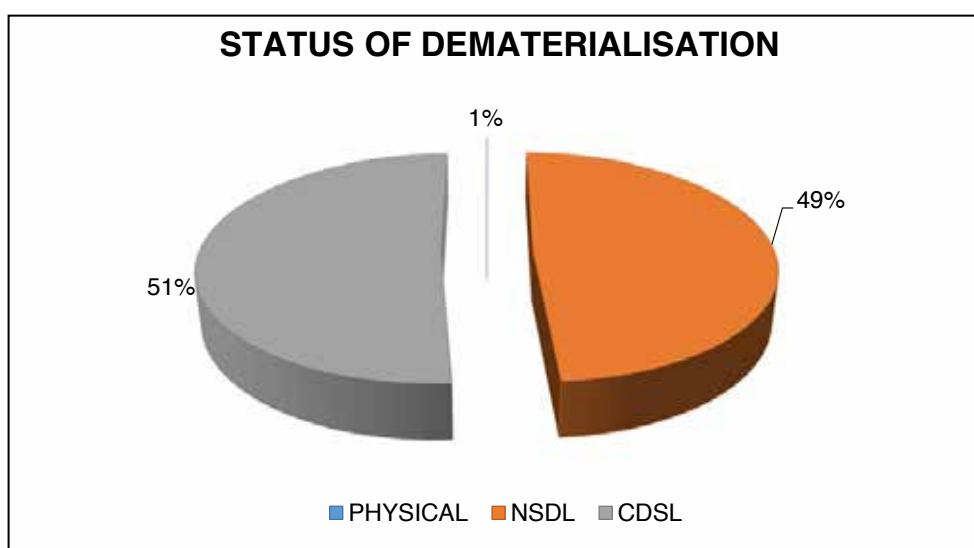
**17. Dematerialisation of Shares and liquidity**

For Dematerialisation of Equity shares, the Company has entered into a tripartite agreement with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL). The Company's Equity shares have been included in the list in which trading is compulsory for all investors in dematerialised form.

Details of Physical & Demat shares as at 31<sup>st</sup> March, 2021:

| Category     | No. of Shareholders | No. of Shares   | % to Holdings |
|--------------|---------------------|-----------------|---------------|
| PHYSICAL     | 2224                | 814871          | 1.177         |
| NSDL         | 22401               | 33447098        | 48.327        |
| CDSL         | 18276               | 34948631        | 50.496        |
| <b>TOTAL</b> | <b>42901</b>        | <b>69210600</b> | <b>100.00</b> |

From the above table, as on 31<sup>st</sup> March 2021, there are 68395729 shares in demat form aggregating to 98.823 % of the total Equity Share capital while 2224 shares are in Physical form aggregating to 1.177% of the total Equity Share capital.

**18. Outstanding GDRs/ADRs/Warrants or any**

Convertible Instruments, conversion date and likely impact on equity : Nil

**19. Credit Rating**

a. ICRA Ltd has assigned the following credit rating for the Company as below :

- I. Long term rating - (ICRA) **A** (Pronounced ICRA A)
- II. Short term rating - (ICRA) **A1** (Pronounced ICRA A one)



The outlook on long term rating is 'Stable'. The long term rating of '(ICRA) A' indicates adequate degree of safety regarding timely servicing of financial obligations, it carries low credit risk. The short term rating of '(ICRA) A1' indicates very strong degree of safety regarding timely payment of financial obligations. Such instruments carry lowest credit risk.

b. CARE Ltd. has assigned the following credit rating for the Company as below :

- |                           |   |                |                        |
|---------------------------|---|----------------|------------------------|
| I. Long term facilities   | - | CARE <b>A</b>  | (Pronounced Single A ) |
| II. Short term facilities | - | CARE <b>A1</b> | (Pronounced A one)     |

The outlook on long term rating is 'Stable'. The long term rating of CARE A indicates adequate degree of safety regarding timely servicing of financial obligations, it carry low credit risk. The short term rating of CARE A1 indicates very strong degree of safety regarding timely payment of financial obligations, it carry lowest credit risk.

c. CRISIL has assigned the following credit rating for the Company as below:

- |                     |   |                   |                       |
|---------------------|---|-------------------|-----------------------|
| I. Long term rating | - | (CRISIL) <b>A</b> | (Pronounced CRISIL A) |
|---------------------|---|-------------------|-----------------------|

The outlook on long term rating is 'Stable'. The long term rating of '(CRISIL) A' indicates adequate degree of safety regarding timely servicing of financial obligations, it carries low credit risk.

## 20. Plant locations

| <u>Unit I</u>                                                                                                                     | <u>Unit II</u>                                                                                                        |
|-----------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------|
| Kagithapuram,<br>Karur District Tamil Nadu,<br>Pin : 639 136<br>Tel.No.04324-277001 to 277017<br>Fax : 04324-277025/277026/277027 | Mondipatti Village,<br>K. Periyapatti Post,<br>Mannaparai Taluk,<br>Thiruchirapalli District,<br>Tamil Nadu – 621 306 |

## 21. Address for correspondence

- a) Investor correspondence for transfer/ dematerialisation of shares, payment of dividend on shares, and any other query relating to the shares of the company:

M/s Cameo Corporate Services Ltd.  
V Floor, "Subramanian Building"  
No.1 Club House Road  
Chennai – 600 002.  
Tel.No.044-28460390 - 28460395  
Fax No.044-28460129  
E-mail ID: investor@cameoindia.com; cameo@cameoindia.com  
Contact Person: Tmt R.Komalavalli, Senior Manager

- b) Any query on Annual Report:

Shares Department  
Tamil Nadu Newsprint and Papers Ltd.  
67, Mount Road, Guindy, Chennai – 600 032.  
Tel.No.22354417 Fax No. 22350834 & 22354614  
E-mail address: ravishankar.b@tnpl.co.in, invest\_grievances@tnpl.co.in  
Contact Person: Thiru B Ravishankar, Company Secretary.

- c) E-mail ID of Investor Grievances Section: invest\_grievances@tnpl.co.in

- d) Name of the Compliance Officer : Thiru B. Ravishankar, Company Secretary.

**22. Request to Investors**

- Investors are requested to communicate change of address, if any, directly to the share transfer agent of the company at the above address
- To avoid the incidence of fraudulent encashment of dividend warrants, members are requested to intimate the company under the signature of the Sole/First Joint holder, the following information so that the bank account number and name and address of the bank can be printed on the dividend warrants:
  - Name of Sole/First Joint holder and Folio number
  - Particulars of bank account viz.
    - Name of bank
    - Name of branch
    - Complete address of bank with PINCODE
    - Account type, whether Savings Bank(SB) or Current Account(CA)
    - Bank account number
- The shareholders are requested to dematerialize their physical share certificates, through a depository participant. Shareholders requiring any further clarification/ assistance on the subject may contact the company's share transfer agent.
- The mandate, if given by the Members in respect of shares held in physical form will not be applicable to the dividend payable on shares held by them in demat mode and vice versa. Members holding shares in demat mode must, therefore give instructions regarding the bank account in which they wish to receive dividend to their DPs.
- There are chances of fraudulent transactions taking place in relation to dormant folios, where the shareholder has either expired or has changed his residence. Hence investors are requested to exercise due diligence and notify us of any change in address or demise of any shareholder as soon as possible. Investors are requested not to leave their demat account dormant for long. Periodic statement of holdings should be obtained from the concerned DP and holdings should be verified. Investors are also requested not to disclose your Folio No. / DP. Id. to an unknown person and not to hand over signed blank transfer deeds/delivery instruction slips to any unknown person.
- Investors must ensure that they deal with only SEBI registered intermediaries and must obtain a valid contract note/confirmation memo from the broker/sub-broker, within 24 hours of execution of the trade and it should be ensured that the contract note/confirmation memo contains order no., trade no., trade time, quantity, price and brokerage.
- Investors should register their mobile numbers with DPs for SMS alert facility. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) proactively inform investor of transaction in the demat account by sending SMS. Investors will be informed about debits and credits to their demat account without having to call up their DPs and investors need not wait for receiving Transaction Statements from DPs to know about the debits and credits.
- Correspondence containing certificates of securities and high value dividend/interest warrants should be sent by registered post/courier or lodged with the Company's Secretarial Department by hand delivery.
- Investors are requested to kindly note that any dividend which remains unencashed for a period of seven years will get transferred to "Investors Education and Protection Fund" in terms of Section 125 of the Companies Act, 2013.

**Year wise details of the amount to be transferred to IEPF are given below:**

| Year    | Dividend type | Dividend (%) | Date of declaration | Due for transfer to IEPF |
|---------|---------------|--------------|---------------------|--------------------------|
| 2013-14 | Final         | 60           | 15.09.2014          | 20.11.2021               |
| 2014-15 | Final         | 60           | 18.09.2015          | 23.11.2022               |
| 2015-16 | Final         | 75           | 28.09.2016          | 03.12.2023               |
| 2016-17 | Final         | 75           | 19.09.2017          | 24.11.2024               |
| 2017-18 | Final         | 50           | 19.09.2018          | 24.11.2025               |
| 2018-19 | Final         | 75           | 19.09.2019          | 28.11.2026               |
| 2019-20 | Final         | 60           | 18.09.2020          | 28.11.2027               |

23. **M/s. Brahmayya & Co, Chartered Accountants are the statutory auditors of the Company. The total fees of the statutory auditors and its network firms for the year ended March 31, 2021 are given below:**

| Sr No | Details of Auditors Remuneration        | 2020-21<br>(₹ in Lakhs) |
|-------|-----------------------------------------|-------------------------|
| (a)   | Statutory Audit                         | 13.00                   |
| (b)   | Limited Review                          | 3.90                    |
| (c)   | Tax Audit                               | 2.60                    |
| (d)   | Certification Fees                      | 9.25                    |
| (e)   | Reimbursement of out of pocket expenses | 0.28                    |
|       | <b>Total</b>                            | <b>29.03</b>            |

**B. NON-MANDATORY REQUIREMENTS****1. The Board**

A non-executive Chairman may be entitled to maintain a Chairman's Office at the Company's expenses and also allowed reimbursement of expenses incurred in performance of his duties.

The Chairman is a non-executive director in the company appointed by the Tamil Nadu Govt. and office is maintained and expenses are borne by the Govt.

**2. Shareholders' Rights**

A half-yearly declaration of financial performance including summary of the significant events in last six months may be sent to each household of shareholders.

The quarterly financial results are announced within 45 days from the close of the respective quarter. However, in case of the last quarter, the quarterly results and the annual results are announced within 120 days from the close of the quarter. The results are published in leading newspapers. The financial results, press releases and other major events/ developments concerning the company are also posted on the company's website [www.tnpl.com](http://www.tnpl.com)

The half-yearly results of the company are published in more than one English newspaper having a wide circulation and in one Tamil Newspaper having wide circulation. The results are not sent to the shareholders individually.

**3. Audit qualifications**

The company has ensured to remain in the regime of unqualified financial statement

**4. Separate posts of Chairman and CEO**

The company may appoint separate persons to the post of Chairman and Managing Director/CEO.

As per the Companies Act, 2013, no individual shall be appointed or reappointed as the Chairperson of the company as well as the Managing Director or Chief Executive Officer of the company at the same time after the date of commencement of the new Act if the Articles of such a company provides otherwise. In order to comply with the new Act, the Articles of Association of the company has been amended to provide for appointment as Chairman & Managing Director.

**5. Reporting of Internal Auditor**

At the recommendations of the Audit Committee, the Board has appointed M/s B. Thiagarajan & Co., Chartered Accountants as its Internal Auditor for the year 2021-22, that Audits and reviews internal controls and operating systems and procedures of the Company.

The Internal Auditor may report directly to the Audit Committee and the report on findings of Internal Audit are submitted to the Audit Committee periodically. This is the practice being followed.

**6. Compliance with the Corporate Governance Voluntary Guidelines 2009**

With an objective of encouraging adoption of better practice in achieving the highest standard of corporate governance, the Ministry of Corporate Affairs, Government of India published the Corporate Governance Voluntary Guidelines 2009. These guidelines will also translate into a much higher level of stakeholders' confidence to ensure long term sustainability and value generation by business. The guidelines broadly focus on areas such as Board of Directors, responsibilities of the Board, Audit Committee functions, roles and responsibilities, appointment of Auditors, compliance with Secretarial Standards and a mechanism for whistle blower support. The company is substantially in compliance with the Corporate Governance Voluntary Guidelines 2009 and is in the process of adopting and implementing other practices as suggested in the Guidelines.

For and on behalf of the Board

Place: Chennai  
Date: 25.06.2021

**Dr. Rajeev Ranjan, IAS**  
Chairman and Managing Director

**CERTIFICATE BY CEO AND CFO PURSUANT TO REGULATION 17(8) OF SEBI  
(LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

To,  
The Board of Directors,  
Tamil Nadu Newsprint and Papers Limited.

1. We have reviewed the financial statements and the cash flow statement for the year ended 31.03.2021 and that to the best of our knowledge and belief:
  - a) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading.
  - b) These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
2. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year ended 31.03.2021 which are fraudulent, illegal or violative of the Company's code of conduct
3. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of the internal control systems of the company pertaining to financial reporting and we have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
4. We have indicated to the Auditors and the Audit Committee:
  - a) that there are no significant changes in internal control over financial reporting during the year ended 31.03.2021;
  - b) that there are no significant changes in accounting policies during the year ended 31.03.2021; and
  - c) that there are no instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the company's internal control system over financial reporting.

For **TAMIL NADU NEWSPRINT AND PAPERS LIMITED**

Place : Chennai  
Date : 25.06.2021

**Dr. Rajeev Ranjan, IAS**  
Chairman and Managing Director

**Sathya Ananth**  
General Manager (Finance) & CFO

**CERTIFICATE OF COMPLIANCE WITH THE CODE OF CONDUCT POLICY**

As provided under Regulation 26(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board Members and the Senior Management Personnel have confirmed compliance with the Code of Conduct for the period ended 31<sup>st</sup> March 2021.

For **TAMIL NADU NEWSPRINT AND PAPERS LIMITED**

Place: Chennai  
Date: 25.06.2021

**Dr. Rajeev Ranjan, IAS**  
Chairman and Managing Director



## Independent Auditors' Certificate on Corporate Governance

**To**

**The members of Tamil Nadu Newsprint and Papers Limited.**

1. We Brahmayya & Co., Chartered Accountants, the Statutory Auditors of **M/s.Tamil Nadu Newsprint and Papers Limited** ("the Company"), have examined the compliance of conditions of Corporate Governance by the Company, for the year ended on **31<sup>st</sup> March 2021** as stipulated in Regulations 17 to 27, clauses (b) to (i) of Regulation 46(2), and paragraphs C and D of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the Listing Regulations).

### **Management's Responsibility**

2. The compliance of conditions of Corporate Governance is the responsibility of the Management. This responsibility includes the design, implementation and maintenance of internal control and procedures to ensure compliance with the conditions of the Corporate Governance stipulated in the Listing Regulations.

### **Auditor's Responsibility**

3. Our responsibility is limited to examining the procedures and implementation thereof, adopted by the Company for ensuring compliance with the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.
4. We have examined the books of account and other relevant records and documents maintained by the Company for the purposes of providing reasonable assurance on the compliance with Corporate Governance requirements by the Company.
5. We have carried out an examination of the relevant records of the Company in accordance with the Guidance Note on Certification of Corporate Governance issued by the Institute of the Chartered Accountants of India (the ICAI), the Standards on Auditing specified under Section 143(10) of the Companies Act 2013, in so far as applicable for the purpose of this certificate and as per the Guidance Note on Reports or Certificates for Special Purposes (Revised 2016) issued by the ICAI which requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.
6. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

### **Opinion**

7. Based on our examination of the relevant records and according to the information and explanations provided to us and the representations provided by the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in regulations 17 to 27, clauses (b) to (i) of regulation 46(2) and paragraphs C and D of schedule V of the Listing Regulations during the year ended 31<sup>st</sup> March 2021.
8. We state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

For **BRAHMAYYA & CO.,**  
**CHARTERED ACCOUNTANTS**  
 Firm Regn No: 000511S

Date : 25<sup>th</sup> June, 2021  
 Place : Chennai

R. Nagendra Prasad  
 Partner  
 Membership No. 203377  
 UDIN:21203377AAAAFM7782

## ANNEXURE - VIII

### BUSINESS RESPONSIBILITY REPORT

#### FY 2020-21

#### Preface

Reporting on environmental and social parameters is on the rise. Growing expectations from internal as well as external stakeholders along with stringent norms is driving organizations to disclose their performance on economic, environmental and social aspects to understand the impacts caused by them in their day to day activities.

Our vision of being the market leader in manufacturing world-class eco-friendly Paper and Paper Boards is our internal driver for embedding sustainability into our daily practices.

We have embarked on the journey of developing this business responsibility report based on the suggested framework of SEBI. We consider this as an opportunity to communicate our performance and progress across Environmental, Social and Governance aspects for the financial year (FY) 2020-21.

#### Section A : General Information about the Company

1. Corporate Identity Number (CIN) of the Company: L22121TN1979PLC007799
2. Name of the Company: Tamil Nadu Newsprint and Papers Limited
3. Registered address: 67, Mount Road, Guindy, Chennai - 600032.
4. Website: www.tnpl.com
5. E-mail id: invest\_grievances@tnpl.co.in
6. Financial Year reported: 2020-21
7. Sector(s) that the Company is engaged in (industrial activity code-wise):
  - i. Pulp, Paper & Paper Board - 4802 & 4805, 4810, 4811
  - ii. Power Utility - 2716
  - iii. Cement Manufacturing - 2523
8. List three key products/services that the Company manufactures/provides (as in balance sheet)

| Products             | Services |
|----------------------|----------|
| Paper and Paperboard | Energy   |
| Cement               |          |

9. Total number of locations where business activity is undertaken by the Company
  - i. Number of International Locations (Provide details of major 5) - None
  - ii. Number of National Locations – Regd. Office - 1
  - iii. Factory / Mill - 2 Locations
  - iv. Branches - 7 Locations
10. Markets served by the Company – We serve the Local/ State/ National/International markets

**Section B: Financial Details of the Company**

1. Paid up Capital (₹ In Crore) – 69.21
2. Total Turnover (₹ In Crore) – 2,742.02
3. Total loss after taxes (₹ In Crore) – (65.11)
4. Total Spending on Corporate Social Responsibility (CSR) as percentage of profit before tax (%) – We are committed to make growth more inclusive by focusing on the needs of our society and thereby creating a larger social value. We believe that working towards growth includes responding to its social responsibility. We have spent 2% on the CSR activities in the reporting year.

5. List of activities in which expenditure in 4 above has been incurred:

We have been working in the following areas for the benefit of communities.

- i. Education
- ii. Healthcare and Medical Service
- iii. Infrastructure Development
- iv. Social development
- v. Livelihood/Economic Improvement
- vi. Environment & Sanitation
- vii. Culture and Heritage
- viii. Soil & Water conservation

**Section C: Other Details****1. Does the Company have any Subsidiary Company/ Companies?**

The Company does not have any Subsidiary.

**2. Do the Subsidiary Company/Companies participate in the BR Initiatives of the parent company? If yes, then indicate the number of such subsidiary company(s).**

Since the Company does not have any Subsidiary, this is not applicable.

**3. Do any other entity/entities (e.g. suppliers, distributors etc.) that the Company does business with; participate in the BR initiatives of the Company? If yes, then indicate the percentage of such entity/entities? [Less than 30%, 30-60%, More than 60%]**

No other entities that our Company does business with, participate in the BR initiatives of the Company.

**Section D: BR Information****1. Details of Director/Directors responsible for BR****a) Details of the Director/Directors responsible for implementation of the BR policy/policies**

| Name                     | DIN Number | Designation                    |
|--------------------------|------------|--------------------------------|
| Dr. Rajeev Ranjan, I.A.S | 01806973   | Chairman and Managing Director |

**b) Details of the BR head**

| Sr. no | Particulars                | Details                        |
|--------|----------------------------|--------------------------------|
| 1.     | DIN Number (if applicable) | 01806973                       |
| 2.     | Name                       | Dr. Rajeev Ranjan, I.A.S       |
| 3.     | Designation                | Chairman and Managing Director |
| 4.     | Telephone number           | 044-22354343/22354353          |
| 5.     | e-mail id                  | cmdoffice@tnpl.co.in           |

**2. Principle-wise (as per NVGs) BR Policy/policies (Reply in Y/N)**

| S. No | Particulars                                                                                                               | P1                                                                                                                                                                                                                                                                                                                                 | P2 | P3 | P4 | P5 | P6 | P7 | P8 | P9 |
|-------|---------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----|----|----|----|----|----|----|----|
| 1     | Do you have a policy/policies for                                                                                         | Y                                                                                                                                                                                                                                                                                                                                  | Y  | Y  | Y  | Y  | Y  | Y  | Y  | Y  |
| 2     | Has the policy being formulated in consultation with the relevant stakeholders?                                           | Y                                                                                                                                                                                                                                                                                                                                  | Y  | Y  | Y  | Y  | Y  | Y  | Y  | Y  |
| 3     | Does the policy conform to any national /international standards? If yes, specify? (50 words)                             | Y<br>The policies have been developed as per The Companies Act, 2013 and SEBI Listing Regulations. These are also on the lines of the 'National Voluntary Guidelines on Social, Environment, and Economic responsibilities of businesses' (NVG-SEE) established by the Ministry of Corporate Affairs, Government of India in 2011. |    |    |    |    |    |    |    |    |
| 4     | Has the policy been approved by the Board?<br><br>Is yes, has it been signed by MD/ owner/CEO/appropriate Board Director? | Y                                                                                                                                                                                                                                                                                                                                  | Y  | Y  | Y  | Y  | Y  | Y  | Y  | Y  |
| 5     | Does the company have a specified committee of the Board/ Director/ Official to oversee the implementation of the policy? | Y                                                                                                                                                                                                                                                                                                                                  | Y  | Y  | Y  | Y  | Y  | Y  | Y  | Y  |
| 6     | Indicate the link for the policy to be viewed online?                                                                     | *                                                                                                                                                                                                                                                                                                                                  | *  | *  | *  | *  | *  | *  | *  | *  |
|       | Link for policies on our website provided below                                                                           |                                                                                                                                                                                                                                                                                                                                    |    |    |    |    |    |    |    |    |

| S. No | Particulars                                                                                                                                              | P1 | P2 | P3 | P4 | P5 | P6 | P7 | P8 | P9 |
|-------|----------------------------------------------------------------------------------------------------------------------------------------------------------|----|----|----|----|----|----|----|----|----|
| 7     | Has the policy been formally communicated to all relevant internal and external stakeholders?                                                            | Y  | Y  | Y  | Y  | Y  | Y  | Y  |    | Y  |
| 8     | Does the company have in-house structure to implement the policy/ policies?                                                                              | Y  | Y  | Y  | Y  | Y  | Y  | Y  | Y  | Y  |
| 9     | Does the Company have a grievance redressal mechanism related to the policy/policies to address stakeholders' grievances related to the policy/policies? | Y  | Y  | Y  | Y  | Y  | Y  | Y  | Y  | Y  |
| 10    | Has the company carried out independent audit/evaluation of the working of this policy by an internal or external agency?                                | Y  | Y  | Y  | Y  | Y  | Y  | Y  | Y  | Y  |

\* The weblink of various policies are as follows:

**Principle 1:** <https://www.tnpl.com/Code-of-Conduct>

**Principle 2:** <https://www.tnpl.com/uploads/documents/41fbbd534b5ae3687972b47c757c3ded.pdf>

<https://www.tnpl.com/uploads/documents/cc9875b0e45b43d2438e85d9cce66bef.pdf>

<https://www.tnpl.com/uploads/documents/Energy%20Policy%20for%20TNPL%20UNIT-II.pdf>

**Principle 3:** <https://www.tnpl.com/uploads/documents/94fff5376839441c6316ac02620a9ffc.pdf>

**Principle 4:** <https://www.tnpl.com/uploads/documents/7877c74681dd973082841069c74994aa.pdf>

<https://www.tnpl.com/uploads/documents/dcf7a32a6cdb23df14adbbebbd5b623f7.pdf>

**Principle 5:** <https://www.tnpl.com/uploads/documents/499fb86875c320bf2ab0c19d171740ec.pdf>

**Principle 6:** <https://www.tnpl.com/uploads/documents/2927ffde6495d426649be0f825a4f718.pdf>

**Principle 7:** <https://www.tnpl.com/uploads/documents/c321413fe16739506937affeb089c067.pdf>

**Principle 8:** [https://www.tnpl.com/uploads/documents/TNPL\\_CSR\\_Policy\\_and\\_Annual\\_Action\\_Plan.pdf](https://www.tnpl.com/uploads/documents/TNPL_CSR_Policy_and_Annual_Action_Plan.pdf)

**Principle 9:** <https://www.tnpl.com/uploads/documents/2927ffde6495d426649be0f825a4f718.pdf>

<https://www.tnpl.com/uploads/documents/6a3e8148b4d2ba3075aa7d1f2400bda0.pdf>

**2a. If answer to Sr. no 1 against any principle, is 'No', please explain why: (Tick up to 2 options):**

Not Applicable



| S No | Particulars                                                                                                                       | P1             | P2 | P3 | P4 | P5 | P6 | P7 | P8 | P9 |
|------|-----------------------------------------------------------------------------------------------------------------------------------|----------------|----|----|----|----|----|----|----|----|
| 1    | The company has not understood the Principles                                                                                     | Not Applicable |    |    |    |    |    |    |    |    |
| 2    | The company is not at a stage where it finds itself in a position to formulate and implement the policies on specified principles |                |    |    |    |    |    |    |    |    |
| 3    | The company does not have financial or manpower resources available for the task                                                  |                |    |    |    |    |    |    |    |    |
| 4    | It is planned to be done within next 6 months                                                                                     |                |    |    |    |    |    |    |    |    |
| 5    | It is planned to be done within the next 1 year                                                                                   |                |    |    |    |    |    |    |    |    |
| 6    | Any other reason (please specify)                                                                                                 |                |    |    |    |    |    |    |    |    |

### 3. Governance related to BR

- Indicate the frequency with which the Board of Directors, Committee of the Board or CEO to assess the BR performance of the Company.

The Company's BR performance shall be assessed annually.

- Does the Company publish a BR or a Sustainability Report? What is the hyper link for viewing this report?

How frequently it is published?

Business responsibility report FY 16-17 was the TNPL's first report. The report was published along with our annual report and uploaded on the company's website. Going forward, we plan to publish the report annually.

\* The BRR for FY 20-21 is uploaded in the website of the company along with Annual Report.

### Section E: Principle-wise performance

#### Principle 1: Businesses should conduct and govern themselves with Ethics, Transparency and Accountability

At TNPL, we appreciate the value of responsible corporate governance, characterized by high standards to demonstrate transparency, reliability and ethical values. Constructed on a sound philosophy, ethics, values and accountability, our corporate governance ethos works within a culture that emphasizes a framework of conformance and compliance. Our governance framework is about maximizing shareholder value legally, ethically and sustainably.

#### Does the policy relating to ethics, bribery and corruption cover only the company? Yes/ No. Does it extend to the Group/Joint Ventures/ Suppliers/Contractors/NGOs /Others?

Our policy relating to the above aspects cover only the Company. Our Code of Conduct shape the culture and reputation of the Company and serve as the groundwork in how we act and make decisions.

#### How many stakeholder complaints have been received in the past financial year and what percentage was satisfactorily resolved by the management? If so, provide details thereof, in about 50 words or so.

During this reporting period, we have received four complaints from shareholders and the same have been resolved. We have not received complaints from any other stakeholders.

The Company Secretary is entrusted with the responsibility to look into the redressal of the shareholders and investors complaints and report the same to the Stakeholders Relationship Committee.

## Principle 2: Sustainable products and services

TNPL is focusing on Circular Economy to ensure sustainability by using environment friendly raw materials (bagasse agricultural residue, Post consumer & Pre consumer waste paper and wood from social forestry and Captive and Farm Forestry model of plantations) for manufacture of paper.

List up to 3 products or services whose design has incorporated social or environmental concerns, risks, and/or opportunities.

### Unit I:

TNPL Products are manufactured from Bagasse, a sugarcane residue, Waste Paper, a reclaimed material. The other raw material is wood which is sourced from TNPL's captive and farm forestry plantation. Hence social and environmental concerns are incorporated in all the products of TNPL.

All Paper and Paperboard products manufactured by TNPL are ecofriendly and fully recyclable. The company uses three sources of Fiber which are the basic constituents of paper.

**Wood:** Wood is sourced from captive plantations and through Social Farm Forestry programs. All clonal saplings are provided by the company.

**Bagasse:** Bagasse is an agricultural residue which is used for paper making by the company. This agri residue would have been fired in the boilers causing considerable environmental pollution had it not been used for paper making.

**Pre and Post Consumer Waste:** The Company manufactures many grades of paper and paperboards using pre and post-consumer waste through environment friendly processes.

In addition to the above the company has manufactured grades like Aura Fold Plus and Aura Brilliant Plus with higher bulk and stiffness. This leads to light weighting of packaging material and less usage of paper for packing the same product. The company also makes 1 PE/ 2 PE boards and cup stock boards which help reduce plastic usage. All these products are used in replacement of plastic.

### Unit II:

Tamilnadu Newsprint and Papers Limited (TNPL), Unit II has thoughtfully diversified its products portfolio taking the sustainability aspects into account. Many of our products are manufactured using furnish containing Deinked-, Bagasse- and Recycled pulps. In line with its sustainability commitment, TNPL has developed new products such as Aura Ivory Board (AIB), Aura Snow white (ASW), Aura Flute Green (AGF), & Aura Supreme Green (ASG), Aura Eco Plus (AEP) incorporating Bagasse pulp in the products. Bagasse, being an agricultural by product, is an important eco friendly and sustainable raw material. Products such as Aura Green Board (AGB), Aura Green Uncoated (AGU), Aura Green Liner (AGL), and Aura Pearl (AUP) are manufactured predominantly using waste paper and deinked pulps in the furnish. FSC certified products are also manufactured based on the customer's request. Trials are underway to develop sustainable barrier coated products to replace plastic in the cupstock variety.

For each product, provide the following details in respect of resources (energy, water, raw material etc.) per unit of product.

We manufacture Writing and Printing Paper, Packing Board and Cement. The resources utilized per ton of product are as follows:

| Product         | Consumption per ton of production |                          |                                                                 |
|-----------------|-----------------------------------|--------------------------|-----------------------------------------------------------------|
|                 | Power / Steam                     | Water                    | Raw-material                                                    |
| Paper           | 1434 kWh/MT                       | 47 m <sup>3</sup> /MT    | 0.77 MT / MT of paper                                           |
| Packaging Board | 478 kWh/MT                        | 11.06 m <sup>3</sup> /MT | 0.83 MT / MT of Board                                           |
| Cement          | 101 kWh / MT                      | Nil                      | Lime Sludge (@1% moisture):<br>56322 MT ;<br>Fly ash – 93785 MT |

**Does the company have procedures in place for sustainable sourcing (including transportation)?**

The company is sourcing wood through its Captive Plantation & Farm forestry model and from Tamil Nadu Forest Plantation Corporation (TAFCON).

Pulpwood is certified by Forest Stewardship Council Forest Management (FSC-FM) Certification and Forest Stewardship Council Chain of Custody (FSC-COC) certification which ensures that paper manufacture from wood is managed socially and environmentally in a responsible way.

TNPL has obtained Forest Management certificate from the Forest Stewardship Council for our captive plantation from M/s NEPCON, Estonia and it is valid upto July 2023. TNPL have also received the Chain-Of-Custody (COC) certification from M/s NEPCON, Estonia with validity upto July 20, 2021.

We have raised pulp wood in 1,67,615 acres of land (as on 31.03.2020) covering various parts of Tamil Nadu under Farm Forestry Scheme and Captive Plantation leading to about 49.24 lakh MT CO<sup>2</sup> sequestration.

The company has manufactured 48,526 MT of deinked pulp from reclaimed material.

**What percentage of the inputs were sourced sustainably?**

TNPL Paper Products are manufactured from bagasse, a sugar residue, waste paper, a reclaimed material. The above raw material consumption is about 65% in TNPL product. The remaining portion is wood which is sourced from TNPL's captive and farm forestry plantation.

**Has the company taken any steps to procure goods and services from local & small producers, including communities surrounding their place of work?**

Yes. Wood is procured from 35,964 local and small farmers under the farm forestry model. The company procured the post consumer waste paper through local universities (examination papers) and department of stationery and printing (office waste paper).

The web link are Integrated Management System Policy

[https://www.tnpl.com/uploads/documents/TNPL\\_IMS\\_Policy.pdf](https://www.tnpl.com/uploads/documents/TNPL_IMS_Policy.pdf)

The web link for Forest Policy

<https://www.tnpl.com/uploads/documents/41fbbd534b5ae3687972b47c757c3ded.pdf>

**Does the company have mechanism to recycle products and waste? If yes, what is the percentage of recycling waste and products?**

The company procures post consumer waste notebooks and books from local universities (exam papers) and department of stationery and printing (office waste paper) and packing waste. These are recycled to make paper. In addition we recycle the water being used in the paper making process.

The lime sludge generated in our soda recovery process and fly ash generated in our power boiler (both Unit I and Unit II) are utilized in LSFM for cement manufacturing.

**Principle 3: businesses should promote the well-being of all employees**

We comply with the applicable requirements regarding employee engagement covering collective bargaining, grievance redressal and other labour laws. To ensure well-being of our employees irrespective of whether they are permanent or contractual, we have taken conscious steps to implement relevant practices and processes for enhancing work place safety. We have engaged 185 female permanent / contract employees.

**Do you have an employee association that is recognized by management? What percentage of your permanent employees is member of this recognized member association?**

Yes, We, at TNPL, have developed a system of determining "Recognized Trade Unions" through secret ballot conducted once in 4 years. 97.66% of permanent employees are members of the trade unions.

**Please indicate the number of complaints relating to child labour, forced labour, involuntary labour, sexual harassment in the last financial year and pending, as on the end of the financial year**

During the reporting period there was no incidents of child labour, forced and involuntary labour, sexual harassment or any form of harassment.

**Policies and measures taken to prevent cases of Child Labour, Sexual Harassment and discriminatory employment**

#### **Prevention Child Labour**

The minimum age limit for recruitment is 18 years as stated in our Code of Conduct and the standing order.

#### **Prevention of Forced Labour / Involuntary Labour**

Forced Labour/ Involuntary Labour is prohibited in the work place which covers contractors and suppliers as well. We have developed robust systems and processes and have adopted good practices to address such incidents as per the statutory requirements.

#### **Prevention of Sexual Harassment**

We have constituted an Internal Complaints Committee (ICC) and have implemented a policy on prevention, prohibition and redressal of sexual harassment at workplace as per the provisions of the sexual harassment of women at work places including contractual women employees (Prevention, Prohibition and Redressal) Act, 2013 and Rules there under.

#### **Prevention of Discriminatory Employment**

As part of the employment practices and processes covering contractual work force, we follow policies which provide equal opportunities to all and do not discriminate based on caste, creed, gender, race and religion.

**What percentage of your under mentioned employees were given safety & skill upgradation training in the last year?**

- Permanent employees
- Permanent women employees
- Casual / Temporary / Contractual employees
- Employees with disability

All our employees have been given mandatory safety training, as part of our Company's protocol. Besides, we regularly impart safety training on any potential new processes implemented.

We have implemented systems with a strong focus on compliance and operational discipline, performance monitoring and enforcement of rules wherever necessary. We also conduct periodical safety training programmes on the topics such as Safety Awareness, First Aid, Road Safety, Electrical Safety, Hazardous Safety and Fire Safety etc.

We have formulated an Occupational Health, Safety and accident prevention programme to ensure department safety as well as individual safety of the employees. We conduct regular safety inspections and internal safety audits of hazardous process and chemical storages through qualified safety officers. To improve the safety aspects, we conduct safety committee meetings periodically and suggestions from the areas are being implemented.

Details of training program conducted at the various levels of employees for the FY 2020-21 is summarized in the table below;

**Unit – I & LSFM**

| Sl. No. | Description                 | Emp. Strength<br>(as on 31.03.2021) | Safety Training |            | Skill Upgradation |            |
|---------|-----------------------------|-------------------------------------|-----------------|------------|-------------------|------------|
|         |                             |                                     | Man days        | Percentage | Man days          | Percentage |
| 1       | Permanent Employees (Men)   | 1650                                | 404             | 24         | 563               | 34         |
| 2       | Permanent Employees (Women) | 79                                  | 0               | 0          | 46                | 58         |
| 3       | Contractual employees       | 1053                                | 761             | 72         | 0                 | 0          |
| 4       | Employees with Disability   | 12                                  | 0               | 0          | 9                 | 75         |

**Unit – II**

Details of training program conducted at the various levels of employees for the FY 2020-21 is summarized in the table below;

| Sl. No. | Description                                                 | Emp. Strength<br>Factory U-II | Safety Training |            | Skill Upgradation |            |
|---------|-------------------------------------------------------------|-------------------------------|-----------------|------------|-------------------|------------|
|         |                                                             |                               | Man days        | Percentage | Man days          | Percentage |
| 1       | Permanent Employees (Men)                                   | 572                           | 184             | 32         | 245               | 43         |
| 2       | Permanent Employees (Women)                                 | 46                            | 29              | 63         | 17.20             | 38         |
| 3       | Contractual employees<br>a) Regular - 1433<br>b) MEP - 2114 | 3547                          | 1736            | 49         | -                 | -          |
| 4       | Employees with Disability                                   | -                             | -               | -          | -                 | -          |

Note : Due to COVID - 19 training mandays has reduced significantly

**Principle 4: Businesses should respect the interests of, and be responsive to the needs of all stakeholders, especially those who are disadvantage vulnerable, and marginalized.**

We are actively involved in developing and sustaining relationships with our key stakeholders. Our stakeholder engagement strategies have been designed in line with the needs of respective communities. Our engagement process with stakeholders serves a dual purpose of improved risk management to ensure better outcomes on the ground.

**Has the company mapped its internal and external stakeholders?**

Yes, we have mapped our internal and external stakeholders to include the following internal and external stakeholder groups.



| Internal Stakeholders    | External Stakeholders          |
|--------------------------|--------------------------------|
| Employees and Management | Suppliers and Vendors          |
|                          | Customers                      |
|                          | Banks and Lending Institutions |
|                          | Government                     |
|                          | NGO                            |
|                          | Local Community / Society      |
|                          | Shareholders                   |

The Company's website [www.tnpl.com](http://www.tnpl.com) contains comprehensive information for the stakeholders about the Company. The Company also has designated an exclusive email-id for investor services – [invest\\_grievances@tnpl.co.in](mailto:invest_grievances@tnpl.co.in). The Company also promptly intimates the Stock Exchanges about all price-sensitive information or such other matters which in its opinion are material and of relevance to the stakeholders of the Company.

**Has the company identified the disadvantaged, vulnerable, and marginalized stakeholders?**

Yes. Our business operations have evolved balancing business principles and responsibility towards economic, environmental and social sustainability. Based on our socio-economic impact assessment studies, we have developed measures to identify, prioritize concerns of stakeholders coming from sections of society which are disadvantaged, vulnerable and marginalized. These stakeholders are children, differently abled people, unemployed youth, women and vulnerable farmers.

**Are there any special initiatives taken by the company to engage with the disadvantaged, vulnerable and marginalized stakeholders? If so, provide details thereof, in about 50 words or so.**

We have undertaken several programmes in the areas of Education, Healthcare, Social development, Livelihood and Economic improvement, Environment and Sanitation, Infrastructure, Soil and water conservation to support the disadvantaged, vulnerable and marginalized section of stakeholders. Educational assistance, free education, aid and appliances to differently abled sections of the society, medical camps, Health awareness camp, skill training, cattle care and vaccination camps, Blood donation camp, Free Eye camp, Awareness camp on Health care, Anemia awareness camp and in order to bring proficiency in English, spoken English classes had been conducted to Govt. Primary / Middle schools children.

**Principle 5: Businesses should respect and promote human rights**

**Does the policy of the company on human rights cover only the company or extend to the Group/ Joint Ventures/Suppliers/Contractors/NGOs/Others?**

Our policy on human rights is applicable to all our manufacturing facilities, off-sites at sugar mills/ wind farms, conversion centre of paper and paper board, corporate office and marketing branches across the country. Besides the above, other stakeholder's viz. suppliers, vendors and surrounding residents can approach the senior management personnel and discuss about grievance, if any, relating to human rights.

**How many stakeholder complaints have been received in the past financial year and what per cent was satisfactorily resolved by the management?**

There have been no stakeholder complaints concerning violation of human rights received during the FY 2020-2021.

In case of violation, employees can lodge a formal complaint or avail the Grievance Redressal Mechanism, anonymously if required. The employee has freedom to address his grievance to his immediate seniors, if not resolved the same is referred to the Section head / HOD. If still the problem persists, the grievance is carried forward to the HR department. The other stakeholders can report complaints by approaching any authority in case of violation of human rights.

**Principle 6: Businesses should respect, protect, and make efforts to restore the environment****Does the policy related to Principle 6 cover only the company or extend to the Group/Joint Ventures/ Suppliers/Contractors/NGOs/Others?**

The company Integrated Management System policy committed to achieve environment objective through sustained R & D efforts and process improvements. The policy also committed to empower employees to work towards contributing to and improving the Integrated Management System in the organization.

**Does the company have strategies/ initiatives to address global environmental issues such as climate change, global warming, etc.?**

The following are the major activities taken to reduce the Global warming.

**Biogas from Bagasse Wash water:** The company generated biogas from Bagasse wash water. The utilized biogas reducing the Green House Gas emission due to avoidance of methane to the atmosphere and also reduces the Green House Gas emission due to reduction of furnace oil consumption as the captured biogas is utilized in lime kilns. The details for the year 2020-21 are presented in the below table :

| Sl. No | Parameter                             | UOM                 | Value |
|--------|---------------------------------------|---------------------|-------|
| 1      | Biogas used in Lime Kilns             | Lakh m <sup>3</sup> | 64.40 |
| 2      | Furnace oil savings                   | KL                  | 3864  |
| 3      | Reduction in Green House Gas Emission | t CO <sub>2</sub> e | 84821 |

**Generation of Power by Firing of Black liquor Solids:**

The black liquor generated from the Hard Wood and Bagasse plant is fired in the Chemical Recovery Boiler and the steam generated is passed through turbo generator to generate the Green Power. The details for the year 2020-21 along with reduction of Green House Gas emission is presented in the below table :-

| Sl. No | Parameter                             | UOM                 | Value    |
|--------|---------------------------------------|---------------------|----------|
| 1      | Black liquor Solid fired              | MT                  | 3,88,143 |
| 2      | Reduction in Green House Gas Emission | t CO <sub>2</sub> e | 4,75,797 |

**TNPL Captive plantation and farm Forestry:** TNPL has raised plantation in 20,065 acres of land in 2020-21 totaling about 1,87,680 acres of land as on 31/03/2021 covering various parts of Tamil Nadu under Captive and Farm Forest model. This has led to carbon sequestration of 54.90 lakh MT.

**Usage of Carbon neutral Bio fuel :** The company is utilizing the agro fuel (i.e.) carbon neutral bio fuel like Bagasse Pith, Wood Dust and Wood Bark to operate our boilers which replaces coal. The details of Agro fuel consumption for the year 2020-21 along with reduction of Green House Gas emission is presented in the below table.

| Sl. No | Parameter                 | UOM                 | Value |
|--------|---------------------------|---------------------|-------|
| 1      | Agro fuel                 | Lakh MT             | 1.02  |
| 2      | Green House Gas Reduction | t CO <sub>2</sub> e | 59545 |

**Wind Energy:** The Company has installed 35.5 MW of Wind energy generators in Devarkulam and Perunkudi, Tamil Nadu. The electricity generated and the green house gas emission for the year 2020-21 is presented in the below table :

| Sl. No | Parameter                 | UOM                 | Value  |
|--------|---------------------------|---------------------|--------|
| 1      | Electricity Generation    | Lakh kwh            | 397.13 |
| 2      | Green House Gas Reduction | t CO <sub>2</sub> e | 36973  |

**Utilization of lime sludge & fly ash in LSFM:** The lime sludge generated from soda recovery process and fly ash generated from power boiler of Unit-I and Unit-II of TNPL, TNEB (Mettur), and NLC are utilized in manufacturing of cement. This served a dual purpose of fulfilling raw material requirement and effective waste management. The details for the year 2020-21 are presented in the below table.

| Sl. No | Parameter                                       | UOM | Value                     |
|--------|-------------------------------------------------|-----|---------------------------|
| 1      | Lime sludge utilization in cement manufacturing | MT  | 56322 MT<br>@ 1% Moisture |
| 2      | Lime Stone Conserved                            | MT  | 56708 MT                  |
| 3      | Fly Ash utilization in cement manufacturing     | MT  | 93785 MT                  |

#### **Does the company identify and assess potential environmental risks?**

Yes. The company has certified for ISO 14001 Environment Management System based on 2015 version. The environment Risk and Opportunities for the operation of the company are documented in the manual and assessed by the certification body.

#### **Does the company have any project related to Clean Development Mechanism? If so, provide details thereof. Also, if yes, whether any environmental compliance report is filed?**

Yes, Four projects are registered under clean development projects. Even though the crediting period are over for the above projects these projects continue to contribute to environmental credibility in terms of greenhouse gas emission reduction of around 2.1 lakh MT CO<sub>2</sub> equivalent per year.

#### **Has the company undertaken any other initiatives on – clean technology, energy efficiency, renewable energy, etc.? Y/N. If yes, please give hyperlink for web page etc.**

#### **Unit I: Paper Plant:**

1. PAT – II Cycle: Commenced in the year 2016-17 and covered the FY 2016-17, 2017-18 and 2018-19. The base line for the assessment period is 2014-15 and accordingly the SEC for TNPL was freezed at 0.7680 TOE/MT of paper (after normalization). As per the notification we have to reduce 6% in Energy consumption during the period. The Target SEC for TNPL is 0.7234 TOE/MT of paper. TNPL achieved SEC 0.6528 TOE/MT which is lower than the targeted SEC. For this Accredited Energy Auditor M/s CII, Hyderabad conducted M&V Audit and recommended 26352 EScerts.
2. TNPL Implemented 27 Energy conservation measures by investing INR 43.37 lakhs in FY 2020-21 thereby saving electrical energy equivalent to 27.59 lakh KWh and thermal energy equivalent to 3,899.64 MT of imported coal, 3,864.36 KL of furnace oil resulting in saving of ₹ 1400.16 Lakhs (Totally).
3. TNPL is awarded as "Energy Efficient unit" for the year 2020 in the 21<sup>st</sup> National Award for Excellence in Energy Management instituted by CII-Hyderabad.
4. In the E-poster competition under the category, "Best Practices in Energy Efficiency" at Enercon-2020 conducted by CII, TNPL's E-Poster has been chosen as the "Best Poster".
5. TNPL has been honored with ISO 50001:2008 certification by TUV NORD in Mar'21.

#### **Unit II: Packaging Board:**

##### **Energy Conservation**

1. TNPL Unit – II is covered under PAT – V cycle by BEE. Considering 2017-2018 as baseline data BEE estimated a Specific Energy Consumption (SEC) of 0.3991 MTOE/MT of Board. BEE has fixed the SEC as 0.3761 MTOE/Mt of board in 2021-2022. SEC for the year 2019-2020 is 0.345 MTOE/MT.
2. Mandatory Energy Audit has been conducted from 21.09.20 to 25.09.20 by CEEP as per the statutory requirement of BEE
3. Certification Audit for EnMS ISO 50001 – 2018 up-gradation of version from 2011 version has been conducted by TUV-NORD on 25/11/2020 and issued the certificate.

4. Introduction of LED lamps in major areas considering the LUMENS requirement, in order to increase the life of the lamps and reduce energy consumption.
  - a. Replacement of 30 No.s of 150W Metal Halide lamps with 40 W LED lamps in CHP & Boiler Area.
  - b. Replacement of 26 No.s of 150W Metal Halide lamps with 120 W LED street light fittings across mill wide.
  - c. Replacement of 12 No.s High Mast 400W Metal Halide lamps with 200 W LED lamps in Plantation.
  - d. Replacement of 30 No.s of 70W Metal Halide lamps with 40 W LED lamps in Boiler Area.
5. Two numbers of Board Machine Scanner Coolers replaced by VAM chilled water coolers.
6. Frequency reduction in 2 No.s of Air handling units for resulted in savings of energy and cost.
7. Dissolved Air Floatation System is being by passed by effective utilization of Moving Bed Bio Reactors (MBBR) and biological Activated sludge process (BASP) and treatment in ETP.
8. Boiler blow down water used for cooling tower make up reduced process water consumption, this resulted in annual savings of 7000 m<sup>3</sup> of process water.

#### **Clean technology**

1. Our plant is certified with ISO 9001, ISO 14001, ISO 45001 Integrated Management System, ISO 50001:2011 Energy Management System (EnMS). The processes are followed as per the requirements.
2. Primary sludge from Effluent Treatment Plant is used for sundried board manufacturing and secondary sludge for plantation as manure.
3. Fresh water saving by using clarified water for equipment's in BM4 (68 equipment's).
4. Fresh water saving by using clarified water for secondary dilution in BM4.
5. Fresh water saving by collecting all the return water from mechanical seals in BM4 equipment's.
6. Fresh water saving in WPP by closing the sealing water for the L3 Stream when equipment's are not in operation.
7. Fresh water saving by using sealing water instead of fresh water for Heat exchangers in WPP.
8. Plastics generated during processing of waste paper is being sent to other cement plants and used as Alternate fuel.
9. Coating sludge and boiler fly ash are used in our cement plant.
10. Boiler blow down water used for cooling tower make up to reduce process water consumption; this resulted in annual savings of 7000 m<sup>3</sup> of process water.

#### **LSFM:**

Erection of alternate fuel feeding system is under progress

#### **Are the Emissions/Waste generated by the company within the permissible limits given by CPCB/SPCB for the financial year being reported?**

**Air emissions:** The stack emission air qualities at all chimneys are monitored as prescribed by the PCB. The ambient air quality is continuously monitored online through Continuous Ambient Air Quality Monitoring System (CAAQMS) as per the requirement of PCB. The air quality levels are well within the standards and limits prescribed by the PCBs.

**Effluents:** The effluent treatment plant installed at the factory works effectively in meeting the regulatory norms prescribed by the PCBs. The treated water is discharged for irrigation through Treated Effluent Water Lift Irrigation Society scheme (TEWLIS).

**Solid waste:** The solid waste generated at the factory and the housing colony is disposed off as per the guidelines prescribed by the PCBs

**Number of show cause / legal notices received from CPCB/SPCB which are pending (i.e. not resolved to satisfaction) as on end of Financial Year.**

Nil, We ensure that the emissions and waste generated by us at our various locations is well below the limits given by CPCB and State Pollution Control Board (SPCB). We have not received any show cause notices from either CPCB or SPCB in the reporting year.

**Principle 7: Businesses, when engaged in influencing public and regulatory policy, should do so in a responsible manner**

**Is your company a member of any trade and chamber or association? If Yes, Name only those major ones that your business deals with:**

We are members of the following associations through which we actively participate for overall development of the industry.

- a. IPMA- India Paper Manufacturers Association
- b. CII - Confederation of Indian Industries
- c. FIEO - Federation of Indian Export Organizations
- d. CAPEXIL - Chemicals & Allied Products Export Promotion Council
- e. Andhra Chamber of Commerce
- f. IPMA- Indian Paper Mills Association
- g. IWPA : Indian Wind Power Association
- h. TECA : Tamil Nadu Electricity Consumers Association
- i. TPPA : Tamil Nadu Power Producers Association

**Have you advocated/lobbied through above associations for the advancement or improvement of public good? Yes/No; if yes specify the broad areas (drop box: Governance and Administration, Economic Reforms, Inclusive Development Policies, Energy security, Water, Food Security, Sustainable business Principles, Others)**

As a member of various associations, our efforts have been to make a difference in the areas of economic/tax reforms, inclusive development policies, energy security, water availability/management & sustainability issues, sustainable business principles and environmental policy.

As a part of the Indian Paper Mills Association (IPMA), we have supported the initiative of using degraded land for plantation of eucalyptus trees to source wood for our paper production.

**Principle 8: Businesses should support inclusive growth and equitable development.**

Our strategy towards inclusive growth ensures the equitable distribution of economic benefits. We have been able to achieve this by creating productive economic opportunities and upliftment of the poor being vulnerable sections of the society.

**Does the company have specified programmes / initiatives/projects in pursuit of the policy related to Principle 8 ? If yes details thereof.**

During the year 2020-21, TNPL is focused more on Health Care and Medical Services by taking preventive measures for Covid-19, apart from that TNPL has undertaken Infrastructure Development, Social Development, Livelihood / Economic Development, Environment & Sanitation, Culture & Heritage, Soil and Water Conservation and Education, Industrial Training and other welfare activities to the rural people of the surrounding villages.



**Industrial Training Institute:**

Since August 2014 onwards, an Industrial Training Institute in affiliation with National Council Vocational Training (NCVT) and the Quality Council of India (QCI) is being run through TNPL Arakkodai Trust at the premises situated in TNPL township area covering four trades, Instrument Mechanic, Fitter, Electrician and Welder. Students of the Institution had achieved first rank in All India skill competition in the year 2016-17 & 2017-18 respectively. TNPL ITI has won overall Championship and individual championship in the District level sports meet in the year 2018-19. Around 379 students have completed their courses so far.

**Are the programmes / projects undertaken through in-house team/own foundation /external NGO/ government structures /any other organization?**

Community welfare activities are being carried out with the support of "TNPL Arakkodai Trust". It mainly covers Education, Health Care and Medical Services, Infrastructure Development, Social Development, Livelihood / Economic Development, Environment & Sanitation, Culture & Heritage, Soil and Water Conservation and Industrial Training Sectors. TNPL is associated with State / Central Government institutions and other organizations for providing skill development training to the rural women and unemployed youths. Majority of the administrative and supporting efforts are carried out by our in-house team / representatives.

**Have you done any impact assessment of your initiative?**

TNPL engaged an external agency to conduct a CSR Audit, in the year 2016. Based on the audit observations we have developed an action plan in place to carry out the improvements in terms of implementation, budget and mechanism of receiving feedback on various initiatives from the stakeholders.

In the year 2020, TNPL is engaged an external agency to conduct a Baseline survey along with the impact / need assessment, the survey is under progress.

**What is your company's direct contribution to community development projects-Amount in INR and the details of the projects undertaken?**

During the year 2020-21, TNPL has spent 2.19 crores towards Corporate social Responsibility (CSR) activities as detailed below:-

| S.No | Sector in which the project or activity is covered | Amount spent (₹ in lakhs) |
|------|----------------------------------------------------|---------------------------|
| 1    | Education                                          | 16,80,583.10              |
| 2    | Health Care and Medical Service                    | 32,04,115.09              |
| 3    | Infrastructure Development                         | 48,84,852.98              |
| 4    | Social Development                                 | 74,73,094.61              |
| 5    | Livelihood/Economic Development                    | 16,34,864.50              |
| 6    | Environment and Sanitation                         | 5,55,458.00               |
| 7    | Culture and Heritage                               | 16,53,555.00              |
| 8    | Soil and Water Conservation                        | 8,35,482.00               |
|      | <b>Total</b>                                       | <b>2,19,22,005.28</b>     |

**Have you taken steps to ensure that this community development initiative is successfully adopted by the community? Please explain in 50 words, or so.****Community Needs Assessment and On-going Review:**

Yes, TNPL has engaged reputed agency in the year 2020 to conduct a baseline survey and impact / need assessment to initiate CSR projects, the survey is under progress.

Based on the survey report / suggestions TNPL will submit the proposal to the CSR Committee comprising of independent Directors for consideration and approval of CSR programmes for implementations.

**Principle 9: Businesses should engage with and provide value to their customers and consumers in a responsible manner.**

**What percentage of customer complaints / consumer cases are pending as on the end of the financial year?**

Unit I – Nil, Unit II - 1.25% (2/160) pending beyond the stipulated settlement time

**Does the company display product information on the product label, over and above what is mandated as per local laws? Yes / No / N.A. / Remarks (additional information)**

In case of paper and paperboard, we display relevant product information (environment friendly aspect) on the packaging material to ensure safe and appropriate use besides complying with the statutory requirements. For cement, we display the product information mandated by the Bureau of Industrial Standards. Product labeling is done in compliance with the requirements regarding brand name, weight, grade, name of the manufacturer etc.

**Is there any case filed by any stakeholder against the company regarding unfair trade practices, irresponsible advertising and / or anti-competitive behavior during the last five years and pending as on end of financial year. If so provide details thereof, in about 50 words on so.**

No case has been filed by any stakeholder against the company regarding unfair trade practices, irresponsible advertising or anti-competitive behavior during the last five years and pending as on end of the financial year.

**Did your company carry out any consumer survey / consumer satisfaction trends?**

We have implemented Customer Satisfaction Index aligned to applicable global standards for paper and paper board. On a scale of "10" we have consistently been scored at high levels. Our ratings are as follows :

Score

|         |        |
|---------|--------|
| 2016-17 | 7.7/10 |
| 2017-18 | 8.9/10 |
| 2018-19 | 8.1/10 |
| 2019-20 | 7.9/10 |
| 2020-21 | 8/10   |

## INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF TAMIL NADU NEWSPRINT AND PAPERS LIMITED

### Report on the audit of the Financial Statements

#### 1. Opinion

- 1.1 We have audited the financial statements of **Tamil Nadu Newsprint and Papers Limited** ("the Company"), which comprise the Balance Sheet as at 31<sup>st</sup> March 2021, and the Statement of Profit and Loss (including Other Comprehensive Income), Statement of Changes in Equity and Statement of Cash Flows for the year then ended, and Notes to the Financial Statements, including a Summary of Significant Accounting Policies and other explanatory information ("the financial statements").
- 1.2 In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") & other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2021, and Loss and Other Comprehensive Income, changes in equity and its cash flows for the year ended on that date.

#### 2. Basis for Opinion

- 2.1 We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the **Auditor's Responsibilities for the Audit of the Financial Statements** section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion..

#### 3. Key Audit Matters

- 3.1 Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined that the matters described below are key audit matters to be communicated in our report.

| Key Audit Matter                                                                                                                                                                                                                                                                                                                                                                                                                                            | Auditor's Response                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Provision towards Salary arrears pending wage settlement with certain category of employees</b>                                                                                                                                                                                                                                                                                                                                                          |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |
| Provisions include ₹ 4881.75 lakhs representing estimated obligation towards salary arrears payable to the certain category of employees. The company is in dialogue with those employees for achieving the eventual settlement towards salary arrears. Pending negotiations, Management has estimated its obligations based on past wage settlements and best estimates of current expectations.<br><br>(Refer to Note No. 24 to the financial statements) | Our audit approach include: <ul style="list-style-type: none"> <li>Evaluated the design and operating effectiveness of the internal controls associated with the assessment of implications likely to arise on account of ongoing negotiations and possible settlement to be entered into with employees.</li> <li>Considered and evaluated the previous wage/salary revisions based on negotiations and consequent settlements as the benchmarks for the assessment of adequacy of provision made by the management during the year and also reviewed the method of estimation of current obligation which is essentially based on the wage settlement negotiations.</li> </ul> |

| Key Audit Matter                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      | Auditor's Response                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <p><b>Recoverability of Minimum Alternate Tax (MAT) credit asset</b></p> <p>As at March 31, 2021, the Company has recognised deferred tax asset in the nature of MAT credit aggregating to ₹29317.37 lakhs.</p> <p>Recognition of MAT credit asset requires significant judgement regarding the likelihood of its realization within the utilization period as provided under the tax laws which envisages that the company earns adequate profit as per the projections considered for evaluating the appropriateness of carrying value of MAT credit.</p> <p>These future taxable profits reckoned for this purpose are based on the business plan prepared by the management and projected post-tax cash flows of the Company. The management's conclusion in this regard are significantly dependent on future business plans which are susceptible for uncertainties involved in forecasting such profits.</p> <p>We identified this as key audit matter for current year audit owing to the materiality of the amounts involved and inherent subjectivity involved in the determination of utilization of MAT credit.</p> <p>(Refer to note 3(p)(ii) for the accounting policy and Note No.21 to the financial statements.)</p> | <p>Our audit procedures in relation to GST / VAT recoverable as at the reporting is as follows:</p> <ul style="list-style-type: none"> <li>Assessed and tested the design and operating effectiveness of the Company's controls over recognition of the MAT credit entitlement.</li> <li>Assessed the Company's analysis for MAT credit realisability based on future projections of taxable profits.</li> <li>Tested the appropriateness of the forecast of tax liability as per the tax laws.</li> <li>Obtained and evaluated sensitivity analysis performed by the management on aforesaid key assumptions covering the future profitability.</li> <li>Assessed the appropriateness and adequacy of the related disclosures in the financial statements.</li> </ul>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |
| <p><b>Contingent Liabilities</b></p> <p>Assessment of Provisions and Contingent liabilities in respect of various litigations including Direct and Indirect Taxes, claims filed by other parties not acknowledged as debt.</p> <p>Taxation and other litigation exposures have been identified as a key audit matter due to timescales involved for resolution and the potential financial impact arising out of these on the financial statements given the inherent complexity and magnitude of potential exposures across the Company and the judgement necessary to estimate the amount of provisions required or to determine required disclosures. Further significant management judgement is involved in assessing the exposure of each case and eventual obligation on the company and thus there is a risk that such cases may not be adequately provided for or disclosed.</p> <p>These estimates could change substantially over time as new facts emerge and each legal case progress and subsequent judicial guidance emerges or statutory amendments if any with retrospective effects are enacted having a bearing on the ongoing litigation.</p> <p>(Refer to notes 38 to the financial statements)</p>              | <p>Our audit approach involved :-</p> <ul style="list-style-type: none"> <li>Gained an understanding of the process of identification of claims, litigations and contingent liabilities and identified key controls in the process. For selected controls we have performed relevant control tests.</li> <li>Obtained the summary of Company's legal and tax cases and critically assessed management's position through discussions with the Legal Counsel and operational management, on both the probability of success in significant cases, and the magnitude of any potential loss.</li> <li>Obtained and reviewed external legal opinions (where considered necessary and made available) and other evidence to corroborate management's assessment of the risks in respect of pending litigations.</li> <li>Engaged with legal experts to evaluate the appropriateness of the legal positions taken by the management with respect to different tax issues.</li> <li>Assessed whether management assessment of similar cases is consistent across the plants/divisions or that differences in positions are adequately justified.</li> <li>Assessed the appropriateness of disclosures made in the financial statements to examine whether they reflect the facts and circumstances of the respective litigations and the requirements of relevant accounting standards.</li> </ul> |

**4. Emphasis of Matter**

Attention is invited to Note 2(d) to the financial statements, which describes the management's assessment of the impact of the outbreak of Coronavirus (Covid-19) on the business operations of the company. Notwithstanding the impact on the financial performance of the company for the year the management believes that no adjustments are required to the financial statements for the current financial year. However, in view of the highly uncertain economic environment, caused by repetitive outbreaks of pandemic causing lockdowns for longer durations a definitive assessment of the impact on the subsequent periods including that of ability to continue normal operations is dependent upon circumstances as they evolve.

Our opinion is not modified in respect of this matter.

**5. Information Other than the Financial Statements and Auditor's Report thereon**

- 5.1 The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in Board's Report including Annexures to Board's Report and Shareholder's Information, but does not include the financial statements and our auditor's report thereon.
- 5.2 Our opinion on the financial statements does not cover the other information and we do not express any form of assurance/conclusion thereon.
- 5.3 In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.
- 5.4 If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

**6 Responsibilities of Management and Those Charged with Governance for the Financial Statements**

- 6.1 The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.
- 6.2 In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.
- 6.3 Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

**7 Auditor's Responsibilities for the Audit of the Financial Statements**

- 7.1 Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.



7.2 As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- a. Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- b. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- c. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- d. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- e. Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

7.3 We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

7.4 We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

7.5 From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

## 8. Report on Other Legal and Regulatory Requirements

8.1 As required under Section 143[5] of the Companies Act, 2013, we give in the “**Annexure A**” our report on the directions issued by the Comptroller and Auditor General of India.

8.2 As required by the Companies (Auditor's Report) Order, 2016 (“the Order”), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in “**Annexure B**”, a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

8.3 As required by Section 143 (3) of the Act, we report that:

- a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- c. The Balance Sheet, the Statement of Profit and Loss, Statement of Changes in Equity and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
- d. In our opinion, the aforesaid financial statements comply with the Indian Accounting Standards prescribed under section 133 of the Act.
- e. On the basis of the written representations received from the directors as on 31<sup>st</sup> March, 2021 taken on record by the Board of Directors, none of the directors are disqualified as on 31<sup>st</sup> March, 2021 from being appointed as a director in terms of Section 164 (2) of the Act.
- f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in “**Annexure C**”. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company’s internal financial controls over financial reporting; and
- g. With respect to the other matters to be included in the Auditor’s Report in accordance with the requirements of Section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the company to its directors during the year is in accordance with the provisions of section 197 of the Act.
- h. With respect to the other matters to be included in the Auditor’s Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
  - i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements as referred to in Note No. 38 to the financial statements;
  - ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, and as required on long-term contracts including derivative contracts as referred to in Note No. 41 to the financial statements;
  - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

For **BRAHMAYYA & CO.,**  
**CHARTERED ACCOUNTANTS**  
Firm Regn No: 000511S

**R. Nagendra Prasad**  
Partner  
Membership No. 203377  
UDIN No. : 21203377AAAAEE1983

Date : June 25, 2021  
Place : Chennai

**Annexure “A” to the Independent Auditor’s Report of even date on the financial statements of M/s. Tamil Nadu Newsprint and Papers Limited**

| Sl. No. | Compliance                                                                                                                                                                                                                                                                               | Comments                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |
|---------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 01      | Whether the company has system in place to process all the accounting transactions through IT system? If yes, the implications of processing of accounting transactions outside IT system on the integrity of the accounts along with the financial implications, if any, may be stated. | The company has implemented Oracle E-Business suite to process all its accounting transactions through IT System. There are no accounting transactions processed outside IT system, hence, commenting on consequential financial impact does not arise.                                                                                                                                                                                                                                                                                                                                       |
| 02      | Whether there is any restructuring of an existing loan or cases of waiver/write off of debts/loans/ interest etc. made by a lender to the company due to the company’s inability to repay the loan? If yes, the financial impact may be stated.                                          | There was no restructuring of loans during the year, hence, commenting on consequential financial impact does not arise.                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |
| 03      | Whether funds received/receivable for specific schemes from central/ State agencies were properly accounted for/utilized as per its term and conditions? List the cases of deviation.                                                                                                    | The company has not received funds for specific schemes from central/state agencies during the current year.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |
| 04      | Whether the Company’s pricing policy absorbs all fixed and variable costs of production as well as the allocation of overheads?                                                                                                                                                          | Yes, the pricing policy of the company is designed to absorb fixed costs and variable costs accordingly on an overall basis the company achieved the absorption of fixed and variable costs. However, in some instances where it was noticed that there was under absorption of fixed overheads for some of the exports made during the year. As explained, the under absorption of fixed overheads in some cases of sale is a commercial decision by the management in order to achieve its plan for liquidation of stocks amidst Covid-19 situation coupled with sluggish domestic markets. |
| 05      | Whether the Company has fixed norms for normal losses and a system for evaluation of abnormal losses for remedial action is in existence?                                                                                                                                                | Yes                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |
| 06      | What is the system of valuation of by-products and finished products? List out the cases of deviation from its declared policy.                                                                                                                                                          | Finished goods at factory are measured at lower of cost which includes cost of inputs (net of taxes and duties eligible for credits) and overheads and net realizable value. Finished goods at branches are valued on the above basis and also include transportation cost to branches and insurance cost.                                                                                                                                                                                                                                                                                    |
| 07      | State the extent of utilization of plant and machinery during the year vis-à-vis installed capacity                                                                                                                                                                                      | Paper – 80.90%<br>Packaging Board – 85.56%<br>Cement – 104.04%                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |
| 08      | Whether the Company has effective system for physical verification, valuation of stock, treatment of non-moving items and accounting of effect of shortage / excess noticed during physical verification.                                                                                | Yes. The company has effective system of physical verification, valuation of stock and a policy for treatment of non-moving items and accounting of effect of shortage / excess noticed during physical verification.                                                                                                                                                                                                                                                                                                                                                                         |

### **Annexure “B” to the Independent Auditors’ Report**

The Annexure B referred to in Independent Auditors’ Report to the members of the Company on the financial statements for the year ended 31<sup>st</sup> March 2021, on the basis of such checks as we considered appropriate and according to the information and explanations given to us during the course of audit, we report that –

- i. (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets;
- (b) The fixed assets have been physically verified by the Management at reasonable intervals. According to the information and explanations given to us, no material discrepancies were noticed on such verification. In our opinion, the periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. The discrepancies noticed on such verification were not material;
- (c) All title deeds of the immovable properties are held by the Company except Land (extending about 10 grounds and 425 square feet) on which the Corporate Office of the Company functioning at Chennai. The transfer of title of the said land by the Government of Tamil Nadu in favour of the Company is yet to be done pending completion of necessary formalities.

According to the information and explanations given to us and on the basis of our examination of the records of the Company, Immovable properties of land whose title deeds have been pledged with a lead bank as securities for term loans and other credit facilities availed by the company the same are stated to have been held in the name of the company based on the mortgage deed executed between the Bank and the Company for which confirmations have been obtained from the lead bank.

- ii. As explained to us, the inventories have been physically verified during the year by the management. The discrepancies noticed on physical verification of the same were not material in relation to the operations of the Company and the same have been properly dealt with in the books of account;
- iii. In our opinion and according to the information and explanations given to us, the company has not granted any loans secured or unsecured to companies, firms, limited liability partnerships or other parties covered in the register maintained under Section 189 of the Act. Therefore, clauses (iiia), (iiib) and (iiic) of paragraph 3 of the Order are not applicable to the company for the year;
- iv. In our opinion and according to the information and explanations given to us, there are no loans, investments, guarantees and securities granted in respect of which the provisions of section 185 and 186 of the Act are applicable.
- v. The Company has not accepted any deposit to which the provisions of Sections 73 to 76 of the Act and The Companies (Acceptance of Deposits) Rules, 2014 would apply. As informed to us, no order has been passed by Company Law Board or National Company Law Tribunal or Reserve Bank of India or any court or any other tribunal related to compliance with above provisions.
- vi. We have broadly reviewed the books of account maintained by the Company pursuant to the Companies (Cost Records and Audit) Rules, 2014 prescribed by the Central Government under section 148(1) of the Act and are of the opinion that prima-facie, the prescribed accounts and cost records have been made and maintained. We have not, however, made a detailed examination of the cost records with a view to determining whether they are accurate or complete;
- vii. (a) According to the information and explanations given to us and the records examined by us, the Company is regular in depositing with appropriate authorities undisputed statutory dues including provident fund, employees’ state insurance, income-tax, Goods and Services Tax, duty of customs, cess and other statutory dues and there are no undisputed statutory dues outstanding as at 31<sup>st</sup> March 2021, for a period of more than six months from the date they became payable.

- (b) According to the records of the company and information and explanations given to us, there are no outstanding amounts in respect of goods and services tax that have not been deposited with the appropriate authorities on account of any dispute. Disputed income tax, wealth tax, service tax, value added tax, duty of customs, duty of excise that have not been deposited on account of disputed matters pending before appropriate authorities are as under:

| Name of the Statute       | Nature of Dues                | Period to which the amount pertains              | Amount [₹ in Lakhs] | Forum where the dispute is pending                                                  |
|---------------------------|-------------------------------|--------------------------------------------------|---------------------|-------------------------------------------------------------------------------------|
| Cenvat credit Rules, 2004 | Capital goods Credits         | 2003-2007                                        | 1769.69             | Commissioner of Central Excise, Tiruchy                                             |
| Cenvat credit Rules, 2004 | Input credit reversal         | 2009-2015<br>2016-2018                           | 1777.12             | The Customs, Excise and Service Tax Appellate Tribunal, Chennai                     |
| Cenvat credit Rules, 2004 | Input service credit          | 2012-2018                                        | 336.79              | The Customs, Excise and Service Tax Appellate Tribunal, Chennai                     |
| Cenvat credit Rules, 2004 | Input credit reversal on coal | 2013-2018                                        | 3213.02             | The Customs, Excise and Service Tax Appellate Tribunal, Chennai                     |
| Customs Act, 1962         | Customs Duty                  | 1991-1993                                        | 90.47               | Assistant Commissioner of Customs, Chennai                                          |
| Customs Act, 1962         | Customs Duty                  | 1999-2000                                        | 106.29              | Deputy Commissioner of Customs, Chennai                                             |
| Customs Act, 1962         | Customs Duty                  | 2014-2015                                        | 75.7                | The Customs Excise and Service Tax Appellate Tribunal, Chennai                      |
| Customs Act, 1962         | Customs Duty                  | 1999-2000                                        | 20.44               | Assistant Commissioner of Customs, Cochin                                           |
| Customs Act, 1962         | Custom Duty                   | 2000-2001                                        | 217.39              | Hon'ble Supreme Court                                                               |
| Customs Act, 1962         | Custom Duty                   | 2012-2013                                        | 2400.99             | The Customs, Excise and Service Tax Appellate Tribunal referred to the Larger bench |
| Income Tax Act, 1961      | Income Tax                    | 2002-2004                                        | 629.29              | Assessing Officer, Chennai                                                          |
| Income Tax Act, 1961      | Income Tax                    | 2004-2005<br>2009-2010<br>2012-2013<br>2014-2015 | 1134.01             | Income Tax Appellate Tribunal, Chennai                                              |
| Income Tax Act, 1961      | Income Tax                    | 2007-2008                                        | 103.86              | Hon'ble High Court of Madras                                                        |
| Income Tax Act, 1961      | Income Tax                    | 2016-2017<br>2017-2018                           | 6958.55             | Commissioner of Income-tax (Appeals), Chennai & Assessing Officer, Chennai          |
| Wealth Tax Act, 1957      | Wealth Tax                    | 1997-2000<br>2001-2003                           | 19.46               | Commissioner of Income Tax (Appeals), Chennai                                       |
| TNVAT ACT, 2006           | Value Added Tax               | 2006-2013<br>2015-2016                           | 741.37              | Sales Tax Appellate Tribunal, Madurai                                               |
| CST ACT, 1956             | Central Sale Tax              | 1997-2001                                        | 42.71               | Sales Tax Appellate Tribunal, Madurai                                               |



- viii. According to the information and explanations given to us, the company has not defaulted in repayment of any loans or borrowings from banks or financial institutions. The company has not issued any debentures and has not borrowed any amount from Government during the year under report.
- ix. The Company did not raise any money by way of initial public offer or further public offer (including debt instruments). Term Loans have been applied for the purpose for which they were obtained.
- x. To the best of our knowledge and belief and according to the information and explanations given to us, there have been no cases of fraud by the company or on the company by its officers or employees has been noticed or reported during the year under report.
- xi. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has paid/provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.
- xii. In our opinion and according to the information and explanations given to us, the Company is not a Nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable.
- xiii. According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- xiv. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, paragraph 3(xiv) of the Order is not applicable.
- xv. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with them. Accordingly, paragraph 3(xv) of the Order is not applicable.
- xvi. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934. Accordingly, paragraph 3(xvi) of the Order is not applicable.

For **BRAHMAYYA & CO.,**  
**CHARTERED ACCOUNTANTS**  
Firm Regn No: 000511S

Place : Chennai  
Date : June 25, 2021

**R. Nagendra Prasad**  
Partner  
Membership No. 203377  
UDIN No. : 21203377AAAAEE1983

## **Annexure “C” to the Independent Auditor’s Report of even date on the Financial Statement of M/s. Tamil Nadu Newsprint and Papers Limited**

### **Report on the Internal Financial Controls over financial reporting under Clause [i] of Sub-section 3 of Section 143 of the Companies Act, 2013**

We have audited the internal financial controls over financial reporting of **M/s. Tamil Nadu Newsprint and Papers Limited** [“the Company”] as of **March 31, 2021** in conjunction with our audit of the financial statements of the Company for the year ended on that date.

#### **Management’s Responsibility for Internal Financial Controls**

The Company’s management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria that are established by the Company in their separate internal control manuals considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to Company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

#### **Auditors’ Responsibility**

Our responsibility is to express an opinion on the Company’s internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting [“the Guidance Note”] and the Standards on Auditing, issued by the Institute of Chartered Accountants of India prescribed under Section 143 [10] of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company’s internal financial controls system over financial reporting.

#### **Meaning of Internal Controls over Financial Reporting**

A Company’s internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external

purposes in accordance with generally accepted accounting principles. A Company's internal financial control over financial reporting includes those policies and procedures that [1] pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; [2] provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorizations of management and directors of the Company and [3] provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

### **Inherent Limitations of Internal Financial Controls over Financial Reporting**

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial controls over financial reporting may become inadequate because of changes in conditions or that the degree of compliance with the policies or procedures may deteriorate.

### **Opinion**

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operative effectively as at March 31, 2021, based on the internal control over financial reporting criteria that are established by the Company in their separate internal control manuals considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **BRAHMAYYA & CO.,**  
**CHARTERED ACCOUNTANTS**

Firm Regn No: 000511S

**R. Nagendra Prasad**

Partner

Membership No. 203377

UDIN No. : 21203377AAAAEE1983

Place : Chennai

Date : June 25, 2021

**COMMENTS OF THE CONTROLLER AND AUDITOR GENERAL OF INDIA  
UNDER SECTION 143(6) (B) OF THE COMPANIES ACT, 2013 ON THE  
FINANCIAL STATEMENTS OF TAMIL NADU NEWSPRINT AND PAPERS LIMITED  
FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2021,  
WILL BE FORWARDED TO THE SHAREHOLDERS SEPARATELY**

BALANCE SHEET AS AT 31<sup>ST</sup> MARCH 2021

(₹ in Lakh)

| Sl. No    | Particulars                                                               | Note | As at<br>31-Mar-21 | As at<br>31-Mar-20 |
|-----------|---------------------------------------------------------------------------|------|--------------------|--------------------|
| <b>I</b>  | <b>ASSETS</b>                                                             |      |                    |                    |
| 1)        | <b>Non-current assets</b>                                                 |      |                    |                    |
|           | (a) Property, plant and equipment                                         | 4    | 348924.30          | 370186.15          |
|           | (b) Capital work-in-progress                                              | 5    | 93924.01           | 6169.77            |
|           | (c) Right to use Assets                                                   | 5A   | 1688.39            | 2181.15            |
|           | (d) Investment property                                                   | 6    | 525.85             | 527.84             |
|           | (e) Intangible assets                                                     | 7    | 374.20             | 550.33             |
|           | (f) Biological assets other than bearer plants                            | 8    | 739.77             | 751.11             |
|           | (g) Financial assets                                                      |      |                    |                    |
|           | i) Investments                                                            | 9    | 55.02              | 27.54              |
|           | ii) Loans                                                                 | 10   | 3868.13            | 1827.03            |
|           | (h) Other non-current assets                                              | 11   | 9524.20            | 14792.82           |
|           | <b>Total Non-Current Assets</b>                                           |      | <b>459623.87</b>   | <b>397013.74</b>   |
| 2)        | <b>Current Assets</b>                                                     |      |                    |                    |
|           | (a) Inventories                                                           | 12   | 67788.29           | 84603.89           |
|           | (b) Financial assets                                                      |      |                    |                    |
|           | i) Trade receivables                                                      | 13   | 37747.13           | 52756.49           |
|           | ii) Cash and cash equivalents                                             | 14   | 1055.25            | 441.05             |
|           | iii) Bank Balances other than (ii) above                                  | 14A  | 166.34             | 120.15             |
|           | iv) Loans                                                                 | 15   | 1691.84            | 2673.30            |
|           | v) Other Financial Assets                                                 | 15A  | 0.00               | 754.52             |
|           | (c) Other current assets                                                  | 16   | 30259.88           | 19301.64           |
|           | <b>Total current assets</b>                                               |      | <b>138708.73</b>   | <b>160651.04</b>   |
|           | <b>Total Assets</b>                                                       |      | <b>598332.60</b>   | <b>557664.78</b>   |
| <b>II</b> | <b>EQUITY AND LIABILITIES</b>                                             |      |                    |                    |
|           | <b>Equity</b>                                                             |      |                    |                    |
|           | (a) Equity share capital                                                  | 17   | 6937.78            | 6937.78            |
|           | (b) Other equity                                                          | 18   | 152738.89          | 164353.33          |
|           | <b>Total Equity</b>                                                       |      | <b>159676.67</b>   | <b>171291.11</b>   |
|           | <b>LIABILITIES</b>                                                        |      |                    |                    |
| 1)        | <b>Non-current liabilities</b>                                            |      |                    |                    |
|           | (a) Financial liabilities                                                 |      |                    |                    |
|           | (i) Borrowings                                                            | 19   | 194704.95          | 121140.04          |
|           | (ii) Lease Liability                                                      |      | 1604.37            | 2176.75            |
|           | (b) Provisions                                                            | 20   | 14271.92           | 12118.76           |
|           | (c) Deferred tax liabilities (net)                                        | 21   | 21531.02           | 25414.62           |
|           | (d) Other non-current liabilities                                         | 22   | 25.77              | 28.39              |
|           | <b>Total non-current liabilities</b>                                      |      | <b>232138.03</b>   | <b>160878.56</b>   |
| 2)        | <b>Current liabilities</b>                                                |      |                    |                    |
|           | (a) Financial liabilities                                                 |      |                    |                    |
|           | (i) Borrowings                                                            | 19   | 33634.84           | 56749.14           |
|           | (ii) Lease Liability                                                      |      | 572.37             | 524.34             |
|           | (iii) Trade payables                                                      |      |                    |                    |
|           | -Total Outstanding dues of Micro & Small Enterprises                      | 23   | 3927.52            | 350.51             |
|           | -Total Outstanding dues of Creditors other than Micro & Small Enterprises | 23   | 79450.64           | 98844.12           |
|           | (iv) Other financial liabilities                                          | 24   | 73040.51           | 56936.33           |
|           | (b) Other current liabilities                                             | 25   | 12908.09           | 9087.50            |
|           | (c) Provisions                                                            | 20   | 2626.03            | 2618.22            |
|           | (d) Current tax liabilities (net)                                         |      | 357.90             | 384.95             |
|           | <b>Total current liabilities</b>                                          |      | <b>206517.90</b>   | <b>225495.11</b>   |
|           | <b>Total equity and liabilities</b>                                       |      | <b>598332.60</b>   | <b>557664.78</b>   |

Note 1 to 44 are forming part of financial statements

**Dr RAJEEV RANJAN, IAS**  
CHAIRMAN & MANAGING DIRECTOR  
(DIN - 01806973)

**P B SANTHANAKRISHNAN**  
DIRECTOR  
(DIN - 03213653)

vide our report of even date  
**For BRAHMAYYA & CO.**  
CHARTERED ACCOUNTANTS  
Firm Reg. No: 0005115

Place : Chennai  
Date : 25th June, 2021

**SATHYA ANANTH**  
GENERAL MANAGER (FINANCE) &  
CHIEF FINANCIAL OFFICER

**B. RAVISANKAR**  
COMPANY SECRETARY

**R. NAGENDRA PRASAD**  
Partner  
Membership No: 203377



**STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH 2021****(₹ in Lakh)**

| Sl. No      | Particulars                                                                       | Note | For the Year ended 31-Mar-21 | For the Year ended 31-Mar-20 |
|-------------|-----------------------------------------------------------------------------------|------|------------------------------|------------------------------|
| <b>I</b>    | <b>INCOME</b>                                                                     |      |                              |                              |
|             | Revenue from Operations                                                           | 26   | <b>276817.50</b>             | 347111.28                    |
|             | Other Income                                                                      | 27   | <b>5092.20</b>               | 3752.85                      |
|             | <b>TOTAL INCOME (I)</b>                                                           |      | <b>281909.70</b>             | 350864.13                    |
| <b>II</b>   | <b>EXPENSES</b>                                                                   |      |                              |                              |
|             | Cost of purchase / materials consumed                                             | 28   | <b>114896.80</b>             | 152682.56                    |
|             | Purchase of stock-in-trade                                                        | 29   | <b>9591.09</b>               | 10582.16                     |
|             | Changes in inventories of finished goods, work-in-progress & Stock-in-Trade       | 30   | <b>5067.20</b>               | (7299.48)                    |
|             | Power, fuel & water charges                                                       |      | <b>48917.78</b>              | 58778.05                     |
|             | Employee benefit expense                                                          | 31   | <b>30710.36</b>              | 29355.76                     |
|             | Finance costs                                                                     | 32   | <b>19332.57</b>              | 22258.76                     |
|             | Depreciation & amortization expense                                               | 33   | <b>23532.98</b>              | 23124.43                     |
|             | Other expenses                                                                    | 34   | <b>41595.77</b>              | 42207.33                     |
|             | <b>TOTAL EXPENSES (II)</b>                                                        |      | <b>293644.55</b>             | 331689.57                    |
| <b>III</b>  | <b>(LOSS) / PROFIT BEFORE EXCEPTIONAL ITEMS AND TAX (I - II)</b>                  |      | <b>(11734.85)</b>            | 19174.56                     |
| <b>IV</b>   | <b>Exceptional Items</b>                                                          | 35   | <b>1865.72</b>               | (121.09)                     |
| <b>V</b>    | <b>(LOSS) / PROFIT BEFORE TAX (III+IV)</b>                                        |      | <b>(9869.13)</b>             | 19053.47                     |
| <b>VI</b>   | <b>TAX EXPENSE</b>                                                                | 36   |                              |                              |
|             | - Current tax                                                                     |      | <b>0.00</b>                  | 3216.54                      |
|             | - Deferred tax / MAT credit entitlement                                           |      | <b>(3358.00)</b>             | 2833.70                      |
|             |                                                                                   |      | <b>(3358.00)</b>             | 6050.24                      |
| <b>VII</b>  | <b>(LOSS) / PROFIT FOR THE PERIOD (V - VI)</b>                                    |      | <b>(6511.13)</b>             | 13003.23                     |
| <b>VIII</b> | <b>OTHER COMPREHENSIVE INCOME</b>                                                 |      |                              |                              |
|             | A (i) Items that will not be reclassified to Profit or Loss                       |      | <b>(1379.37)</b>             | (765.70)                     |
|             | (ii) Income tax relating to items that will not be reclassified to Profit or Loss |      | <b>491.61</b>                | 253.93                       |
|             | B (i) Items that will be reclassified to Profit or Loss                           |      | <b>(96.70)</b>               | 337.19                       |
|             | (ii) Income tax relating to items that will be reclassified to Profit or Loss     |      | <b>33.79</b>                 | (117.83)                     |
|             |                                                                                   |      | <b>(950.67)</b>              | (292.41)                     |
| <b>IX</b>   | <b>TOTAL COMPREHENSIVE INCOME (VII + VIII)</b>                                    |      | <b>(7461.80)</b>             | 12710.82                     |
| <b>X</b>    | <b>EARNINGS PER EQUITY SHARE OF ₹10 EACH (EPS)</b>                                |      |                              |                              |
|             | - Basic & Diluted (₹)                                                             |      | <b>(9.41)</b>                | 18.79                        |

Note 1 to 44 are forming part of financial statements

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CHAIRMAN & MANAGING DIRECTOR  
(DIN - 01806973)

**P B SANTHANAKRISHNAN**  
DIRECTOR  
(DIN - 03213653)

vide our report of even date  
**For BRAHMAYYA & CO.**  
CHARTERED ACCOUNTANTS  
Firm Reg. No: 000511S

Place : Chennai  
Date : 25th June, 2021

**SATHYA ANANTH**  
GENERAL MANAGER (FINANCE) &  
CHIEF FINANCIAL OFFICER

**B. RAVISANKAR**  
COMPANY SECRETARY

**R. NAGENDRA PRASAD**  
Partner  
Membership No: 203377

STATEMENT OF CASH FLOW FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2021

(₹ in Lakh)

| Sl.No.   | Particulars                                                                           | 2020-21           | 2019-20    |
|----------|---------------------------------------------------------------------------------------|-------------------|------------|
| <b>A</b> | <b>CASH FLOW FROM OPERATING ACTIVITIES</b>                                            |                   |            |
|          | <b>(LOSS) / PROFIT BEFORE TAX</b>                                                     | <b>(9869.13)</b>  | 19053.47   |
|          | Adjustments for :                                                                     |                   |            |
|          | Depreciation and amortization                                                         | <b>23532.98</b>   | 23124.43   |
|          | Provision for advances & Loans                                                        | <b>0.00</b>       | 41.92      |
|          | Provision for Impairment of Assets                                                    | <b>0.00</b>       | 79.17      |
|          | Interest on Overdue bills                                                             | <b>(927.82)</b>   | (690.21)   |
|          | Interest Income                                                                       | <b>(451.24)</b>   | (497.33)   |
|          | Rental Income                                                                         | <b>(94.12)</b>    | (79.30)    |
|          | (Profit)/Loss on write off/ sale of Fixed Assets                                      | <b>23.73</b>      | 161.48     |
|          | Fair value movement of Biological Assets                                              | <b>(20.78)</b>    | (21.88)    |
|          | Exchange Fluctuations                                                                 | <b>(123.27)</b>   | 111.43     |
|          | Provision for Trade Receivables                                                       | <b>91.47</b>      | 197.75     |
|          | Finance Costs                                                                         | <b>19332.57</b>   | 22258.76   |
|          | <b>Operating Profit before working capital changes</b>                                | <b>31494.39</b>   | 63739.69   |
|          | Decrease(Increase) in inventories                                                     | <b>16847.72</b>   | 1534.06    |
|          | Decrease(Increase) in trade receivables                                               | <b>15571.71</b>   | (8633.97)  |
|          | Decrease(Increase) in Other Financial Assets                                          | <b>754.52</b>     | (754.52)   |
|          | Decrease(Increase) in other current assets                                            | <b>(10958.24)</b> | (292.06)   |
|          | Decrease(Increase) in current financial assets                                        | <b>422.09</b>     | 49.59      |
|          | Decrease(Increase) in non current financial assets                                    | <b>(1030.49)</b>  | 1143.99    |
|          | Decrease(Increase) in other non-current assets                                        | <b>72.72</b>      | 139.54     |
|          | Increase(Decrease) in non-current provisions                                          | <b>746.32</b>     | 575.13     |
|          | Increase(Decrease) in other non current liabilities                                   | <b>(2.62)</b>     | (1.42)     |
|          | Increase(Decrease) in trade payable                                                   | <b>(15816.47)</b> | (21619.18) |
|          | Increase(Decrease) in current provisions                                              | <b>7.81</b>       | (84.47)    |
|          | Increase(Decrease) in other current financial Liabilities                             | <b>434.12</b>     | 1208.48    |
|          | Increase(Decrease) in other current payables                                          | <b>3820.59</b>    | (7898.80)  |
|          | <b>Cash from Operations</b>                                                           | <b>42364.17</b>   | 29106.06   |
|          | Income Tax paid                                                                       | <b>(41.52)</b>    | (4961.59)  |
|          | <b>Net Cash from Operating Activities</b>                                             | <b>42322.65</b>   | 24144.47   |
| <b>B</b> | <b>CASH FLOW FROM INVESTING ACTIVITIES</b>                                            |                   |            |
|          | Proceeds on Sale of Fixed Assets                                                      | <b>24.36</b>      | 54.57      |
|          | Additions to Fixed Assets, Capital Work-In-Progress & Capital Advance                 | <b>(68560.71)</b> | (21382.90) |
|          | Interest Income                                                                       | <b>295.81</b>     | 544.26     |
|          | Rental Income                                                                         | <b>72.31</b>      | 66.99      |
|          | <b>Net Cash from Investing Activities</b>                                             | <b>(68168.23)</b> | (20717.08) |
| <b>C</b> | <b>CASH FLOW FROM FINANCING ACTIVITIES</b>                                            |                   |            |
|          | Proceeds from Borrowings                                                              | <b>116558.05</b>  | 39563.22   |
|          | Repayment of Borrowings                                                               | <b>(39917.64)</b> | (46213.71) |
|          | Increase(Decrease) in short term borrowings                                           | <b>(16302.26)</b> | 32869.84   |
|          | Payment of Lease Liabilities                                                          | <b>(524.35)</b>   | (480.03)   |
|          | Interest on Lease Liabilities                                                         | <b>(215.64)</b>   | (259.40)   |
|          | Interest paid                                                                         | <b>(22173.70)</b> | (22797.52) |
|          | Dividend paid                                                                         | <b>(4152.64)</b>  | (5190.80)  |
|          | Dividend tax paid                                                                     | <b>0.00</b>       | (1066.98)  |
|          | <b>Net Cash from Financing Activities</b>                                             | <b>33271.82</b>   | (3575.38)  |
| <b>D</b> | <b>TOTAL INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS DURING THE YEAR (A+B+C)</b> | <b>7426.24</b>    | (147.99)   |
|          | Cash and cash equivalents at the beginning of the year                                | <b>(9305.83)</b>  | (9157.84)  |
|          | Cash and cash equivalents at the end of the year                                      | <b>(1879.59)</b>  | (9305.83)  |
|          | Cash and cash equivalents comprise of the following                                   |                   |            |
|          | Cash and cash equivalents                                                             | <b>1055.25</b>    | 441.05     |
|          | Bank overdrafts (cash credit)                                                         | <b>(2934.84)</b>  | (9746.88)  |
|          | Cash and cash equivalents                                                             | <b>(1879.59)</b>  | (9305.83)  |

Notes : 1. Cash Flow statement has been prepared by following Indirect method.

2. Figures of previous year has been regrouped/restated/reclassified wherever necessary.

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**For BRAHMAYYA & CO.**  
CHARTERED ACCOUNTANTS  
Firm Reg. No: 000511S

Place : Chennai  
Date : 25th June, 2021

**SATHYA ANANTH**  
GENERAL MANAGER (FINANCE) &  
CHIEF FINANCIAL OFFICER

**B.RAVISANKAR**  
COMPANY SECRETARY

**R.NAGENDRA PRASAD**  
Partner  
Membership No: 203377

## Statement of Changes in Equity

### A. Equity Share Capital

(₹ in Lakh)

| Particulars                                                             | Amount         |
|-------------------------------------------------------------------------|----------------|
| Balance as at 01-Apr-19                                                 | 6937.78        |
| Changes in Equity Share Capital during 2019-20                          | 0.00           |
| Balance as at 31-Mar-20 (includes Shares forfeited ₹ 16.72 lakh)        | 6937.78        |
| <b>Balance as at 01-Apr-20</b>                                          | <b>6937.78</b> |
| <b>Changes in Equity Share Capital during 2020-21</b>                   | <b>0.00</b>    |
| <b>Balance as at 31-Mar-21 (includes Shares forfeited ₹ 16.72 lakh)</b> | <b>6937.78</b> |

### B. Other Equity

(₹ in Lakh)

| Particulars                                                             | Reserves and Surplus |                                   |                   | Other Comprehensive Income                   |                                       |                                         | Total Other Equity |
|-------------------------------------------------------------------------|----------------------|-----------------------------------|-------------------|----------------------------------------------|---------------------------------------|-----------------------------------------|--------------------|
|                                                                         | Securities Premium   | Other reserves (General reserves) | Retained Earnings | Fair value gain/(loss) on Equity Instruments | Effective portion of cash flow hedges | Re-measurement of defined benefit plans |                    |
| Balance at the beginning of the period 01-Apr-19                        | 17973.11             | 130801.18                         | 9908.09           | (47.47)                                      | (246.82)                              | (157.83)                                | 158230.26          |
| Transition impact of Ind AS 116 'Leases' (Net of taxes of ₹177.24 Lakh) | -                    | -                                 | (329.97)          | -                                            | -                                     | -                                       | (329.97)           |
| Restated Balance on 01.04.19                                            | 17973.11             | 130801.18                         | 9578.12           | (47.47)                                      | (246.82)                              | (157.83)                                | 157900.29          |
| Total Comprehensive Income                                              | -                    | -                                 | 13003.23          | (39.03)                                      | 337.19                                | (726.67)                                | 12574.72           |
| Dividend                                                                | -                    | -                                 | (5190.80)         | -                                            | -                                     | -                                       | (5190.80)          |
| Dividend Distribution Tax                                               | -                    | -                                 | (1066.98)         | -                                            | -                                     | -                                       | (1066.98)          |
| Transfer from/ (to ) retained earnings                                  | -                    | 7500.00                           | (7500.00)         | -                                            | -                                     | -                                       | -                  |
| Tax on Other Comprehensive Income                                       | -                    | -                                 | -                 | -                                            | (117.83)                              | 253.93                                  | 136.10             |
| Balance at the end of the period 31-Mar-20                              | 17973.11             | 138301.18                         | 8823.57           | (86.50)                                      | (27.46)                               | (630.57)                                | 164353.33          |

| Particulars                                             | Reserves and Surplus |                                   |                   | Other Comprehensive Income                   |                                       |                                         | Total Other Equity |
|---------------------------------------------------------|----------------------|-----------------------------------|-------------------|----------------------------------------------|---------------------------------------|-----------------------------------------|--------------------|
|                                                         | Securities Premium   | Other reserves (General reserves) | Retained Earnings | Fair value gain/(loss) on Equity Instruments | Effective portion of cash flow hedges | Re-measurement of defined benefit plans |                    |
| <b>Balance at the beginning of the period 01-Apr-20</b> | <b>17973.11</b>      | <b>138301.18</b>                  | <b>8823.57</b>    | <b>(86.50)</b>                               | <b>(27.46)</b>                        | <b>(630.57)</b>                         | <b>164353.33</b>   |
| <b>Total Comprehensive Income</b>                       | -                    | -                                 | <b>(6511.13)</b>  | <b>27.47</b>                                 | <b>(96.70)</b>                        | <b>(1406.84)</b>                        | <b>(7987.20)</b>   |
| <b>Dividend</b>                                         | -                    | -                                 | <b>(4152.64)</b>  | -                                            | -                                     | -                                       | <b>(4152.64)</b>   |
| <b>Tax on Other Comprehensive Income</b>                | -                    | -                                 | -                 | -                                            | <b>33.79</b>                          | <b>491.61</b>                           | <b>525.40</b>      |
| <b>Balance at the end of the period 31-Mar-21</b>       | <b>17973.11</b>      | <b>138301.18</b>                  | <b>(1840.20)</b>  | <b>(59.03)</b>                               | <b>(90.37)</b>                        | <b>(1545.80)</b>                        | <b>152738.89</b>   |

Note 1 to 44 are forming part of financial statements

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Partner  
Membership No: 203377

Place : Chennai  
Date : 25th June, 2021

## NOTES TO THE FINANCIAL STATEMENTS

### 1. Company Overview

Tamil Nadu Newsprint and Papers Limited (the Company or 'TNPL') is in the business of manufacture and marketing of Paper, Paper Board, Cement and Generation of Power. The installed capacity of Paper is 400000 tons per annum (TPA), Paper Board is 200000 Tons per annum (TPA), and Cement is 900 tons per day (TPD). Power Generation Capacity is 174.12 MW consists of 138.62 of Turbo Generators (TG's) and 35.50 MW of Wind Farm. Generation of Power is primarily for self-consumption and surplus is sold.

The Company is a public limited company incorporated and domiciled in India and has its registered office situated at No. 67, Mount Road, Guindy, Chennai – 600 032, India. The Company has been incorporated under the provisions of The Companies Act, 1956 and its equity shares are listed on the Bombay Stock Exchange ('BSE') and National Stock Exchange (NSE) in India.

The financial statements for the year ended 31st March, 2021 are approved for issue by the Company's Board of Directors on June 25, 2021.

### 2. Basis of preparation

#### a. Statement of compliance

These financial statements are prepared in accordance with Indian Accounting Standard (Ind AS), under the historical cost convention on the accrual basis except for certain financial instruments which are measured at fair values, the provisions of the Companies Act, 2013 ('the Act') (to the extent notified) and guidelines issued by the Securities and Exchange Board of India (SEBI). The Ind AS are prescribed under Section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules issued thereafter.

Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

#### b. Functional and presentation currency

These financial statements are presented in Indian Rupee ('INR'), which is also the Company's functional currency. All amounts have been rounded-off to the nearest lakh, unless otherwise indicated.

#### c. Basis of measurement

The financial statements have been prepared on the historical cost basis except for the following items :

- Certain financial assets and liabilities (including derivative instruments) - at fair value;
- Biological assets - Fair value less costs to sell; and
- Net defined benefit liability - Present value of defined benefit obligations;
- Measurement of Lease Liabilities and Right to use of assets(ROU).

#### d. Use of estimates and judgements

In preparing these financial statements, management has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized prospectively.

The company periodically reviews estimates. Changes to estimates are recognized in the period when the change is made if the change only affected that period. If the change affects current and future periods, it is recognized in the period when the change is made and in future periods.

### **Judgements**

Information about judgements made in applying accounting policies that have the most significant effects on the amounts recognized in the financial statements is included in the concerned notes.

### **Assumptions and estimation uncertainties**

Information about assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment in the year ended 31st March, 2021 is included in the concerned notes.

### **Estimation of Impact of COVID-19 Pandemic - Disruption and Uncertainty in Business:-**

On March 11, 2020 the World Health Organization declared Coronavirus outbreak (COVID-19) as a global pandemic.

COVID-19 impacted the business operation of the Company during the financial year ended 31st March, 2020 by way of interruption like distribution channel and supply chain disruptions resulting in reduction in economic activities and slowdown in demand for paper as the consumption of paper is lower due to lockdown measures are force during the first half of the financial year.

The company has considered the possible effects and potential impact that may result from COVID-19 on the carrying value of property, plant & equipment, trade receivable, inventories, financial assets and other current assets appearing in the financial statements. In developing the assumptions and estimates relating to the future uncertainties in the economic conditions because of this pandemic, the company as at the date of approval of these financial statements has used internal and external sources of information and based on current estimates, expects to recover the carrying amounts of these assets. The management believes that no adjustments are required to be made for the financial results and carrying value of assets and liabilities as it does not have any impact for the current financial year ended 31st March, 2021.

In view of the highly uncertain economic environment, the actual impact of the global health pandemic may be different from that estimated as at the date of approval of these financial statements and the company will continue to closely monitor any material changes to future economic conditions.

### **e. Measurement of fair values**

A number of the Company's accounting policies and disclosures require measurement of fair values, for both financial and non-financial assets and liabilities.

The Company has an established control framework with respect to the measurement of fair values. The Company regularly reviews significant unobservable inputs and valuation adjustments. If third party information is required, the Company assesses the evidence obtained by the third parties to support the conclusions that these valuations meet the requirements of Ind AS, including the level in the fair value hierarchy in which the valuations should be classified.

Fair values are categorized into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows :

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

When measuring the fair value of an asset or a liability, the Company uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorized in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

The Company recognizes transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.



Further information about the assumptions made in measuring fair values is included in the following notes:

Note 6 – Investment Property

Note 8 – Biological Assets

Note 37 – Leases

Note 41 – Financial Instruments

### 3. Significant accounting policies

#### a. Foreign currency transactions

Transactions in foreign currencies (other than advance receipt or payment of foreign currency) are translated into the functional currency of the Company at the exchange rates at the date of the transaction. The foreign currency transactions received or paid in advance are accounted at the date of receipt or payment of foreign currency.

Monetary assets and liabilities denominated in foreign currencies are translated into the functional currency at the exchange rate at the reporting date. Exchange differences are recognized in profit or loss, except exchange differences arising from the translation of the qualifying cash flow hedges to the extent that the hedges are effective which are recognized in Other Comprehensive Income (OCI).

As per option given under Ind AS 101, a first time adopter can continue its Indian GAAP policy for accounting for exchange differences arising from translation of long-term foreign currency monetary items recognized in the Indian GAAP financial statements for the period ending immediately before the beginning of the first Ind AS financial reporting period. Accordingly, the company has exercised the option of capitalizing the exchange difference on Long Term Foreign Currency Loans in relation to depreciable fixed assets / capital work-in-progress.

#### b. Financial instruments

##### i. Recognition and initial measurement

All financial assets and financial liabilities are initially recognized when the Company becomes a party to the contractual provisions of the instrument.

A financial asset or financial liability is initially measured at fair value plus, for an item not at fair value through profit and loss (FVTPL), transaction costs that are directly attributable to its acquisition or issue.

##### ii. Classification and subsequent measurement

##### Financial assets

On initial recognition, a financial asset is classified as measured at

- amortized cost;
- Fair Value through Other Comprehensive Income (FVOCI) – equity investment; or
- Fair Value Through Profit and Loss (FVTPL).

Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the Company changes its business model for managing financial assets.

A financial asset is measured at amortized cost if it meets both of the following conditions and is not designated as at FVTPL:

- the asset is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

On initial recognition of an equity investment that is not held for trading, the Company may irrevocably elect to present subsequent changes in the investment's fair value in OCI. (designated as FVOCI – equity investment). This election is made on an investment-by-investment basis.

All financial assets not classified as measured at amortized cost or FVOCI as described above are measured at FVTPL. This includes all derivative financial assets. On initial recognition, the Company may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortized cost or at FVOCI as at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

Financial assets that are held for trading or are managed and whose performance is evaluated on a fair value basis are measured at FVTPL.

|                                           |                                                                                                                                                                                                                                                                                                                           |
|-------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Financial assets at FVTPL</b>          | These assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognized in profit or loss.                                                                                                                                                                  |
| <b>Financial assets at amortized cost</b> | These assets are subsequently measured at amortized cost using the effective interest method. The amortized cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognized in profit or loss. Any gain or loss on de-recognition is recognized in profit or loss. |
| <b>Equity investments at FVOCI</b>        | These assets are subsequently measured at fair value. Dividends are recognized as income in profit or loss. Other net gains and losses are recognized in OCI and are not reclassified to profit or loss.                                                                                                                  |

### **Financial liabilities**

Financial liabilities are classified as measured at amortized cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held-for-trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognized in profit or loss. Other financial liabilities are subsequently measured at amortized cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognized in profit or loss. Any gain or loss on de-recognition is also recognized in profit or loss.

### **iii. De-recognition**

#### **Financial assets**

The company de-recognizes a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the company neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control of the financial asset.

If the company enters into transactions whereby it transfers assets recognized on its balance sheet, but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognized.

#### **Financial liabilities**

The company de-recognizes a financial liability when its contractual obligations are discharged or cancelled, or expire.

The company also de-recognizes a financial liability when its terms are modified and the cash flows under the modified terms are substantially different. In this case, a new financial liability based on the modified terms is recognized at fair value. The difference between the carrying amount of the financial liability extinguished and the new financial liability with modified terms is recognized in profit or loss.

**iv. Off-setting**

Financial assets and financial liabilities are offset and the net amount presented in the balance sheet when, and only when, the company currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realize the asset and settle the liability simultaneously.

**v. Derivative financial instruments and hedge accounting**

The Company holds derivative financial instruments to hedge its foreign currency and interest rate risk exposures.

Derivatives are initially measured at fair value. Subsequent to initial recognition, derivatives are measured at fair value, and changes therein are generally recognized in profit or loss.

The Company designates certain derivatives as hedging instruments to hedge the variability in cash flows associated with highly probable forecast transactions and firm commitments arising from changes in foreign exchange rates.

At inception of designated hedging relationships, the Company documents the risk management objective and strategy for undertaking the hedge. The Company also documents the economic relationship between the hedged item and the hedging instrument, including whether the changes in cash flows of the hedged item and hedging instrument are expected to offset each other.

**Cash flow hedges**

When a derivative is designated as a cash flow hedging instrument, the effective portion of changes in the fair value of the derivative is recognized in OCI and accumulated in the other equity under 'effective portion of cash flow hedges'. The effective portion of changes in the fair value of the derivative that is recognized in OCI is limited to the cumulative change in fair value of the hedged item, determined on a present value basis, from inception of the hedge. Any ineffective portion of changes in the fair value of the derivative is recognized immediately in profit or loss.

The Company designates only the change in fair value of forward exchange contracts as the hedging instrument in cash flow hedging relationships.

When the hedged forecast transaction subsequently results in the recognition of a non-financial item such as inventory, the amount accumulated in other equity is included directly in the initial cost of the non-financial item when it is recognized. The replacement or rollover of a hedging instrument into another hedging instrument is not an expiration or termination. For all other hedged forecast transactions, the amount accumulated in other equity is reclassified to profit or loss in the same period or periods during which the hedged expected future cash flows affect profit or loss.

If a hedge no longer meets the criteria for hedge accounting or the hedging instrument is sold, expires, is terminated or is exercised, then hedge accounting is discontinued prospectively. When hedge accounting for cash flow hedges is discontinued, the amount that has been accumulated in other equity remains there until, for a hedge of a transaction resulting in recognition of a non-financial item, it is included in the non-financial item's cost on its initial recognition or, for other cash flow hedges, it is reclassified to profit or loss in the same period or periods as the hedged expected future cash flows affect profit or loss.

If the hedged future cash flows are no longer expected to occur, then the amounts that have been accumulated in other equity are immediately reclassified to profit or loss.

**vi. Cash and cash equivalents**

The Company considers all highly liquid financial instruments, which are readily convertible into known amounts of cash that are subject to an insignificant risk of change in value and having original maturities of three months or less from the date of purchase, to be cash equivalents. Cash and cash equivalents consist of balances with banks which are unrestricted for withdrawal and usage.

**c. Property, Plant and Equipment****i. Recognition and measurement**

Items of property, plant and equipment are measured at cost, which includes capitalized borrowing costs, less accumulated depreciation and accumulated impairment losses, if any.

Cost of an item of property, plant and equipment comprises its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates, any directly attributable cost of bringing the item to its working condition for its intended use and estimated costs of dismantling and removing the item and restoring the site on which it is located.

The cost of a self-constructed item of property, plant and equipment comprises the cost of materials and direct labour, any other costs directly attributable to bringing the item to working condition for its intended use, and estimated costs of dismantling and removing the item and restoring the site on which it is located.

If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment.

Any gain or loss on disposal of an item of property, plant and equipment is recognized in profit or loss.

**ii. Transition to Ind AS**

On transition to Ind AS, the Company has elected to continue with the carrying value of all of its property, plant and equipment as at 1 April 2015, measured as per the previous GAAP, and use that carrying value as the deemed cost of such property, plant and equipment.

**iii. Subsequent expenditure**

Subsequent expenditure is capitalized only if it is probable that the future economic benefits associated with the expenditure will flow to the Company.

**iv. Depreciation**

Depreciation is calculated on cost of items of property, plant and equipment less their estimated residual values over their estimated useful lives using the straight-line method and is generally recognized in the statement of profit and loss. Freehold land is not depreciated.

The estimated useful lives of items of property, plant and equipment are as follows:

| <b>Asset</b>                           | <b>Management estimate of useful life</b> |
|----------------------------------------|-------------------------------------------|
| Buildings                              | 3 to 60 years                             |
| Plant & Equipment                      | 3 to 30 years                             |
| Furniture, Fixture and other Equipment | 3 to 10 years                             |
| Vehicles                               | 8 to 10 years                             |

Depreciation method, useful lives and residual values are reviewed at each financial year-end and adjusted if appropriate. Based on technical evaluation and consequent advice, the management believes that its estimates of useful lives as given above best represent the period over which management expects to use these assets.

Depreciation on additions (disposals) is provided on a pro-rata basis i.e. from (up to) the date on which asset is ready for use (disposed off).

**v. Reclassification to investment property**

When the use of a property changes from owner-occupied to investment property, the property is reclassified as investment property at its carrying amount on the date of reclassification.

**d. Other intangible assets****i. Recognition and measurement**

Intangible assets are initially measured at cost. These items of other intangible assets are subsequently measured at cost less accumulated amortization and accumulated impairment losses, if any.

**ii. Subsequent expenditure**

Subsequent expenditure is capitalized only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditure is recognized in profit or loss as incurred.

**iii. Transition to Ind AS**

On transition to Ind AS, the Company has elected to continue with the carrying value of all of its intangible assets recognized as at 1st April 2015, measured as per the previous GAAP, and use that carrying value as the deemed cost of such intangible assets.

**iv. Amortization**

Amortization is calculated to write off the cost of intangible assets less their estimated residual values over their estimated useful lives using the straight-line method, and is included in depreciation and amortization in Statement of Profit and Loss.

The estimated useful lives are as follows:

| Asset                    | Management estimate of useful life             |
|--------------------------|------------------------------------------------|
| Software                 | 4 years                                        |
| Right to procure Bagasse | Tenure of the respective sugar mills agreement |

Amortization method, useful lives and residual values are reviewed at the end of each financial year and adjusted if appropriate.

**v. Internally generated: Research and Development**

Expenditure other than for acquisition of capital assets on research activities is recognized in profit or loss as incurred.

Development expenditure is capitalized as part of the cost of the resulting intangible asset only if the expenditure can be measured reliably, the product or process is technically and commercially feasible, future economic benefits are probable, and the Company intends to and has sufficient resources to complete development and to use or sell the asset. Otherwise, it is recognized in profit or loss as incurred. Subsequent to initial recognition, the asset is measured at cost less accumulated amortization and any accumulated impairment losses.

**e. Biological assets**

Biological assets, i.e. standing crops are measured at fair value less costs to sell, with any change therein recognized in profit or loss.

**f. Investment property**

Investment property is property held either to earn rental income or for capital appreciation or for both, but not for sale in the ordinary course of business or use in the production or supply of goods or services or for administrative purposes. Upon initial recognition, an investment property is measured at cost. Subsequent to initial recognition, investment property is measured at cost less accumulated depreciation and accumulated impairment losses, if any.

On transition to Ind AS, the company has elected to continue with the carrying value of all of its investment property recognized as at 1st April 2015, measured as per the previous GAAP and use that carrying value as the deemed cost of such investment property.

The estimated useful lives are as follows :

| Asset    | Management estimate of useful life |
|----------|------------------------------------|
| Land     | ---                                |
| Building | 60 years                           |

Any gain or loss on disposal of an investment property is recognized in profit or loss.

The fair value of investment property is disclosed in the notes. Fair value is determined by an independent valuer who holds a recognized and relevant professional qualification and has recent experience in the location and category of the investment property being valued or by utilizing guideline value.

#### g. Inventories

All inventories are initially recorded at cost. Cost represents all cost of purchase, cost of conversion and other costs incurred in bringing the inventories to their present location and condition. Cost for the purpose of valuation is determined by using the weighted average cost, net of taxes and duties eligible for credit and discounts.

##### **Raw materials, stores, consumables and spare parts**

Raw materials, stores, consumables and spare parts held for use in the production of finished products are not written down below cost except in cases where material prices have declined and it is estimated that the cost of the finished products will exceed their net realizable value.

Cost of wood transferred from biological assets (captive plantation) is valued initially at their fair value less costs to sell at the point of harvest. Weighted average cost has been followed for subsequent measurement as stated above.

All spares having useful life less than one year are treated as inventories and measured accordingly.

##### **Work-in-process**

All work-in-process are valued at lower of cost which includes cost of inputs, net of taxes and duties eligible for credit and overheads up to the stage of completion and net realizable value.

##### **Finished goods**

Finished goods at factory are measured at lower of cost which includes cost of inputs (net of taxes and duties eligible for credits) and overheads and net realizable value. Finished goods at branches are valued on the above basis and also include transportation cost to branches and insurance cost.

##### **Traded Goods**

Traded goods are measured at lower of purchase cost net of taxes and duties, if any and net realizable value.

Net realizable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and selling expenses.

##### **Non Moving Stores and Spares**

Stores and spares not drawn for use for more than three years as at the end of year are charged to revenue and are carried at nil value in the books of account.

#### h. Impairment

##### **i. Impairment of financial instruments**

The Company recognizes loss allowances for expected credit losses on financial assets measured at amortized cost.

At each reporting date, the Company assesses whether financial assets carried at amortized cost are credit-impaired. A financial asset is 'credit-impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.



Evidence that a financial asset is credit-impaired includes the following observable data :

- significant financial difficulty of the borrower or issuer;
- a breach of contract such as a default or being past due for 365 days or more;
- it is probable that the borrower will enter bankruptcy or other financial reorganization.

#### **Measurement of expected credit losses**

Expected credit losses are a probability-weighted estimate of credit losses. Credit losses are measured as the present value of all cash shortfalls (i.e. the difference between the cash flows due to the Company in accordance with the contract and the cash flows that the company expects to receive).

#### **Presentation of allowance for expected credit losses in the balance sheet**

Loss allowances for financial assets measured at amortized cost are deducted from the gross carrying amount of the assets.

#### **Write-off**

The gross carrying amount of a financial asset is written off (either partially or in full) to the extent that there is no realistic prospect of recovery. This is generally the case when the Company determines that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write-off. However, financial assets that are written off could still be subject to enforcement activities in order to comply with the Company's procedures for recovery of amounts due.

#### **ii. Impairment of non-financial assets**

The Company's non-financial assets, other than biological assets, inventories and deferred tax assets are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

For impairment testing, assets that do not generate independent cash inflows are grouped together into cash-generating units (CGUs). Each CGU represents the smallest group of assets that generates cash inflows that are largely independent of the cash inflows of other assets or CGUs.

The recoverable amount of a CGU is determined based on asset's value in use. Value in use is based on the estimated future cash flows, discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the CGU (or the asset).

To determine impairment of a corporate asset (e.g., Corporate office building for providing support to various CGUs), recoverable amount is determined for the CGUs to which the corporate asset belongs.

An impairment loss is recognized if the carrying amount of an asset or CGU exceeds its estimated recoverable amount. Impairment losses are recognized in the statement of profit and loss.

#### **i. Non-current assets held for sale**

Non-current assets comprising assets and liabilities are classified as held for sale if it is highly probable that they will be recovered primarily through sale rather than through continuing use.

Such assets are generally measured at the lower of their carrying amount and fair value less costs to sell. Losses on initial classification as held for sale and subsequent gains and losses on re-measurement are recognized in profit or loss.

Once classified as held-for-sale, intangible assets, property, plant and equipment and investment properties are no longer amortized or depreciated.

Fair value of assets held for sale as on the Balance sheet date will be retired from Fixed Assets and classified under Current assets. Depreciation is charged for such asset only upto the retirement Date. The Difference between fair value and Book value of such asset is charged to statement of profit and loss.

**j. Employee benefits****i. Short-term employee benefits**

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided. A liability is recognized for the amount expected to be paid e.g. under short-term cash bonus / Ex-gratia, if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee, and the amount of obligation can be estimated reliably.

**ii. Defined contribution plan**

A defined contribution plan is a post-employment benefit plan under which an entity pays fixed contributions into a separate entity and will have no legal or constructive obligation to pay further amounts. The Company makes specified monthly contributions towards pension and superannuation scheme. Obligations for contributions to defined contribution plans are recognized as an employee benefit expense in statement of profit and loss in the periods during which the related services are rendered by employees.

**iii. Defined benefit plan**

The Company pays fixed contribution to provident fund at pre-determined rates to a separate irrevocable trust approved by the Commissioner of Income Tax, which invests the fund in permitted securities. The contribution to the fund for the period is recognized as expenses and is charged to Statement of Profit and Loss. While the obligation to the Company is limited to such fixed contribution, as per the rules of Employee's Provident Fund (EPF) any deficiency in the rate of interest on the contribution based on its return on investment as compared to the rate declared for Employees Provident Fund by the Government under Para 60 of the Employees Provident Fund Act is to be met by the Company. Also as per the rules, any deficiency in the fair value of Plan Assets backing the Provident Fund accumulations compared to the amount of such accumulations is to be met by the company.

Liabilities in respect of defined benefit plan in the form of Gratuity and Long-term compensated absences are determined based on actuarial valuation made by an independent actuary using projected unit credit method as at the balance sheet date and are unfunded.

Re-measurements of the net defined benefit liability on account of experience adjustments and changes in actuarial assumptions in respect of Gratuity, which comprise actuarial gains and losses are recognized in Other Comprehensive Income (OCI).

Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognized immediately in statement of profit and loss as past service cost.

**k. Provisions (other than for employee benefits) and contingent liabilities**

A provision is recognized if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows (representing the best estimate of the expenditure required to settle the present obligation at the balance sheet date) at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognized as finance cost. Expected future operating losses are not provided for.

**Decommissioning costs**

Decommissioning costs are measured as the best estimate of the expenditure to settle the obligation or to transfer the obligation to a third party. Provisions for decommissioning obligations are required to be recognized at the inception of the arrangement. The estimated costs to be incurred at the end of the arrangement are discounted to its present value using the market rate of return.

### **Contingent liabilities**

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the financial statements.

### **Contingent Assets**

A contingent asset is a possible asset that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity. The inflow of economic benefits cannot be measured due to uncertainties that surround the related events and circumstances.

Contingent assets are not recognized, but they are disclosed when it is more likely than not that an inflow of benefits will occur.

## **I. Revenue recognition**

Revenue is measured based on the transaction price, which is the fair value of the consideration received or receivable after netting trade discounts, volume discounts, sales returns and Goods and Services Tax. Revenue from sale of goods is recognized upon transfer of control of promised goods or services to customers.

Revenue from contract with customers is recognized when the Company satisfies performance obligation by transferring promised goods and services to the customer. Performance obligations are said to be satisfied at a point of time when the customer obtains control of the goods / services rendered.

Rental income from investment property is recognized as part of other income in profit or loss on a straight-line basis over the term of the lease except where the rentals are structured to increase in line with expected general inflation.

Renewable Energy Certificate (REC) / Energy Saving Certificates (ESCCerts) issued by Bureau of Energy Efficiency (BEE) benefits are recognized in the statement of Profit and Loss on sale of REC's / ESCerts.

Liquidated damages and penalties recovered from suppliers/contractors, in relation to property, plant and equipment are credited to statement of profit and loss unless the delay has resulted in extra cost of assets, in which case the same are adjusted towards the carrying cost of the respective asset.

### **Barter transactions**

The Company has engaged into barter transactions comprising of exchanging steam/fuel for bagasse. This exchange though is of dissimilar goods, would not qualify as sale since it is not a product sold by the Company and the transaction does not have commercial substance.

### **Export Benefits**

The benefit accrued under Duty Drawback Scheme as per the Export and Import Policy in respect of exports made is accounted on an accrual basis and is included under the head "Revenue from Operations" as 'Other Operating Revenue - Export Incentives'.

The benefit accrued under the Merchandise Exports from India Scheme (MEIS) in respect of exports on an accrual basis and is included under the head "revenue from operations" as 'Other Operating Revenue - Export Incentives'.

Export benefits available under eligible schemes are recognized in the year when the right to receive credit as per the terms of the scheme is established in respect of exports made and are accounted to the extent there is no significant uncertainty about the measurability and ultimate utilization/ realization of such duty credit.

**m. Government grants**

Government grants and project incentives are recognized initially as deferred income at fair value when there is reasonable assurance that they will be received and the Company will comply with the conditions associated with the grant and the same is recognized in statement of profit and loss as other income on a systematic basis.

Grants that compensate the Company for expenses incurred are recognized in profit or loss as other income on a systematic basis in the periods in which such expenses are recognized.

**n. Leases****i. The Company as a Lessor:**

Leases for which the Company is a lessor is classified as a finance or operating lease. Whenever the terms of the lease transfer substantially all the risk and rewards of ownership to the lessee, the contract is classified as finance lease. All other leases are classified as operating lease.

**ii. The Company as a Lessee:**

The Company's lease asset consists of lease for buildings and Plant & Machinery. The Company assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether: (i) the contract involves the use of an identified asset (ii) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and (iii) the Company has the right to direct the use of the asset.

At the date of commencement of the lease, the Company recognizes a right-of-use asset ("ROU") and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short-term leases) and low value leases. For these short-term and low value leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease.

Certain lease arrangements includes the options to extend or terminate the lease before the end of the lease term. ROU assets and lease liabilities includes these options when it is reasonably certain that they will be exercised.

The right-of-use assets are initially recognized at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses.

Right-of-use assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset. Right-of-use assets are tested for impairment whenever there is any indication that their carrying amounts may not be recoverable. Impairment loss, if any, is recognised in the statement of profit and loss.

The lease liability is initially measured at amortized cost at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rates. Lease liabilities are remeasured with a corresponding adjustment to the related right of use asset if the Company changes its assessment if whether it will exercise an extension or a termination option.

Lease liability and ROU asset have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

**o. Recognition of dividend income, interest income or expense**

Dividend income is recognized in statement of profit and loss on the date on which the company's right to receive payment is established. Interest income or expense is recognized using the effective interest method.

The 'effective interest rate' is the rate that exactly discounts estimated future cash payments or receipts through the expected life of the financial instrument to :

- the gross carrying amount of the financial asset; or
- the amortized cost of the financial liability.

In calculating interest income and expense, the effective interest rate is applied to the gross carrying amount of the asset (when the asset is not credit-impaired) or to the amortized cost of the liability. However, for financial assets that have become credit-impaired subsequent to initial recognition, interest income is calculated by applying the effective interest rate to the amortized cost of the financial asset. If the asset is no longer credit-impaired, then the calculation of interest income reverts to the gross basis.

**p. Income tax**

Income tax comprises current and deferred tax. It is recognized in statement of profit and loss except to the extent that it relates to an item recognized directly in equity or in other comprehensive income.

**i. Current tax**

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax reflects the best estimate of the tax amount expected to be paid or received after considering the uncertainty, if any, related to income taxes. It is measured using tax rates (and tax laws) enacted or substantively enacted by the reporting date.

Current tax assets and current tax liabilities are offset only if there is a legally enforceable right to set off the recognized amounts, and it is intended to realize the asset and settle the liability on a net basis or simultaneously.

**ii. Deferred tax**

Deferred tax is recognized in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the corresponding amounts used for taxation purposes. Deferred tax is also recognized in respect of carried forward tax losses and tax credits.

Deferred tax assets are recognized to the extent that it is probable that future taxable profits will be available against which they can be used. The existence of unused tax losses is strong evidence that future taxable profit may not be available. Therefore, in case of a history of recent losses, the Company recognizes a deferred tax asset only to the extent that it has sufficient taxable temporary differences or there is convincing other evidence that sufficient taxable profit will be available against which such deferred tax asset can be realized. Deferred tax assets – unrecognized or recognized, are reviewed at each reporting date and are recognized/ reduced to the extent that it is probable/ no longer probable respectively that the related tax benefit will be realized.

Credit for Minimum Alternative Tax (MAT) if any is recognized as a part of deferred tax assets. Deferred tax is measured at the tax rates that are expected to apply to the period when the asset is realized or the liability is settled, based on the laws that have been enacted or substantively enacted by the reporting date.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realized simultaneously.

**q. Borrowing cost**

Borrowing costs are interest and other costs (including exchange differences relating to foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs) incurred in connection with the borrowings. Borrowing costs directly attributable to acquisition or construction of an asset which necessarily take a substantial period of time to get ready for their intended use are capitalized as part of the cost of that asset. Other borrowing costs are recognized as an expense in the period in which they are incurred.

**r. Cash flow statements**

Cash flow statements are prepared under Indirect Method whereby profit or loss is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments, and items of income or expense associated with investing or financing cash flows. Cash and cash equivalents comprise of cash in hand, current and other accounts (including fixed deposits) held with banks.

**s. Events occurring after the balance sheet date**

Assets and liabilities are adjusted for events occurring after the reporting period that provides additional evidence to assist the estimation of amounts relating to conditions existing at the end of the reporting period.

Dividends declared by the Company after the reporting period are not recognized as liability at the end of the reporting period. Dividends declared after the reporting period but before the issue of financial statements are not recognized as liability since no obligation exists at that time. Such dividends are disclosed in the notes to the financial statements.

**t. Operating segments**

An operating segment is a component of the Company that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to transactions with any of the Company's other components, and for which discrete financial information is available. All operating segments' operating results are reviewed regularly by the Company's Board of Directors (BoD) to make decisions about resources to be allocated to the segments and assess their performance.

The Company has identified following operating segments i.e. Paper & Paper Board, Energy and Cement.

| Reportable Segments | Operations                                                                                      |
|---------------------|-------------------------------------------------------------------------------------------------|
| Paper & Paper Board | Manufacturing and selling of Paper and Paper Board                                              |
| Energy              | Generation of Power through TGs and Wind mills for captive consumption and for export of power. |
| Cement              | Manufacturing and selling of Cement.                                                            |

Revenue and expenses have been identified to respective segments on the basis of operating activities of the enterprise. Revenue and expenses which relate to the enterprise as a whole are not allocable to a segment on a reasonable basis have been disclosed as un-allocable assets and liabilities.

Inter segment revenue / expenses are recognized at cost.

Geographical segments considered for reporting are India and Rest of the World.

Information about reportable segments.



Performance is measured based on segment profit (before tax), as included in the internal management reports that are reviewed by the Company's CEO. Segment profit is used to measure performance as management believes that such information is the most relevant in evaluating the results of certain segments relative to other entities that operate within these industries. Inter-segment pricing is determined on cost basis.

**u. Earnings per share (EPS)**

Basic earnings per share is computed by dividing profit or loss attributable to equity shareholders of the Company by the weighted average number of equity shares outstanding during the year. The Company did not have any potentially dilutive securities in any of the years presented.

**v. Dividends**

Final dividend on shares is recorded as a liability on the date of approval by the shareholders and interim dividends are recorded as a liability on the date of declaration by the Company's Board of Directors.

The Company declares and pays dividends in Indian rupees. The remittance of dividends outside India is governed by Indian law on foreign exchange and is subject to applicable distribution taxes.

Dividends, if any are to be declared at the Annual General Meeting of Shareholders based on the recommendation of the Board of Directors. Generally, the factors that may be considered by the Board of Directors before making any recommendation of dividend include, without limitation, the company's future expansion plans and capital requirements, profits earned during the fiscal year, cost of raising funds from alternative sources, liquidity position, applicable taxes including tax on dividend as well as exemptions under tax laws available to various categories of investors from time to time and general market conditions.

**w. Amendments to Indian Accounting Standards (Ind AS) issued but not yet effective**

There are no new standard or amendments to the existing standards notified by Ministry of Corporate Affairs ("MCA") as on the Balance Sheet date which would have been applicable from April 1, 2021.

(₹ in Lakh)

## NOTES TO THE FINANCIAL STATEMENTS

| Note | PARTICULARS                            | DEEMED COST (GROSS CARRYING AMOUNT) |                                   |                                  |                                   | ACCUMULATED DEPRECIATION /AMORTISATION |                                       |                   |                                |                                       |                               |                   | CARRYING AMOUNT    |                    |
|------|----------------------------------------|-------------------------------------|-----------------------------------|----------------------------------|-----------------------------------|----------------------------------------|---------------------------------------|-------------------|--------------------------------|---------------------------------------|-------------------------------|-------------------|--------------------|--------------------|
|      |                                        | As at<br>1-Apr-19<br>(Deletions)    | As at<br>31-Mar-20<br>(Deletions) | As at<br>1-Apr-20<br>(Deletions) | As at<br>31-Mar-21<br>(Deletions) | As at<br>1-Apr-19<br>(Deletions)       | Impair-<br>ment<br>(Ref Note<br>35.1) | Upto<br>31-Mar-20 | Additions/<br>(Dele-<br>tions) | As at<br>1-Apr-20<br>(Dele-<br>tions) | Transfer<br>to Capital<br>WIP | Upto<br>31-Mar-21 | As at<br>31-Mar-21 | As at<br>31-Mar-20 |
| 4    | Property Plant and Equipment (PPE)     |                                     |                                   |                                  |                                   |                                        |                                       |                   |                                |                                       |                               |                   |                    |                    |
|      | Land (Note a & b)                      | 8940.31                             | 168.34<br>0.00                    | 9108.65                          | 9108.65                           | 1.56                                   | -                                     | -                 | -                              | -                                     | -                             | -                 | 9110.21            | 9108.65            |
|      | Buildings                              | 71830.06                            | 966.60<br>(12.48)                 | 72784.18                         | 73099.58                          | 315.40<br>0.00                         | 2842.88<br>(12.48)                    | 79.17             | 12545.18                       | 12545.18                              | 2841.43<br>0.00               | -                 | 57712.97           | 60239.00           |
|      | Plant & Machinery (Note - (c & d))     | 381581.72                           | 4082.03<br>(369.64)               | 385294.11                        | 386229.13                         | 1054.65<br>(119.63)                    | 19186.49<br>(154.12)                  | -                 | 85713.66                       | 85713.66                              | 19684.02<br>(71.53)           | 3.77              | 280899.21          | 299580.45          |
|      | Furniture, Fixture and other Equipment | 2045.99                             | 40.14<br>(3.54)                   | 2082.59                          | 2275.11                           | 192.92<br>(0.40)                       | 254.99<br>(3.01)                      | -                 | 1133.76                        | 1133.76                               | 279.34<br>(0.40)              | -                 | 862.41             | 948.83             |
|      | Vehicles                               | 500.69                              | 62.80                             | 563.49                           | 648.54                            | 87.59<br>(2.54)                        | 51.88<br>0.00                         | -                 | 254.27                         | 254.27                                | 57.31<br>(2.54)               | -                 | 339.50             | 309.22             |
|      | Total                                  | 464898.77                           | 5319.91<br>(385.66)               | 469833.02                        | 471362.57<br>(122.57)             | 1652.12<br>(122.57)                    | 22336.24<br>(169.61)                  | 79.17             | 99646.87                       | 99646.87                              | 22862.10<br>(74.47)           | 3.77              | 348924.30          | 370186.15          |
| 5    | Capital Work-in-Progress               |                                     |                                   |                                  |                                   |                                        |                                       |                   |                                |                                       |                               |                   | 93924.01           | 6169.77            |
| 5A   | Right to use Assets                    |                                     |                                   |                                  |                                   |                                        |                                       |                   |                                |                                       |                               |                   |                    |                    |
|      | (i) Buildings                          | -                                   | 632.61                            | 632.61                           | 632.61                            | -                                      | 119.41                                | -                 | 119.41                         | 119.41                                | 119.41                        | -                 | 393.79             | 513.20             |
|      | (ii) Plant and Machinery               | -                                   | 2041.30                           | 2041.30                          | 2041.30                           | -                                      | 373.35                                | -                 | 373.35                         | 373.35                                | 373.35                        | -                 | 1294.60            | 1667.95            |
|      | Total                                  | -                                   | 2673.91                           | 2673.91                          | 2673.91                           | -                                      | 492.76                                | -                 | 492.76                         | 492.76                                | 492.76                        | -                 | 1688.39            | 2181.15            |
| 6    | Investment Property                    |                                     |                                   |                                  |                                   |                                        |                                       |                   |                                |                                       |                               |                   |                    |                    |
|      | Land                                   | 451.23                              | -                                 | 451.23                           | 451.23                            | -                                      | -                                     | -                 | -                              | -                                     | -                             | -                 | 451.23             | 451.23             |
|      | Building                               | 86.37                               | -                                 | 86.37                            | 86.37                             | 86.37                                  | 7.77                                  | 1.99              | 9.76                           | 9.76                                  | 1.99                          | -                 | 74.62              | 76.61              |
|      | Total                                  | 537.60                              | -                                 | 537.60                           | 537.60                            | 537.60                                 | 7.77                                  | 1.99              | 9.76                           | 9.76                                  | 1.99                          | -                 | 525.85             | 527.84             |
| 7    | Other Intangible Assets                |                                     |                                   |                                  |                                   |                                        |                                       |                   |                                |                                       |                               |                   |                    |                    |
|      | Computer software                      | 1057.49                             | 56.26<br>(0.15)                   | 1113.60                          | 1113.60                           | -                                      | 94.68<br>(0.15)                       | -                 | 1089.59                        | 1089.59                               | 14.27                         | -                 | 9.74               | 24.01              |
|      | Right to Procure Bagasse               | 2061.45                             | -                                 | 2061.45                          | 2061.45                           | -                                      | 1336.37                               | -                 | 1535.13                        | 1535.13                               | 161.86                        | -                 | 364.46             | 526.32             |
|      | Right to Procure Bagasse - Impaired    | 1559.29                             | -                                 | 1559.29                          | 1559.29                           | -                                      | 1559.29                               | 0.00              | 1559.29                        | 1559.29                               | -                             | -                 | 0.00               | 0.00               |
|      | Total                                  | 4678.23                             | 56.26<br>(0.15)                   | 4734.34                          | 4734.34                           | 3890.72                                | 293.44<br>(0.15)                      | -                 | 4184.01                        | 4184.01                               | 176.13                        | -                 | 374.20             | 550.33             |

## NOTES TO THE FINANCIAL STATEMENTS

### Note :

- a) The Land includes ₹149.69 Lakhs towards the value of 10 grounds and 425 sq.ft for the construction of Corporate Office building. The transfer of title of the said Land by the Government of Tamilnadu in favour of the company is yet to be done pending completion of necessary formalities.
- b) The company has acquired 832.57 acres of Private Patta land and 41.89 acres of Government Poramboke Land for setting up the Multilayer Coated Paper Board Plant and paid interim compensation of ₹ 2501.70 lakh for Private Patta Land . As per notification by the Government of Tamil Nadu vide its order GO.(Ms.) No.13 dated 21.02.2018, Industries (SIPCOT-LA) Department, Govt. Of Tamil Nadu, Final amount of compensation has been determined by applying the multiplier factors in the Tamil Nadu Acquisition of Land for Industrial purpose Act, 1997 by virtue of the Right to Fair Compensation and Transparency in Land Acquisition, Rehabilitation and Resettlement Act, 2013. Accordingly, the total additional compensation along with interest was determined amounting to ₹ 3699.47 lakh have been capitalized toward private patta land in the books of account during the year ended 31st March 2020.

In respect of Government Poramboke land of 41.89 acres, the Govt., vide G.O.No.447, Revenue (LD5(2)) Department, dated 11.11.2013, has adopted the guideline value (GLV) of adjacent patta lands and arrived land value of ₹ 84.68 lakh. Pending determination of cost of transfer, the company has adopted the guideline value of ₹ 84.68 lakhs and capitalized during the year ended 31st March, 2020.

- c) The Company availed of lease finance for 4 Nos of 750KW capacity each Wind Electric Generators in 2001 with lease rentals payable upto 31.03.2007. The Company has not opted for a secondary lease and hence no provision is made for secondary lease rent in the books. The formal transfer of assets by the lessor to TNPL is yet to be done pending completion of certain formalities.
- d) The company entered into an agreement with the Sakthi Sugars Limited (SSL) for procurement of bagasse on fuel substitution and having three agreements which having a term expiring during the period between September, 2020 to September, 2021. The Company and Sakthi Sugars Limited (SSL) have mutually agreed to close current agreements and enter into single common agreement for all three locations, Appakudal, Sivagangai and Modakurichi effective from 01st August 2020. The net receivable from SSL on the existing agreements as on 30-04-2020 is ₹ 2150 Lakhs and this amount shall be carried over as 9% interest bearing loan to be repaid by SSL in equated monthly instalments over the period of agreement term of 5 years from date of agreement. The balance outstanding as on 31.03.2021 is ₹ 1262.57 Lakh.

The Company has erected 2 No's of 85 TPH high pressure boiler & its auxiliaries at the cost of ₹ 3438 Lakhs and now SSL has fully repaid capital cost of one Boiler by April-2020. Each boiler has been valued by chartered engineers for ₹ 1965 lakhs each. In terms of new agreement dated 25th July,2020, both TNPL and SSL have agreed that the ownership rights of one Boiler shall be transferred to SSL on settlement of outstanding loan in full by SSL and the company shall also keep the asset as security for the outstanding loan amount.

- e) As at 31st March 2021, PPE are subject to charge on secured bank loans (Refer Note 19).
- f) The "recoverable amount" is higher than the "carrying amount" of the cash generating units and hence there is no impairment loss under Ind AS -36 except net value of identified assets impaired amounting to ₹ Nil lakh (PY 2019-20 ₹.79.17 lakh)

## NOTES TO THE FINANCIAL STATEMENTS

## g) Capital Work-in-Progress includes:

(₹ in Lakh)

| Sl. No. | Particulars                                         |     | As at 31-Mar-21 | As at 31-Mar-20 |
|---------|-----------------------------------------------------|-----|-----------------|-----------------|
| A)      | Regular Projects                                    |     | <b>855.98</b>   | 642.54          |
| B)      | Packaging Board Plant - Mill Expansion Plan         |     |                 |                 |
|         | Opening Balance                                     | (a) | <b>5328.92</b>  | 221.74          |
|         | <b>Additions:</b>                                   |     |                 |                 |
|         | Buildings                                           |     | <b>8715.58</b>  | 2269.72         |
|         | Plant and Machinery                                 |     | <b>75388.45</b> | 1456.78         |
|         | Furniture, Fixture and other Equipment              |     | <b>20.18</b>    | 0.00            |
|         | Finance Costs #                                     |     | <b>3093.00</b>  | 487.02          |
|         | Corporate Environment Responsibility Expenditure    |     | <b>74.22</b>    | 110.91          |
|         | Pre-Operative Expenses                              |     | <b>367.37</b>   | 800.45          |
|         | Pre-Operative Income                                |     | <b>(21.89)</b>  | (17.70)         |
|         |                                                     | (b) | <b>87636.91</b> | 5107.18         |
|         | Less: Transferred to Fixed Assets on capitalization |     |                 |                 |
|         | Furniture                                           |     | <b>20.18</b>    | 0.00            |
|         | Sub-Total                                           | (c) | <b>20.18</b>    | 0.00            |
|         | Closing Balance (a) + (b) - (c)                     |     | <b>92945.65</b> | 5328.92         |
| C)      | Packaging Board Plant:                              |     |                 |                 |
|         | Opening Balance                                     | (a) | <b>198.31</b>   | 64.71           |
|         | <b>Additions:</b>                                   |     |                 |                 |
|         | Land                                                |     | <b>0.55</b>     | 115.47          |
|         | Buildings                                           |     | <b>240.53</b>   | 610.12          |
|         | Plant and Machinery                                 |     | <b>247.80</b>   | 1294.25         |
|         | Vehicles                                            |     | <b>0.62</b>     | 4.90            |
|         | Furniture, Fixture & Other Equipment                |     | <b>25.02</b>    | 49.72           |
|         |                                                     | (b) | <b>514.52</b>   | 2074.46         |
|         | Less: Transferred to Fixed Assets on capitalization |     |                 |                 |
|         | Land                                                |     | <b>1.56</b>     | 168.34          |
|         | Buildings                                           |     | <b>159.02</b>   | 578.27          |
|         | Plant and Machinery                                 |     | <b>247.80</b>   | 1143.98         |
|         | Vehicles                                            |     | <b>0.62</b>     | 0.55            |
|         | Furniture, Fixture & Other Equipment                |     | <b>181.45</b>   | 49.72           |
|         |                                                     | (c) | <b>590.45</b>   | 1940.86         |
|         | Closing Balance (a) + (b) - (c)                     |     | <b>122.38</b>   | 198.31          |
|         | Grand Total (A + B + C)                             |     | <b>93924.01</b> | 6169.77         |

# The capitalization rate applied to determine the amount of borrowing costs eligible for capitalization is in the range of 7.29% to 8.24%

## NOTES TO THE FINANCIAL STATEMENTS

### h) Disclosures relating to Investment Property:

(₹ in Lakh)

| Particulars                                                                                                                                                        | 31-Mar-21      | 31-Mar-20 |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------|-----------|
| Rental income for investment property                                                                                                                              | <b>79.98</b>   | 64.04     |
| Direct operating expenses to income generating property                                                                                                            | <b>32.05</b>   | 37.85     |
| Less: Reimbursement of Expenses                                                                                                                                    | <b>(30.06)</b> | (35.86)   |
| Depreciation on Investment property                                                                                                                                | <b>(1.99)</b>  | (1.99)    |
| <b>Fair value of Investment Property</b>                                                                                                                           |                |           |
| a) Land at Tiruppatur                                                                                                                                              | <b>31.53</b>   | 31.53     |
| b) Land at Ambattur Industrial Estate                                                                                                                              | <b>6124.47</b> | 6124.47   |
| c) Corporate office building comprise of 6 floors, out of which 2nd and 3rd Floors are treated as investment property and the fair value of Investment property is | <b>372.46</b>  | 372.46    |

### Measurement of fair values

#### Fair Value Hierarchy

- (i) The fair value of investment property (Corporate Office Building) has been determined by external, independent property valuers, having appropriate recognized professional qualifications and recent experience in the location and category of the property being valued. Government guideline value is considered as fair value for Land
- (ii) The fair value measurement for land has been categorized as Level 1 fair value and for corporate office building has been categorized as Level 2

### 8. Biological Assets Other than bearer plants

#### a) Reconciliation of carrying amount

(₹ in Lakh)

| Particulars                                        | 31-Mar-21      | 31-Mar-20 |
|----------------------------------------------------|----------------|-----------|
| Standing crops:                                    |                |           |
| Opening Balance                                    | <b>751.11</b>  | 788.18    |
| Add: New plantations / Maintenance cost            | <b>32.56</b>   | 33.52     |
| Less: Harvested wood transferred to inventories    | <b>(64.68)</b> | (92.47)   |
| Changes in fair value less estimated costs to sell | <b>20.78</b>   | 21.88     |
| Closing Balance                                    | <b>739.77</b>  | 751.11    |

As on 31st March 2021, standing crops comprises 5713.02 acres of plantations (31 March 2020: 5336.85 acres). During the year the company harvested 2308 Mts (31 March 2020: 3344 Mts).

#### b) Measurement of fair values

##### i. Fair value hierarchy

The fair value measurements for the standing crops have been categorized as Level 3 fair values based on the inputs to the valuation techniques used.

##### ii. Level 3 fair values

The following table shows a breakdown of the total gains (losses) recognized in respect of level 3 fair values (Standing crops)

(₹ in Lakh)

| Particulars                                            | 2020-21      | 2019-20 |
|--------------------------------------------------------|--------------|---------|
| Gain included in 'other income' - Change in fair value | <b>20.78</b> | 21.88   |

## NOTES TO THE FINANCIAL STATEMENTS

## iii. Valuation techniques and significant unobservable inputs

The following table shows the valuation techniques used in measuring Level 3 fair values and significant unobservable inputs used in Level 3 fair value measurements.

| Valuation technique                                                                                                                                                                                                                                                                                | Significant unobservable inputs                                                                                                                                                                                                                                                                                                                                                  | Inter-relationship between key unobservable inputs and fair value measurement                                                                                                                                                        |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Discounted cash flows:</b><br>The valuation model considers the present value of net cash flows expected to be generated by the plantation. The cash flow projections include specific estimates for 5-6 years. The expected net cash flows are discounted using a risk adjusted discount rate. | Estimated future market prices for Wood/ Mt as on 31.3.2018 ₹ 3700/- Every year an increase of 5% from the previous year is considered upto 31.03.2020. No increase is considered for the year 2020-21.<br><br>Estimated yields (in tons per acre) (31st March 2021: 4.54 ; 31st March 2020: 5.11)<br><br>Risk-adjusted discount rate (31st March 2021: 9%; 31st March 2020: 9%) | The estimated fair value would increase (decrease) if:<br>- the estimated wood prices per ton were higher (lower);<br>- the estimated yields per acre were higher (lower);<br>- the risk-adjusted discount rates were lower (higher) |

## c) Risk management related to agricultural activities

The Company has identified the risk of fire and allied perils, natural calamities like flood, pests and drying up of plant with regard to Biological Assets. The Company has taken insurance policy covering these risks.

(₹ in Lakh)

| Note | Particulars                                            | As at 31-Mar-21 | As at 31-Mar-20 |
|------|--------------------------------------------------------|-----------------|-----------------|
| 9    | <b>Investments</b>                                     |                 |                 |
|      | <b>Quoted equity shares</b>                            |                 |                 |
|      | IDBI Bank Limited                                      | 55.02           | 27.54           |
|      | (142720 equity shares of ₹.10 each, fully paid)        | 55.02           | 27.54           |
|      | Note:<br>Aggregate Amount of quoted Investment at cost | 114.05          | 114.05          |

## Equity shares designated as at fair value through other comprehensive income.

The Company designated the investments shown below as equity shares as FVOCI because these equity shares represent investments that the Company intends to hold for long term for strategic purposes.

(₹ in Lakh)

| Particulars                   | Fair value at 31-Mar-21 | Dividend income recognized during 2020-21 | Fair value at 31-Mar-20 |
|-------------------------------|-------------------------|-------------------------------------------|-------------------------|
| IDBI Bank Ltd - Equity Shares | 55.02                   | 0.00                                      | 27.54                   |

No strategic investments were disposed during 2020-2021.

(₹ in Lakh)

| Note | Particulars                                                | As at 31-Mar-21 | As at 31-Mar-20 |
|------|------------------------------------------------------------|-----------------|-----------------|
| 10   | <b>Loans</b>                                               |                 |                 |
|      | Advance to Sugar Mills - Secured considered good           | 0.00            | 0.00            |
|      | Advance to Sugar Mills - Unsecured - considered good       | 3868.13         | 1827.03         |
|      | Advance to Sugar Mills - Credit Impaired (Refer Note 35.1) | 3433.78         | 3433.78         |
|      | Less: Provision for Advance to Sugar Mills                 | (3433.78)       | (3433.78)       |



## NOTES TO THE FINANCIAL STATEMENTS

(₹ in Lakh)

| Note      | Particulars                                           | As at<br>31-Mar-21 | As at<br>31-Mar-20 |
|-----------|-------------------------------------------------------|--------------------|--------------------|
|           |                                                       | <b>3868.13</b>     | 1827.03            |
| <b>11</b> | <b>Other Non-Current Assets</b>                       |                    |                    |
|           | Advances & Deposits with Government and public bodies | <b>2312.62</b>     | 2249.65            |
|           | Capital Advances                                      | <b>6840.90</b>     | 12051.07           |
|           | Prepaid Expenses                                      | <b>164.06</b>      | 275.90             |
|           | Other advance                                         | <b>206.62</b>      | 216.20             |
|           |                                                       | <b>9524.20</b>     | 14792.82           |
| <b>12</b> | <b>Inventories</b>                                    |                    |                    |
|           | Raw materials                                         |                    |                    |
|           | In Stock                                              | <b>19117.20</b>    | 28992.39           |
|           | In Transit                                            | <b>7787.31</b>     | 12267.26           |
|           | Work in process                                       | <b>4363.03</b>     | 13901.50           |
|           | Stock of Finished Goods                               | <b>22215.12</b>    | 11322.49           |
|           | Stock of Traded goods                                 | <b>664.05</b>      | 718.25             |
|           | Stores, Consumables and spare parts                   |                    |                    |
|           | In Stock                                              | <b>13607.43</b>    | 17280.63           |
|           | In Transit                                            | <b>34.15</b>       | 121.37             |
|           |                                                       | <b>67788.29</b>    | 84603.89           |

Carrying amount of inventories (included in above) have been hypothecated to banks as securities for borrowings.

The write-down of stores and spares represents non-moving items to net realizable value during the year amounted to ₹ 669.66 Lakh (31 March 2020: ₹730.66 Lakh). The write-down value of stores and spares are included in cost of Repairs & Maintenance.

|            |                                                                                                        |                 |          |
|------------|--------------------------------------------------------------------------------------------------------|-----------------|----------|
| <b>13</b>  | <b>Trade Receivables</b>                                                                               |                 |          |
|            | Trade Receivables - Unsecured - considered good                                                        | <b>37747.13</b> | 52756.49 |
|            | Trade Receivables which have significant increase in credit risk                                       | <b>0.00</b>     | 0.00     |
|            | Trade Receivables - Credit Impaired                                                                    | <b>2018.54</b>  | 1927.07  |
|            |                                                                                                        | <b>39765.67</b> | 54683.56 |
|            | Less : Provision for Trade Receivables - Credit impaired                                               | <b>2018.54</b>  | 1927.07  |
|            | (Trade Receivables have been hypothecated to bank/financial institutions as securities for borrowings) | <b>37747.13</b> | 52756.49 |
| <b>14</b>  | <b>Cash and Cash Equivalents</b>                                                                       |                 |          |
|            | Balance with Banks                                                                                     |                 |          |
|            | Current account                                                                                        | <b>1048.53</b>  | 427.96   |
|            | Savings account                                                                                        | <b>4.25</b>     | 5.00     |
|            | Cash on hand                                                                                           | <b>2.47</b>     | 8.09     |
|            |                                                                                                        | <b>1055.25</b>  | 441.05   |
| <b>14A</b> | <b>Bank balances Other than cash and cash equivalents</b>                                              |                 |          |
|            | Unpaid Dividend accounts                                                                               | <b>166.34</b>   | 120.15   |
|            |                                                                                                        | <b>166.34</b>   | 120.15   |

## NOTES TO THE FINANCIAL STATEMENTS

(₹ in Lakh)

| Note       | Particulars                                                                                                          | As at<br>31-Mar-21 | As at<br>31-Mar-20 |
|------------|----------------------------------------------------------------------------------------------------------------------|--------------------|--------------------|
| <b>15</b>  | <b>Loans</b>                                                                                                         |                    |                    |
|            | Current maturities of Loans:                                                                                         |                    |                    |
|            | Advance to Sugar Mills - Secured - Considered good                                                                   | <b>0.00</b>        | 0.00               |
|            | Advance to Sugar Mills - Unsecured - Considered good                                                                 | <b>1035.42</b>     | 2046.03            |
|            | Advance to Sugar Mills- Credit Impaired (Refer Note 35.1)                                                            | <b>1394.57</b>     | 1394.57            |
|            | Less: Provision for Advance to Sugar Mills - Credit Impaired                                                         | <b>(1394.57)</b>   | (1394.57)          |
|            | Advances - Unsecured - considered good                                                                               | <b>285.65</b>      | 277.66             |
|            | Advances - Credit Impaired                                                                                           | <b>21.45</b>       | 21.45              |
|            | Less: Provision for Advances - Credit impaired                                                                       | <b>(21.45)</b>     | (21.45)            |
|            | Employee Advances                                                                                                    | <b>356.12</b>      | 342.17             |
|            | Interest accrued on Loans/Deposits- Unsecured - Considered good                                                      | <b>14.65</b>       | 7.44               |
|            | Interest accrued on Loans/Deposits - Credit Impaired<br>(Refer Note 35.1)                                            | <b>553.71</b>      | 553.71             |
|            | Less: Provision for Interest accrued on Loans - Credit impaired                                                      | <b>(553.71)</b>    | (553.71)           |
|            |                                                                                                                      | <b>1691.84</b>     | 2673.30            |
| <b>15A</b> | <b>Other Financial Assets</b>                                                                                        |                    |                    |
|            | Derivative Assets                                                                                                    | <b>0.00</b>        | 754.52             |
|            |                                                                                                                      | <b>0.00</b>        | 754.52             |
| <b>16</b>  | <b>Other Current Assets</b>                                                                                          |                    |                    |
|            | Advances for Materials and Services - Unsecured - considered good                                                    | <b>7509.70</b>     | 7749.99            |
|            | Advances for Materials and Services - Credit Impaired                                                                | <b>419.95</b>      | 419.95             |
|            | Less: Provision for Advances - Credit Impaired                                                                       | <b>(419.95)</b>    | (419.95)           |
|            | Balance with:                                                                                                        |                    |                    |
|            | - Central Excise / TN VAT /GST - (includes ₹ 469.77 Lakhs (FY2019-20 ₹ 469.77 lakh) paid under protest for disputes) | <b>12699.49</b>    | 4557.90            |
|            | Claims Receivables #                                                                                                 | <b>7576.59</b>     | 4119.24            |
|            | Export Incentives Receivables                                                                                        | <b>659.71</b>      | 1037.70            |
|            | Prepaid Expenses                                                                                                     | <b>1814.39</b>     | 1836.81            |
|            |                                                                                                                      | <b>30259.88</b>    | 19301.64           |

# Claims receivable includes

- 1) Claims receivable includes ₹ 160.39 lakh (Previous Year ₹ 160.39 lakh) towards net output VAT/GST refund represents VAT paid net off input credit upto 30th June, 2017 and ₹ 6000 lakh (Previous Year ₹ 2534.28 lakh) towards capital subsidy incentive as per the modified scheme (post GST implementation) in lieu of VAT paid net off input credit i.e., from 1st July, 2017 to 31st March 2021 relating to Board plant as per the incentive scheme sanctioned by Government of Tamil nadu.
- 2) VAT refund on capital goods ₹ 650.14 lakh (Previous Year ₹ 650.14 Lakh), Claim with custom ₹ 426.24 lakh (Previous Year ₹ 434.61 lakh), Back ended capital subsidy ₹ 192.50 lakh (Previous Year ₹ 192.50 Lakh), Environment Protection Subsidy ₹ 30 lakh (Previous Year ₹ 30 lakh), Claim with M/s.ABFSL ₹ 117.32 lakh (Previous Year ₹ 117.32 lakh).

## NOTES TO THE FINANCIAL STATEMENTS

(₹ in Lakh)

| Note | Particulars                                                                           | As at<br>31-Mar-21 | As at<br>31-Mar-20 |
|------|---------------------------------------------------------------------------------------|--------------------|--------------------|
| 17   | <b>Equity Share Capital</b>                                                           |                    |                    |
|      | <b>Authorized</b>                                                                     |                    |                    |
|      | 13,50,00,000 (31 March 2020 : 13,50,00,000) Equity Shares of ₹ 10/- each              | <b>13500</b>       | 13500              |
|      | <b>Issued</b>                                                                         |                    |                    |
|      | 7,00,00,000 (31 March 2020 : 7,00,00,000 ) Equity Shares of ₹ 10/- each               | <b>7000</b>        | 7000               |
|      | <b>Subscribed and Fully Paid up*</b>                                                  |                    |                    |
|      | 6,92,10,600 (31 March 2020 : 6,92,10,600 ) Equity Shares of ₹ 10/- each fully paid up | <b>6921.06</b>     | 6921.06            |
|      | <b>Shares Forfeited**</b>                                                             | <b>16.72</b>       | 16.72              |
|      | <b>Total</b>                                                                          | <b>6937.78</b>     | 6937.78            |

\* All subscribed shares are fully paid-up

\*\* Shares forfeited represents shares called and partly paid by the shareholders were subsequently forfeited by the Company.

## (i) Reconciliation of shares outstanding at the beginning and at the end of the reporting period

| Particulars                       | 31-Mar-21      |                | 31-Mar-20      |           |
|-----------------------------------|----------------|----------------|----------------|-----------|
|                                   | Number in Lakh | ₹ in Lakh      | Number in Lakh | ₹ in Lakh |
| <b>Equity shares</b>              |                |                |                |           |
| At the commencement of the period | <b>692.106</b> | <b>6921.06</b> | 692.106        | 6921.06   |
| Shares issued during the period   | <b>0.00</b>    | <b>0.00</b>    | 0.00           | 0.00      |
| <b>At the end of the period</b>   | <b>692.106</b> | <b>6921.06</b> | 692.106        | 6921.06   |

## (ii) Rights, preferences and restrictions attached to equity shares

The company has a single class of equity shares. Each equity shares having a par value of ₹ 10. Accordingly, all equity shares rank equally with regard to dividends and share in the company's residual assets on winding up. The equity shares are entitled to receive dividend as declared from time to time. The voting rights of an equity shareholder on a poll (not on show of hands) are in proportion to his/its share of the paid-up equity share capital of the company. Voting rights cannot be exercised in respect of shares on which any call or other sums presently payable has not been paid. Failure to pay any amount called up on shares may lead to their forfeiture.

In the event of liquidation of the company, the holders of equity shares will be entitled to receive the residual assets of the company, in proportion to the number of equity shares held, after distribution of all preferential amounts. However, no such preferential amounts exist currently.

## (iii) Particulars of shareholders holding more than 5% of shares

| Sl. No | Particulars                                                | 31-Mar-21      |                   | 31-Mar-20      |                   |
|--------|------------------------------------------------------------|----------------|-------------------|----------------|-------------------|
|        |                                                            | Number in Lakh | % of total shares | Number in Lakh | % of total shares |
|        | Equity shares of ₹. 10/- each fully paid-up held by        |                |                   |                |                   |
| 1      | - Governor of Tamil Nadu on behalf of Govt., of Tamil Nadu | <b>244.45</b>  | <b>35.32%</b>     | 244.45         | 35.32%            |
| 2      | - HDFC Trustee Company Limited                             | <b>56.98</b>   | <b>8.23%</b>      | 48.97          | 7.08%             |
| 3      | - Life Insurance Corporation of India                      | <b>49.09</b>   | <b>7.09%</b>      | 54.09          | 7.82%             |

## NOTES TO THE FINANCIAL STATEMENTS

## (iv) Dividends

The following dividends were declared and paid by the Company during the year

(₹ in Lakh)

| Particulars                                                        | 2020 - 21      | 2019 - 20 |
|--------------------------------------------------------------------|----------------|-----------|
| ₹ 6.00 per equity share (Financial year 2019-20: ₹.7.50)           | <b>4152.64</b> | 5190.80   |
| Dividend Distribution Tax (DDT) on dividend to equity shareholders | <b>0.00</b>    | 1066.98   |
|                                                                    | <b>4152.64</b> | 6257.78   |

After the reporting date, the following dividends were proposed by the Board of Directors subject to the approval at the annual general meeting; the dividends have not been recognized as liabilities.

(₹ in Lakh)

| Particulars                                              | 2021 - 22      | 2020 - 21 |
|----------------------------------------------------------|----------------|-----------|
| ₹ 3.00 per equity share (Financial year 2019-20: ₹ 6.00) | <b>2076.32</b> | 4152.64   |
|                                                          | <b>2076.32</b> | 4152.64   |

## (v) Basic and diluted earnings per share

The calculations of profit attributable to equity shareholders and weighted average number of equity shares outstanding for purposes of basic earnings per share calculation are as follows:

## a. Profit (loss) attributable to equity shareholders (basic and diluted)

(₹ in Lakh)

| Particulars                                                      | 2020-21          | 2019-20  |
|------------------------------------------------------------------|------------------|----------|
| (Loss) / Profit for the year, attributable to the equity holders | <b>(6511.13)</b> | 13003.23 |
|                                                                  | <b>(6511.13)</b> | 13003.23 |

## b. Weighted average number of equity shares (basic and diluted)

(In Numbers)

| Particulars                                                  | As at 31-Mar-21 | As at 31-Mar-20 |
|--------------------------------------------------------------|-----------------|-----------------|
| Opening balance                                              | <b>69210600</b> | 69210600        |
| Effect of fresh issue of shares for cash                     | <b>0</b>        | 0               |
| <b>Weighted average number of equity shares for the year</b> | <b>69210600</b> | 69210600        |
| Earning Per Share (EPS) - (₹)                                | <b>(9.41)</b>   | 18.79           |

## NOTES TO THE FINANCIAL STATEMENTS

## 18. Other Equity

(₹ in Lakh)

| Particulars                                                                                                             | As at 31-Mar-21  | As at 31-Mar-20 |
|-------------------------------------------------------------------------------------------------------------------------|------------------|-----------------|
| (a) Securities premium                                                                                                  | <b>17973.11</b>  | 17973.11        |
| (b) General reserve                                                                                                     |                  |                 |
| (i) Opening balance                                                                                                     | <b>138301.18</b> | 130801.18       |
| (ii) Transfer from / (to retain earnings)                                                                               | <b>0.00</b>      | 7500.00         |
| (iii) Closing balance                                                                                                   | <b>138301.18</b> | 138301.18       |
| (c) Retained Earnings                                                                                                   |                  |                 |
| (i) Opening balance                                                                                                     | <b>8823.57</b>   | 9908.09         |
| Less: Transition impact of Ind AS 116 'Leases' : 2020-21 ' Nil. 2019-20 - ₹ 329.97 lakh (Net of taxes of ₹ 177.24 Lakh) | <b>0.00</b>      | (329.97)        |
| (ii) (Loss)/Profit for the year                                                                                         | <b>(6511.13)</b> | 13003.23        |
| (iii) Less : Appropriations                                                                                             |                  |                 |
| (a) Dividend on equity Shares                                                                                           | <b>4152.64</b>   | 5190.80         |
| (b) Tax on dividend                                                                                                     | <b>0.00</b>      | 1066.98         |
| (c) Transfer (from retain earnings) / to General reserves                                                               | <b>0.00</b>      | 7500.00         |
|                                                                                                                         | <b>(1840.20)</b> | 8823.57         |
| (d) Fair value of gain/(loss) on Equity Instruments through OCI                                                         |                  |                 |
| (i) Opening balance                                                                                                     | <b>(86.50)</b>   | (47.47)         |
| (ii) Change during the year (net)                                                                                       | <b>27.47</b>     | (39.03)         |
|                                                                                                                         | <b>(59.03)</b>   | (86.50)         |
| (e) Effective portion of cash flow hedges                                                                               |                  |                 |
| (i) Opening balance                                                                                                     | <b>(27.46)</b>   | (246.82)        |
| (ii) Change during the year (net)                                                                                       | <b>(62.91)</b>   | 219.36          |
|                                                                                                                         | <b>(90.37)</b>   | (27.46)         |
| (f) Re-measurement of defined benefit plans                                                                             |                  |                 |
| (i) Opening balance                                                                                                     | <b>(630.57)</b>  | (157.83)        |
| (ii) Change during the year (net)                                                                                       | <b>(915.23)</b>  | (472.74)        |
|                                                                                                                         | <b>(1545.80)</b> | (630.57)        |
| Total Other Equity                                                                                                      | <b>152738.89</b> | 164353.33       |

## Nature of reserves

## (a) Securities Premium

Securities premium is used to record the premium on issue of shares. The reserve is utilised in accordance with Section 52 of Companies Act, 2013.

## (b) General reserve

The General reserve is used from time to time to transfer profits from / to retained earnings for appropriation purposes. As the General reserve is created by a transfer from one component of equity to another and is not item of other comprehensive income, items included in the General reserve will not be reclassified subsequently to statement of profit and loss.

## NOTES TO THE FINANCIAL STATEMENTS

**(c) Fair value gain/(loss) of Equity Instruments through other comprehensive income**

This reserve represents the cumulative gains and losses arising on the revaluation of equity / debt instruments measured at fair value through other comprehensive income, net of amounts reclassified to retained earnings when those assets have been disposed off.

**(d) Effective portion of cash flow hedges**

The cash flow hedges represents the cumulative effective portion of gains or losses arising on changes in fair value of designated portion of hedging instruments entered into for cash flow hedges. The cumulative gain or loss arising on changes in fair value of the designated portion of the hedging instruments that are recognised and accumulated under the heading of cash flow hedging reserve. Such gains or losses will be reclassified to statement of profit and loss in the period in which the hedged transaction occurs.

**(e) Re-measurement of defined benefit plans**

Re-measurements of defined benefit liability comprises actuarial gains and losses.

**(f) Capital Management**

The Company's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. Management monitors the return on capital, as well as the level of dividends to equity shareholders.

The Board of Directors seeks to maintain a balance between the higher returns that might be possible with higher levels of borrowing and the advantages and security afforded by a sound capital position. The weighted-average interest expense on interest-bearing borrowings was 7.24% (2019-20: 8.33 %)

(₹ in Lakh)

| Note | Particulars                                                    | As at<br>31-Mar-21 | As at<br>31-Mar-20 |
|------|----------------------------------------------------------------|--------------------|--------------------|
| 19   | <b>Borrowings</b>                                              |                    |                    |
|      | <b>Non-current borrowings</b>                                  |                    |                    |
|      | <b>Term loans - From Financial Institutions - Secured</b>      |                    |                    |
|      | A) Term Loans - General Corporate Loan                         |                    |                    |
|      | - Rupee Term Loans                                             | 23000.00           | 14500.00           |
|      | B) Mill Expansion Plan(MEP)- Board Plant                       |                    |                    |
|      | - Rupee Term Loans                                             | 9969.61            | 2896.00            |
|      | <b>Term loans - From Banks - Secured</b>                       |                    |                    |
|      | A) Lime Sludge & Fly Ash Management System(LSFM)               |                    |                    |
|      | - Rupee Term Loans                                             | 0.00               | 450.00             |
|      | B) Term Loans-General Corporate Loan/Working Capital Term Loan |                    |                    |
|      | - Rupee Term Loans                                             | 76681.83           | 47489.56           |
|      | - Foreign Currency Term Loan                                   | 173.78             | 898.43             |



## NOTES TO THE FINANCIAL STATEMENTS

(₹ in Lakh)

| Note      | Particulars                                 | As at<br>31-Mar-21 | As at<br>31-Mar-20 |
|-----------|---------------------------------------------|--------------------|--------------------|
|           | C) Multilayer Coated Board Plant            |                    |                    |
|           | - Rupee Term Loans                          | <b>26227.56</b>    | 45738.83           |
|           | D) Mill Expansion Plan (MEP) - Board Plant  |                    |                    |
|           | - Rupee Term Loans                          | <b>58652.17</b>    | 9167.22            |
|           |                                             | <b>194704.95</b>   | 121140.04          |
| <b>19</b> | <b>Current borrowings</b>                   |                    |                    |
|           | <b>a) Loans from Banks - Secured **</b>     |                    |                    |
|           | Working Capital Loans - Banks               |                    |                    |
|           | Cash Credit                                 | <b>2934.84</b>     | 9706.99            |
|           | Rupee Loan                                  | <b>10200.00</b>    | 10200.00           |
|           | <b>b) Financial Institution - Secured #</b> | <b>0.00</b>        | 3802.26            |
|           | <b>Sub-Total (a)</b>                        | <b>13134.84</b>    | 23709.25           |
|           | <b>c) Unsecured bank loans</b>              |                    |                    |
|           | Short Term Loans from Banks                 |                    |                    |
|           | Cash Credit                                 | <b>0.00</b>        | 39.89              |
|           | Export Packing Credit(EPC)-INR              | <b>13000.00</b>    | 8500.00            |
|           | Rupee Loan                                  | <b>7500.00</b>     | 24500.00           |
|           | <b>Sub-Total (b)</b>                        | <b>20500.00</b>    | 33039.89           |
|           | <b>Total (a) + (b)</b>                      | <b>33634.84</b>    | 56749.14           |

\*\* Secured by a first charge on current assets of the company, namely raw materials, stock-in-process, semi-finished goods, finished goods, consumable stores & spares and receivables and a second charge by way of extension of equitable mortgage on immovable properties of the company in Kagithapuram, Karur District, Tamil nadu and second charge on the other fixed assets of the company excluding wind mills, vehicles and Computer Software and assets created/proposed to be created out of the ASRS, LSFM, RSPS and DIP projects.

# Loan from M/s. Tamilnadu Industrial Investment Corporation Ltd (TIIC) was drawn against trade receivables ageing between 91 & 150 days. This loan is secured by residual charge on movable fixed assets of the company.

## NOTES TO THE FINANCIAL STATEMENTS

## A. Term and repayment schedule

Terms and condition of outstanding borrowings are as follows

(₹ in Lakh)

| Particulars                                               | Note   | Year of maturity# | Terms of repayment                             | Coupon / Interest Rate | Non-Current 31-Mar-21 | Current 31-Mar-21 | Total 31-Mar-21 | Non-Current 31-Mar-20 | Current 31-Mar-20 | Total 31-Mar-20 |
|-----------------------------------------------------------|--------|-------------------|------------------------------------------------|------------------------|-----------------------|-------------------|-----------------|-----------------------|-------------------|-----------------|
| <b>Term loans - From Financial Institutions - Secured</b> |        |                   |                                                |                        |                       |                   |                 |                       |                   |                 |
| <b>A) Term Loans - General Corporate Loan</b>             |        |                   |                                                |                        |                       |                   |                 |                       |                   |                 |
| - Export - Import Bank of India                           | (vii)  | Aug-25            | 20 Step up quarterly installments              | 1 Y MCLR + 60 bps      | 13000.00              | 1500.00           | 14500.00        | 14500.00              | 500.00            | 15000.00        |
| - Tamilnadu Industrial Investment Corporation Ltd         | (xiii) | Mar-26            | 36 Step up monthly installments                | At present 7.30% p.a   | 10000.00              | 0.00              | 10000.00        | 0.00                  | 0.00              | 0.00            |
| <b>B) Mill Expansion Plan(MEP)- Board Plant</b>           |        |                   |                                                |                        | 23000.00              | 1500.00           | 24500.00        | 14500.00              | 500.00            | 15000.00        |
| - Export - Import Bank of India                           | (iii)  | Nov-29            | Quarterly in Twenty Eight step up installments | 1 Y Gsec + 265 bps     | 9969.61               | 0.00              | 9969.61         | 2896.00               | 0.00              | 2896.00         |
| <b>Term loans - From Banks - Secured</b>                  |        |                   |                                                |                        |                       |                   |                 |                       |                   |                 |
| <b>A) Lime Sludge Fly Ash Management System</b>           |        |                   |                                                |                        |                       |                   |                 |                       |                   |                 |
| - Canara Bank                                             | (i)    | Dec-21            | Quarterly in Eighteen equal installments       | 1 Y MCLR               | 0.00                  | 300.00            | 300.00          | 450.00                | 450.00            | 900.00          |

## NOTES TO THE FINANCIAL STATEMENTS

(₹ in Lakh)

| Particulars                                                           | Note   | Year of maturity# | Terms of repayment                           | Coupon / Interest Rate                                      | Non-Current 31-Mar-21 | Current 31-Mar-21 | Total 31-Mar-21 | Non-Current 31-Mar-20 | Current 31-Mar-20 | Total 31-Mar-20 |
|-----------------------------------------------------------------------|--------|-------------------|----------------------------------------------|-------------------------------------------------------------|-----------------------|-------------------|-----------------|-----------------------|-------------------|-----------------|
| <b>B) Term Loans-General Corporate Loan/Working Capital Term Loan</b> |        |                   |                                              |                                                             |                       |                   |                 |                       |                   |                 |
| <b>i) Rupee Term Loans</b>                                            |        |                   |                                              |                                                             |                       |                   |                 |                       |                   |                 |
| - Syndicate Bank                                                      | (iv)   | May-21            | Semi - annual in Eight equal installments    | 1 Y MCLR                                                    | <b>0.00</b>           | 1250.00           | 1250.00         | 1250.00               | 1250.00           | 2500.00         |
| - State Bank of India (Earlier known as SBI)                          | (iv)   | May-21            | Semi - annual in Eight equal installments    | 1 Y MCLR + 25 bps                                           | <b>0.00</b>           | 473.86            | 473.86          | 499.98                | 500.00            | 999.98          |
| - Canara Bank                                                         | (iv)   | May-21            | Semi - annual in Eight equal installments    | 1 Y MCLR                                                    | <b>0.00</b>           | 1375.00           | 1375.00         | 1375.00               | 1375.00           | 2750.00         |
| - Federal Bank                                                        | (v)    | Jun-22            | Quarterly in Twelve equal installments       | 1 Y Gsec + 197 bps                                          | <b>625.00</b>         | 2500.00           | 3125.00         | 3125.00               | 1875.00           | 5000.00         |
| - The Bank of Tokyo - Mitsubishi UFJ Limited                          | (vi)   | Oct-22            | Semi - annual in Six equal installments      | 7.91% p.a on a fully hedged basis + appl. withholding tax   | <b>3333.33</b>        | 6666.67           | 10000.00        | 10000.00              | 6666.67           | 16666.67        |
| - Canara Bank                                                         | (vii)  | Jun-27            | Quarterly in Thirty Two equal installments   | 1 Y MCLR + 30 bps                                           | <b>3437.50</b>        | 625.00            | 4062.50         | 3906.25               | 468.75            | 4375.00         |
| - IndusInd Bank Limited                                               | (viii) | Jun-27            | Quarterly in thirty one step up installments | Fixed for One Year (Subject to reset on every 28th of June) | <b>4661.00</b>        | 214.00            | 4875.00         | 4875.00               | 75.00             | 4950.00         |
| - Canara Bank                                                         | (ix)   | Apr-25            | Quarterly in Twenty equal installments       | 1 Y MCLR                                                    | <b>6500.00</b>        | 2000.00           | 8500.00         | 8500.00               | 1500.00           | 10000.00        |

(₹ in Lakh)

## NOTES TO THE FINANCIAL STATEMENTS

| Particulars                                   | Note  | Year of maturity# | Terms of repayment                       | Coupon / Interest Rate            | Non-Current 31-Mar-21 | Current 31-Mar-21 | Total 31-Mar-21 | Non-Current 31-Mar-20 | Current 31-Mar-20 | Total 31-Mar-20 |
|-----------------------------------------------|-------|-------------------|------------------------------------------|-----------------------------------|-----------------------|-------------------|-----------------|-----------------------|-------------------|-----------------|
| - Canara Bank                                 | (ix)  | May-25            | Quarterly in Twenty equal installments   | 1 Y MCLR                          | <b>8125.00</b>        | 2500.00           | 10625.00        | 10625.00              | 1875.00           | 12500.00        |
| - Kotak Mahindra Bank Limited                 | (x)   | Mar-22            | Quarterly in Twelve equal installments   | 6 M MCLR                          | <b>0.00</b>           | 3333.33           | 3333.33         | 3333.33               | 3333.34           | 6666.67         |
| - Kotak Mahindra Bank Limited                 | (xiv) | Oct-20            | Quarterly in Twelve equal installments   | 6 M MCLR                          | <b>0.00</b>           | 0.00              | 0.00            | 0.00                  | 833.33            | 833.33          |
| - Indian Overseas Bank                        | (xi)  | Nov-25            | Quarterly in Twelve equal installments   | 1 Y MCLR                          | <b>20000.00</b>       | 0.00              | 20000.00        | 0.00                  | 0.00              | 0.00            |
| - Indian Bank                                 | (xii) | Dec-25            | Quarterly in Twelve equal installments   | 1 Y MCLR                          | <b>30000.00</b>       | 0.00              | 30000.00        | 0.00                  | 0.00              | 0.00            |
| <b>ii) Foreign Currency Term Loan</b>         |       |                   |                                          |                                   | <b>76681.83</b>       | 20937.86          | 97619.69        | 47489.56              | 19752.09          | 67241.65        |
| - ICICI Bank                                  | (vi)  | Jun-22            | Quarterly in Sixteen equal installments  | 8.25% p.a on a fully hedged basis | <b>173.78</b>         | 695.12            | 868.90          | 898.43                | 718.74            | 1617.17         |
| <b>C) Multi Coated Board Plant</b>            |       |                   |                                          |                                   | <b>0.00</b>           | 6160.00           | 6160.00         | 6166.00               | 6162.00           | 12328.00        |
| - Syndicate Bank                              | (ii)  | Dec-21            | Quarterly in Eighteen equal installments | 1 Y MCLR                          | <b>0.00</b>           | 1628.77           | 1628.77         | 1658.89               | 1668.00           | 3326.89         |
| - State Bank of India ( Earlier known as SBT) | (ii)  | Dec-21            | Quarterly in Eighteen equal installments | 1 Y MCLR + 25 bps                 | <b>0.00</b>           | 3219.86           | 3219.86         | 3303.43               | 3337.50           | 6640.93         |
| - Indian Bank                                 | (ii)  | Dec-21            | Quarterly in Eighteen equal installments | 1 Y MCLR                          | <b>0.00</b>           |                   |                 |                       |                   |                 |

## NOTES TO THE FINANCIAL STATEMENTS

(₹ in Lakh)

| Particulars                                                  | Note  | Year of maturity# | Terms of repayment                           | Coupon / Interest Rate                                    | Non-Current Current 31-Mar-21 | Current 31-Mar-21 | Total 31-Mar-21 | Non-Current 31-Mar-20 | Current 31-Mar-20 | Total 31-Mar-20 |
|--------------------------------------------------------------|-------|-------------------|----------------------------------------------|-----------------------------------------------------------|-------------------------------|-------------------|-----------------|-----------------------|-------------------|-----------------|
| - The Bank of Tokyo - Mitsubishi UFJ Limited                 | (ii)  | Apr-22            | Quarterly in Twelve equal installments       | 7.73% p.a on a fully hedged basis + appl. withholding tax | <b>1666.66</b>                | 6666.67           | 8333.33         | 8333.33               | 6666.67           | 15000.00        |
|                                                              |       |                   |                                              |                                                           | <b>24560.90</b>               | 1715.14           | 26276.04        | 26277.18              | 616.30            | 26893.48        |
| - ICICI Bank Limited                                         | (ii)  | Dec-26            | Quarterly in thirty one step up installments | 1 Y MCLR + 60 bps                                         | <b>26227.56</b>               | 19390.44          | 45618.00        | 45738.83              | 18450.47          | 64189.30        |
| <b>D) Mill Expansion Plan - Board Plant</b>                  |       |                   |                                              |                                                           |                               |                   |                 |                       |                   |                 |
| - Indian Bank -Erstwhile Allahabad Bank                      | (iii) | Mar-29            | Quarterly in Twenty Six step up installments | 1 Y MCLR                                                  | <b>17250.77</b>               | 0.00              | 17250.77        | 811.48                | 0.00              | 811.48          |
| - Punjab National Bank (Erstwhile Oriental Bank of Commerce) | (iii) | Mar-29            | Quarterly in Twenty Six step up installments | 1 Y MCLR                                                  | <b>14707.02</b>               | 0.00              | 14707.02        | 1262.56               | 0.00              | 1262.56         |
| - Union Bank of India                                        | (iii) | Mar-29            | Quarterly in Twenty Six step up installments | 1 Y MCLR                                                  | <b>26694.38</b>               | 0.00              | 26694.38        | 7093.18               | 0.00              | 7093.18         |
|                                                              |       |                   |                                              |                                                           | <b>58652.17</b>               | 0.00              | 58652.17        | 9167.22               | 0.00              | 9167.22         |
| Grand Total                                                  |       |                   |                                              |                                                           | <b>194704.95</b>              | 42823.42          | 237528.37       | 121140.04             | 39871.30          | 161011.34       |

## NOTES TO THE FINANCIAL STATEMENTS

- (i) Secured by a first pari passu charge on fixed assets created out of respective loans.
- (ii) Secured by a first pari passu charge on fixed assets to be created at Mondipatti Village, Manappari Taluk, Trichy Dist., Tamil Nadu out of respective term loans and first charge on all the movable fixed assets of the company situated at Kagithapuram, Karur Dist., Tamil Nadu on pari passu basis both present & future except which are under specific charge to the respective term lenders and an equitable mortgage by deposit of title deeds in respect of 566.26 acres of land situated at Kagithapuram, Karur District, Tamil Nadu.
- (iii) First pari passu charge on assets to be created out of Mill Expansion Plan with other lenders funding for Phase – I of the project & First pari passu charge on existing assets at Board Plant (both movable and immovable fixed assets) along with existing lenders and proposed lenders for MEP.
- (iv) Secured by a first pari passu charge on movable fixed assets of the company (except assets under specific charge to other lenders) situated at Kagithapuram, Karur Dist., Tamil Nadu.
- (v) First Pari Passu Charge on moveable Fixed Assets with at least 1X cover.
- (vi) Residual charge on moveable fixed assets of the company.
- (vii) Secured by a first pari passu charge on movable fixed assets of the company (except assets under specific charge to other lenders)
- (viii) Subservient charge on entire moveable fixed assets of the company, both present and future (except those which are under specific charge to the respective term lenders).
- (ix) Subservient charge on current asset and entire moveable fixed assets of the company.
- (x) Exclusive hypothecation charge on revamped power plant & machinery.
- (xi) Exclusive Charge on land situated at Mayanoor and Thirukattuthurai.
- (xii) Exclusive Charge on Land situated at Ambattur and Land situated at Devarkulam, Perungudi and Alagaiapandiapuram including windfarm assets (Charges being created).
- (xiii) Residual charges on existing and future moveable fixed assets of the company.
- (xiv) Second hypothecation charge on fixed assets of the borrower with a minimum asset cover of 2X.



## NOTES TO THE FINANCIAL STATEMENTS

### Net debt reconciliation

This section sets out an analysis of net debt and the movements in net debt for the period presented.

(₹ in Lakh)

| Particulars                     | Cash and Cash equivalents and bank over drafts<br>(a) | Non-current borrowings (including current Maturities)<br>(b) | Current borrowings<br>(c) | Interest Payable<br>(d) | Total<br>(b+c+d)-(a) |
|---------------------------------|-------------------------------------------------------|--------------------------------------------------------------|---------------------------|-------------------------|----------------------|
| Net debt as at 01-Apr-19        | (9157.84)                                             | 167550.41                                                    | 14132.42                  | 1412.26                 | 192252.93            |
| Cash flows                      | (147.98)                                              | (6650.49)                                                    | 32869.84                  | -                       | 26367.33             |
| Finance costs                   | -                                                     | -                                                            | -                         | 22745.78                | 22745.78             |
| Interest paid                   | -                                                     | -                                                            | -                         | (23056.92)              | (23056.92)           |
| Exchange fluctuations           | -                                                     | 111.43                                                       | -                         | -                       | 111.43               |
| Net debt as at 31-Mar-20        | (9305.82)                                             | 161011.35                                                    | 47002.26                  | 1101.12                 | 218420.55            |
| <b>Cash flows</b>               | <b>7426.24</b>                                        | <b>76640.30</b>                                              | <b>(16302.26)</b>         | <b>-</b>                | <b>52911.80</b>      |
| <b>Finance costs</b>            | <b>-</b>                                              | <b>-</b>                                                     | <b>-</b>                  | <b>22425.57</b>         | <b>22425.57</b>      |
| <b>Interest paid</b>            | <b>-</b>                                              | <b>-</b>                                                     | <b>-</b>                  | <b>(22389.34)</b>       | <b>(22389.34)</b>    |
| <b>Exchange fluctuations</b>    | <b>-</b>                                              | <b>(123.27)</b>                                              | <b>-</b>                  | <b>-</b>                | <b>(123.27)</b>      |
| <b>Net debt as at 31-Mar-21</b> | <b>(1879.58)</b>                                      | <b>237528.38</b>                                             | <b>30700.00</b>           | <b>1137.35</b>          | <b>271245.31</b>     |

### 20 Provisions

(₹ in Lakh)

| Particulars                                        | Non-current     |           | Current        |           |
|----------------------------------------------------|-----------------|-----------|----------------|-----------|
|                                                    | 31-Mar-21       | 31-Mar-20 | 31-Mar-21      | 31-Mar-20 |
| Provisions for employee benefits - Note (a)        |                 |           |                |           |
| Defined benefit liability - Gratuity               | <b>8802.49</b>  | 7590.12   | <b>1846.69</b> | 1846.45   |
| Liability for compensated absences                 | <b>5371.44</b>  | 4438.74   | <b>779.34</b>  | 771.77    |
| Total provisions for employee benefits (A)         | <b>14173.93</b> | 12028.86  | <b>2626.03</b> | 2618.22   |
| Other provisions                                   |                 |           |                |           |
| Provision for decommissioning liability - Note (b) | <b>97.99</b>    | 89.90     | <b>0.00</b>    | 0.00      |
| Total other provisions (B)                         | <b>97.99</b>    | 89.90     | <b>0.00</b>    | 0.00      |
| Total provisions (A+B)                             | <b>14271.92</b> | 12118.76  | <b>2626.03</b> | 2618.22   |

## NOTES TO THE FINANCIAL STATEMENTS

## Note (a) Provisions for employee benefits

(₹ in Lakh)

| Particulars                          | As at 31-Mar-21 | As at 31-Mar-20 |
|--------------------------------------|-----------------|-----------------|
| Defined benefit liability - Gratuity | <b>10649.18</b> | 9436.57         |
| Liability for compensated absences   | <b>6150.78</b>  | 5210.51         |
| Total employee benefit liabilities   | <b>16799.96</b> | 14647.08        |
| Non-current                          | <b>14173.93</b> | 12028.86        |
| Current                              | <b>2626.03</b>  | 2618.22         |
| Total employee benefit liabilities   | <b>16799.96</b> | 14647.08        |

For details about the related employee benefit expenses, refer Notes 31

## Reconciliation of the net defined benefit liability

(₹ in Lakh)

| Particulars                                            | TYPE OF PLAN     |           |                  |           |
|--------------------------------------------------------|------------------|-----------|------------------|-----------|
|                                                        | GRATUITY         |           | LEAVE ENCASHMENT |           |
|                                                        | 31-Mar-21        | 31-Mar-20 | 31-Mar-21        | 31-Mar-20 |
| Balance at the beginning of the year                   | <b>9436.57</b>   | 8947.82   | <b>5210.51</b>   | 4489.36   |
| Interest Cost                                          | <b>577.49</b>    | 619.96    | <b>316.71</b>    | 310.43    |
| Current service cost                                   | <b>548.49</b>    | 483.32    | <b>226.04</b>    | 203.54    |
| Benefits paid                                          | <b>(1320.21)</b> | (1341.20) | <b>(794.65)</b>  | (689.65)  |
| Actuarial loss/(gain) on obligation (balancing figure) | <b>1406.84</b>   | 726.67    | <b>1192.17</b>   | 896.83    |
| Balance as at the end of the year                      | <b>10649.18</b>  | 9436.57   | <b>6150.78</b>   | 5210.51   |

## i. Expense recognized in profit or loss (Note - 31)

(₹ in Lakh)

| Particulars                                             | TYPE OF PLAN   |         |                  |         |
|---------------------------------------------------------|----------------|---------|------------------|---------|
|                                                         | GRATUITY       |         | LEAVE ENCASHMENT |         |
|                                                         | 2020-21        | 2019-20 | 2020-21          | 2019-20 |
| Current service cost                                    | <b>548.49</b>  | 483.32  | <b>226.05</b>    | 203.54  |
| Net Interest on Net Defined Benefit Obligations         | <b>577.49</b>  | 619.96  | <b>316.71</b>    | 310.43  |
| Net actuarial (gain)/loss recognized in the year        | <b>0.00</b>    | 0.00    | <b>1192.17</b>   | 896.83  |
| Past service cost                                       | <b>0.00</b>    | 0.00    | <b>0.00</b>      | 0.00    |
| Expenses recognized in the statement of profit and loss | <b>1125.98</b> | 1103.28 | <b>1734.93</b>   | 1410.80 |

## ii. Remeasurements recognized in other comprehensive income

(₹ in Lakh)

| Particulars                                           | TYPE OF PLAN   |         |
|-------------------------------------------------------|----------------|---------|
|                                                       | GRATUITY       |         |
|                                                       | 2020-21        | 2019-20 |
| Actuarial (gain) / loss on defined benefit obligation | <b>1406.84</b> | 726.67  |
|                                                       | <b>1406.84</b> | 726.67  |

## NOTES TO THE FINANCIAL STATEMENTS

### iii) Defined benefit obligation

(₹ in Lakh)

| Particulars            | Gratuity     |         | Leave Encashment |         |
|------------------------|--------------|---------|------------------|---------|
|                        | 2020-21      | 2019-20 | 2020-21          | 2019-20 |
| Discount Rate          | <b>6.85%</b> | 6.58%   | <b>6.85%</b>     | 7.00%   |
| Salary escalation rate | <b>7.00%</b> | 6.00%   | <b>7.00%</b>     | 6.00%   |
| Attrition rate         | <b>4.00%</b> | 5.00%   | <b>4.00%</b>     | 5.00%   |

### iv) Sensitivity Analysis

(₹ in Lakh)

| Significant actuarial assumptions         | Gratuity        |           | Leave Encashment |           |
|-------------------------------------------|-----------------|-----------|------------------|-----------|
|                                           | 31-Mar-21       | 31-Mar-20 | 31-Mar-21        | 31-Mar-20 |
| Discount Rate                             |                 |           |                  |           |
| Impact due to increase of 50 basis points | <b>(383.30)</b> | (289.76)  | <b>(239.13)</b>  | (176.42)  |
| Impact due to decrease of 50 basis points | <b>413.03</b>   | 309.68    | <b>258.18</b>    | 189.26    |
| Salary escalation rate                    |                 |           |                  |           |
| Impact due to increase of 50 basis points | <b>330.63</b>   | 269.91    | <b>256.56</b>    | 189.40    |
| Impact due to decrease of 50 basis points | <b>(328.01)</b> | (259.96)  | <b>(239.89)</b>  | (178.17)  |

### v) Maturity Profile of Defined Benefit Obligation :

(₹ in Lakh)

| Defined Benefits        | As at<br>31-Mar-21 | As at<br>31-Mar-20 |
|-------------------------|--------------------|--------------------|
| <b>Gratuity</b>         |                    |                    |
| Less than one Year      | <b>839.67</b>      | 872.63             |
| One to Three Years      | <b>3657.31</b>     | 3614.71            |
| Three to Five Years     | <b>1912.96</b>     | 1835.21            |
| More than Five years    | <b>3868.77</b>     | 3220.59            |
| <b>Leave Encashment</b> |                    |                    |
| Less than one Year      | <b>400.47</b>      | 418.02             |
| One to Three Years      | <b>1422.23</b>     | 1333.46            |
| Three to Five Years     | <b>852.12</b>      | 807.77             |
| More than Five years    | <b>2050.75</b>     | 1629.84            |

### Note (b) Provision for decommissioning liability

The Company has made a provision of ₹.97.99 lakh (Previous Year ₹.89.90 lakh) in respect of obligation on decommissioning of Plant & Machinery erected at various Off-sites (Sugar Mills). The unwinding of discount of ₹8.09 lakh (Previous Year ₹.7.42 lakh) recognized as expenses.

### Provident Fund

The Company pays fixed contribution to provident fund at pre-determined rates to a separate irrevocable trust approved by the Commissioner of Income Tax, which invests the fund in permitted securities. The contribution to the fund for the period is recognized as expenses and is charged to Statement of Profit and Loss. While the obligation to the Company is limited to such fixed contribution, as per the rules of Employee's Provident Fund (EPF) any deficiency in the rate of interest on the contribution based on its return on investment as compared to the rate declared for Employees Provident Fund by the Government under Para 60 of the Employees Provident Fund Act is to be met by the Company. Also as per the rules, any deficiency in the fair value of Plan Assets backing the Provident Fund accumulations compared to the amount of such accumulations is to be met by the company.

In accordance with actuarial valuation of provident fund liabilities and based on the assumptions as mentioned below, there is no deficiency in the interest cost as present value of expected future earnings of the fund is greater than the expected amount to be credited the individual members based on the expected guaranteed rate of interest of Government administered provident fund.

## NOTES TO THE FINANCIAL STATEMENTS

The details of fund and plan assets are given below

(₹ in Lakh)

| Particulars                       | As at<br>31-Mar-21 | As at<br>31-Mar-20 |
|-----------------------------------|--------------------|--------------------|
| Present value of Obligation (PVO) | <b>29833.54</b>    | 28986.07           |
| Fair value of Plan Assets         | <b>31667.20</b>    | 30767.84           |
| Net Liability / (Net Asset)       | <b>(1833.66)</b>   | (1781.77)          |

The plan assets have been primarily invested in Government securities and corporate bonds:-

| Particulars                                   | As at<br>31-Mar-21 | As at<br>31-Mar-20 |
|-----------------------------------------------|--------------------|--------------------|
| Government Securities and Related Investments | <b>16720.28</b>    | 14491.65           |
| Debt Instruments and Related Investments      | <b>11273.52</b>    | 11814.85           |
| Equities and Related Investments              | <b>348.35</b>      | 584.59             |
| Special Deposit Scheme                        | <b>538.34</b>      | 1015.34            |
| Other Assets                                  | <b>2786.71</b>     | 2861.41            |
| Total                                         | <b>31667.20</b>    | 30767.84           |

The principal assumptions used in determining the present value obligation of Interest guarantee under the deterministic approach are as follows

| Particulars               | As at<br>31-Mar-21 | As at<br>31-Mar-20 |
|---------------------------|--------------------|--------------------|
| Discount Rate             | <b>6.85%</b>       | 6.58%              |
| Guaranteed rate of return | <b>8.50%</b>       | 8.50%              |

The company contributed ₹ 1922.70 lakh (Previous Year : ₹ 1632.59 lakh) towards the provident fund for the year ended 31st March, 2021.

## 21. Movement in deferred tax balances

(₹ in Lakh)

| Particulars                                          | Net deferred tax (assets) / liabilities |           |            |                   |                  |                   |
|------------------------------------------------------|-----------------------------------------|-----------|------------|-------------------|------------------|-------------------|
|                                                      | 01-Apr-19                               | 2019-20   | 31-Mar-20  | 01-Apr-20         | 2020-21          | 31-Mar-21         |
| <b>Recognized in profit and loss:</b>                |                                         |           |            |                   |                  |                   |
| Property ,Plant and equipment                        | 74934.39                                | (521.59)  | 74412.80   | <b>74412.80</b>   | <b>(838.43)</b>  | <b>73574.37</b>   |
| Intangible assets                                    | (733.93)                                | 97.71     | (636.22)   | <b>(636.22)</b>   | <b>17.67</b>     | <b>(618.55)</b>   |
| Biological assets                                    | 48.33                                   | 7.64      | 55.97      | <b>55.97</b>      | <b>7.26</b>      | <b>63.23</b>      |
| Finance Cost - Decommissioning Liability             | (24.94)                                 | (2.59)    | (27.53)    | <b>(27.53)</b>    | <b>(2.83)</b>    | <b>(30.36)</b>    |
| Lease Liabilities                                    | (178.97)                                | (4.35)    | (183.32)   | <b>(183.32)</b>   | <b>11.12</b>     | <b>(172.20)</b>   |
| Provision for loss allowance                         | (2594.08)                               | (83.75)   | (2677.83)  | <b>(2677.83)</b>  | <b>(31.96)</b>   | <b>(2709.79)</b>  |
| Disallowance of expenses U/sec., 43B                 | (202.89)                                | (17.22)   | (220.11)   | <b>(220.11)</b>   | <b>(42.34)</b>   | <b>(262.45)</b>   |
| Tax losses carried forward - unabsorbed depreciation | (17753.25)                              | 6743.26   | (11009.99) | <b>(11009.99)</b> | <b>(2217.80)</b> | <b>(13227.79)</b> |
| Employee Benefits Plan                               | (4459.90)                               | (168.87)  | (4628.77)  | <b>(4628.77)</b>  | <b>(260.69)</b>  | <b>(4889.46)</b>  |
| Tax Credits - MAT Credit Entitlement                 | (26129.37)                              | (3187.80) | (29317.17) | <b>(29317.17)</b> | <b>(0.20)</b>    | <b>(29317.37)</b> |
| (A)                                                  | 22905.39                                | 2862.44   | 25767.83   | <b>25767.83</b>   | <b>(3358.20)</b> | <b>22409.63</b>   |
| <b>Recognized in other comprehensive income :</b>    |                                         |           |            |                   |                  |                   |
| Remeasurement of defined benefit plans               | (84.36)                                 | (253.93)  | (338.29)   | <b>(338.29)</b>   | <b>(491.61)</b>  | <b>(829.90)</b>   |
| Derivatives                                          | (132.75)                                | 117.83    | (14.92)    | <b>(14.92)</b>    | <b>(33.79)</b>   | <b>(48.71)</b>    |
| (B)                                                  | (217.11)                                | (136.10)  | (353.21)   | <b>(353.21)</b>   | <b>(525.40)</b>  | <b>(878.61)</b>   |
| Total (A+B)                                          | 22688.28                                | 2726.34   | 25414.62   | <b>25414.62</b>   | <b>(3883.60)</b> | <b>21531.02</b>   |

## NOTES TO THE FINANCIAL STATEMENTS

### Tax losses carried forward

Tax losses never expires for which deferred tax asset was recognized and outstanding as follows: (₹ in Lakh)

| Particulars  | As at<br>31-Mar-21 | As at<br>31-Mar-20 | Expiry date |
|--------------|--------------------|--------------------|-------------|
| Expire       | -                  | -                  | -           |
| Never expire | 13227.79           | 11009.99           | -           |

### MAT Credit Entitlement:

MAT credit Entitlements expires on subsequent periods as per tax laws and on which deferred tax asset was recognized and outstanding as follows:

(₹ in Lakh)

| Particulars            | Expire by 5 years - 31/03/2026 | Expire by 6-10 years -<br>31/03/2027 to 31/03/2031 | Expire by > 10 years -<br>31/03/2032 to 31/03/2036 |
|------------------------|--------------------------------|----------------------------------------------------|----------------------------------------------------|
| MAT Credit Entitlement | 3522.20                        | 10835.73                                           | 14959.44                                           |

(₹ in Lakh)

| Note      | Particulars                          | As at<br>31-Mar-21 | As at<br>31-Mar-20 |
|-----------|--------------------------------------|--------------------|--------------------|
| <b>22</b> | <b>Other Non-current Liabilities</b> |                    |                    |
|           | Government grants                    | 22.90              | 25.30              |
|           | Deferred Rent Payable                | 2.87               | 3.09               |
|           |                                      | <b>25.77</b>       | 28.39              |

### Government grants

The company has recognized in its books Government subsidy of ₹.30 lakh for creation of environment protection infrastructure facility at Board Plant. As subsidy relates a specific asset, the same was treated as deferral income and amortized over the useful life of the asset.

### Deferred Rent Payable

TNPL has taken Government lands for lease (Operating lease) for the purpose of captive plantations. The lease period is for thirty years. Incremental rent on year on year basis is applicable till the end of 4th year and thereafter it will be flat.

(₹ in Lakh)

| Note      | Particulars                                                              | As at<br>31-Mar-21 | As at<br>31-Mar-20 |
|-----------|--------------------------------------------------------------------------|--------------------|--------------------|
| <b>23</b> | <b>Trade payables</b>                                                    |                    |                    |
|           | Trade payables to related parties                                        | -                  | -                  |
|           | Other trade payables                                                     |                    |                    |
|           | Acceptances                                                              | 33039.35           | 46104.88           |
|           | Sundry Creditors                                                         |                    |                    |
|           | Total Outstanding dues of Micro & Small Enterprises                      | 3927.52            | 350.51             |
|           | Total Outstanding dues of Creditors other than Micro & Small Enterprises | 46411.29           | 52739.24           |
|           |                                                                          | <b>83378.16</b>    | 99194.63           |

All trade payables are 'current'

The Company's exposure to currency and liquidity risks related to trade payables is disclosed in Note 41.

i) The classification of the suppliers under Micro, Small and Medium Enterprises Development Act, 2006 is made on the basis of information made available to the Company.

## NOTES TO THE FINANCIAL STATEMENTS

ii) Disclosure requirement as required under Micro, Small and Medium Enterprises Development Act, 2006 is as follow  
(₹ in Lakh)

| Particulars                                                                                                                                                                                                                                        | As at<br>31-Mar-21 | As at<br>31-Mar-20 |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------|--------------------|
| a) Principal amount and the interest due thereon remaining unpaid to each supplier at the end of each accounting year.                                                                                                                             | <b>3927.52</b>     | 350.51             |
| b) Interest paid by the Company in terms of section 16 of Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during each accounting year.               | -                  | -                  |
| c) Interest due and payable for the year of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under Micro, Small and Medium Enterprises Development Act, 2006. | <b>41.48</b>       | -                  |
| d) Interest accrued and remaining unpaid at the end of each accounting year.                                                                                                                                                                       | <b>41.48</b>       | -                  |
| e) Interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise.                                                                                     | -                  | -                  |

(₹ in Lakh)

| Note      | Particulars                                  | As at<br>31-Mar-21 | As at<br>31-Mar-20 |
|-----------|----------------------------------------------|--------------------|--------------------|
| <b>24</b> | <b>Other Financial Liabilities</b>           |                    |                    |
|           | Current maturities of Long Term Debt         | <b>42823.42</b>    | 39871.30           |
|           | Interest accrued but not due                 | <b>1137.35</b>     | 1101.12            |
|           | Security Deposits from customers/contractors | <b>7084.94</b>     | 7006.37            |
|           | Unclaimed Dividend #                         | <b>166.34</b>      | 120.15             |
|           | Employee related Liabilities @               | <b>7284.46</b>     | 6861.22            |
|           | Derivative Liabilities                       | <b>29.01</b>       | 0.00               |
|           | Creditors for Capital Goods                  | <b>14514.99</b>    | 1976.17            |
|           |                                              | <b>73040.51</b>    | 56936.33           |

# There are no amount due and outstanding to be credited to Investors Education and Protection Fund

@ The long-term agreement with workmen, Chargemen and staff of the company, with effect from 15th May, 2018 has been negotiated and paid during the year. Pending revision of salary of Executives w.e.f 16th May, 2018, a sum of ₹ 4881.75 lakhs has been estimated and provided upto 31-Mar-21. The difference, if any, shall be dealt with and accounted for in the year of finalisation of agreement.

(₹ in Lakh)

| Note      | Particulars                      | As at<br>31-Mar-21 | As at<br>31-Mar-20 |
|-----------|----------------------------------|--------------------|--------------------|
| <b>25</b> | <b>Other Current Liabilities</b> |                    |                    |
|           | Advance received from customers  | <b>3057.54</b>     | 1031.99            |
|           | Statutory dues payable           | <b>2966.04</b>     | 1203.61            |
|           | Tax Deducted at Source           | <b>569.88</b>      | 545.36             |
|           | Other payables #                 | <b>6314.63</b>     | 6306.54            |
|           |                                  | <b>12908.09</b>    | 9087.50            |

# Other payables includes:

- ₹ 2410.35 lakh (Previous Year ₹ 2410.35 lakh) being the guarantee commission in respect of IBRD Loan guaranteed by Govt. of India lying since 2002
  - ₹ 990.83 lakh (Previous Year ₹ 990.83 Lakh) being Electricity Generation Tax for the generation of energy from captive generation plant for own use.
  - Confirmation of balances from some of the creditors have been received and the same is being reconciled.
- The Company's exposure to currency and liquidity risks related to above financial liabilities is disclosed in Note 41.



## NOTES TO THE FINANCIAL STATEMENTS

(₹ in Lakh)

| Note | Particulars                                | For the Year ended 31-Mar-21 | For the Year ended 31-Mar-20 |
|------|--------------------------------------------|------------------------------|------------------------------|
| 26   | <b>Revenue from Operations</b>             |                              |                              |
|      | <b>Sale of Products</b>                    |                              |                              |
|      | <b>Printing &amp; Writing Paper</b>        |                              |                              |
|      | - Domestic Sales                           | 156362.31                    | 215484.86                    |
|      | - Export Sales                             | 30526.77                     | 40774.42                     |
|      |                                            | 186889.08                    | 256259.28                    |
|      | Less: Discounts                            | 24442.43                     | 22897.55                     |
|      |                                            | 162446.65                    | 233361.73                    |
|      | Packaging Board                            |                              |                              |
|      | - Domestic Sales                           | 94619.73                     | 97328.74                     |
|      | - Export Sales                             | 6096.80                      | 2268.96                      |
|      |                                            | 100716.53                    | 99597.70                     |
|      | Less: Discounts                            | 16987.41                     | 14748.95                     |
|      |                                            | 83729.12                     | 84848.75                     |
|      | Cement                                     | 15641.00                     | 12410.71                     |
|      | Sale of Energy                             | 1383.02                      | 1422.87                      |
|      | <b>Sale of Traded Goods</b>                |                              |                              |
|      | Note Books                                 | 10291.21                     | 10437.19                     |
|      | Paper & core pipe                          | 0.00                         | 11.01                        |
|      | Coal                                       | 522.29                       | 1182.76                      |
|      | Pre printed marks sheets                   | 138.78                       | 65.19                        |
|      | Burnt Lime                                 | 50.13                        | 20.27                        |
|      | <b>Total sale of products (a)</b>          | <b>274202.20</b>             | <b>343760.48</b>             |
|      | <b>Other Operating revenue</b>             |                              |                              |
|      | Export Incentive                           | 934.34                       | 1782.60                      |
|      | Sale of Clone                              | 417.49                       | 274.38                       |
|      | Sale of scrap, wastes etc.                 | 1263.47                      | 1293.82                      |
|      | <b>Total other operating revenue (b)</b>   | <b>2615.30</b>               | <b>3350.80</b>               |
|      | <b>Total revenue from operations (a+b)</b> | <b>276817.50</b>             | <b>347111.28</b>             |

## NOTES TO THE FINANCIAL STATEMENTS

(₹ in Lakh)

| Note      | Particulars                                                             | For the Year ended 31-Mar-21 | For the Year ended 31-Mar-20 |
|-----------|-------------------------------------------------------------------------|------------------------------|------------------------------|
| <b>27</b> | <b>Other Income</b>                                                     |                              |                              |
|           | Interest Income:                                                        |                              |                              |
|           | Under the effective interest method-Interest on advances to Sugar Mills | <b>451.24</b>                | 497.33                       |
|           | Other Interest - Over Due bills                                         | <b>927.82</b>                | 690.21                       |
|           | Change in fair value of biological assets                               | <b>20.78</b>                 | 21.88                        |
|           | Rental Income from property                                             | <b>94.12</b>                 | 79.30                        |
|           | Government Grant - VAT / GST Incentive - Note (i)                       | <b>1600.00</b>               | 989.22                       |
|           | Government Grant- Note (ii)                                             | <b>1.20</b>                  | 1.20                         |
|           | Miscellaneous Income-Note (iii)                                         | <b>1997.04</b>               | 1473.71                      |
|           |                                                                         | <b>5092.20</b>               | 3752.85                      |

**Note :**

- (i) The Company is entitled to Net Output VAT and CST refund in terms of G.O. (Ms) No.212 Dated 05.09.2015 for a period of twelve years from the Date of Commercial Production with GST compensation clause in the said G.O. The Government of Tamil Nadu (GoTN) vide G.O(Ms) No.164 dated 29th July, 2020 announced modified incentive scheme under GST regime and given an option to avail either SGST paid based incentive or capital subsidy incentive of 1% per annum on the eligible investment for the residual period to be sanctioned annually upon fulfilment of eligibility criteria. The company opted to avail capital subsidy incentive of 1% p.a and the GoTN issued company specific order for company's option vide G.O.(Ms) No.275 dated 28th December, 2020.

Accordingly, the accrued eligible incentive for the period from 1st July, 2017 to 31st March 2021 amounts to ₹ 6000 lakh in terms of the above mentioned G.O. An amount of ₹ 2534.28 lakh recognised as per old scheme up to 31st March 2020 and the differential incentive of ₹ 3465.72 lakh has been recognised during the current financial year ended 31st March 2021, out of which amount pertaining to period ended 31st March, 2020 amounting to ₹ 1865.72 lakh have been classified as 'Exceptional Items'.

- (ii) Government grants includes Effluent Treatment Plant (ETP) subsidy of ₹ 1.20 lakh (Previous Year ₹ 1.20 lakh) being related to specific fixed asset has been recognised as other income over the useful life of the asset.
- (iii) Miscellaneous Income includes ₹ 749.78 lakh (Previous Year ₹ 280.94 lakhs) relating to write back of trade payables.

|           |                                              |                  |           |
|-----------|----------------------------------------------|------------------|-----------|
| <b>28</b> | <b>Cost of Purchase / Materials Consumed</b> |                  |           |
|           | Raw materials consumed- Note (i)             | <b>73210.19</b>  | 97999.42  |
|           | Chemicals consumed                           | <b>24657.88</b>  | 32391.94  |
|           | Freight & Handling charges                   | <b>4108.52</b>   | 6535.07   |
|           | Packing Expenses                             | <b>6311.82</b>   | 6918.55   |
|           | Bagasse purchased                            | <b>6608.39</b>   | 8837.58   |
|           |                                              | <b>114896.80</b> | 152682.56 |

**Note :**

- (i) Excluding cost of bagasse procured in lieu of steam / fuel supplied to Sugar Mills which is included in the respective natural heads of accounts

|           |                                   |                |          |
|-----------|-----------------------------------|----------------|----------|
| <b>29</b> | <b>Purchase of Stock-in-trade</b> |                |          |
|           | Note Books                        | <b>8992.43</b> | 9491.85  |
|           | Pre-Printed Marksheet             | <b>121.81</b>  | 59.10    |
|           | Paper & Core pipe                 | <b>0.00</b>    | 14.22    |
|           | Coal                              | <b>435.69</b>  | 1003.81  |
|           | Burnt lime                        | <b>41.16</b>   | 13.18    |
|           | <b>Total</b>                      | <b>9591.09</b> | 10582.16 |

## NOTES TO THE FINANCIAL STATEMENTS

(₹ in Lakh)

| Note | Particulars                                                                   | For the Year ended 31-Mar-21 | For the Year ended 31-Mar-20 |
|------|-------------------------------------------------------------------------------|------------------------------|------------------------------|
| 30   | <b>Changes in Inventories of Bagasse, Work-in-Progress and Finished Goods</b> |                              |                              |
|      | <b>Opening Stock :</b>                                                        |                              |                              |
|      | Bagasse                                                                       | <b>18400.07</b>              | 17851.11                     |
|      | Work in Progress                                                              | <b>13901.50</b>              | 13522.84                     |
|      | Finished Goods                                                                | <b>11322.49</b>              | 5315.18                      |
|      | Traded Goods                                                                  | <b>718.25</b>                | 353.70                       |
|      | <b>Sub-total (a)</b>                                                          | <b>44342.31</b>              | 37042.83                     |
|      | <b>Closing Stock:</b>                                                         |                              |                              |
|      | Bagasse                                                                       | <b>12032.90</b>              | 18400.07                     |
|      | Work in Progress                                                              | <b>4363.04</b>               | 13901.50                     |
| 31   | Finished Goods                                                                | <b>22215.12</b>              | 11322.49                     |
|      | Traded Goods                                                                  | <b>664.05</b>                | 718.25                       |
|      | <b>Sub-total (b)</b>                                                          | <b>39275.11</b>              | 44342.31                     |
|      | <b>Total (a-b)</b>                                                            | <b>5067.20</b>               | (7299.48)                    |
| 31   | <b>Employee Benefit Expenses</b>                                              |                              |                              |
|      | Salaries, Wages and Bonus                                                     | <b>22007.83</b>              | 21364.81                     |
|      | Contribution to provident fund & Other funds                                  | <b>3063.24</b>               | 2566.09                      |
|      | Gratuity and Leave Encashment                                                 | <b>2860.91</b>               | 2514.08                      |
|      | Staff Welfare expense                                                         | <b>2778.38</b>               | 2910.78                      |
|      |                                                                               | <b>30710.36</b>              | 29355.76                     |
| 32   | <b>Finance Costs</b>                                                          |                              |                              |
|      | Interest expense on financial liabilities measured at amortized cost          |                              |                              |
|      | Term Loans                                                                    | <b>14655.48</b>              | 14165.12                     |
|      | Working Capital                                                               | <b>6360.90</b>               | 6518.42                      |
|      | Less: Interest Capitalized                                                    | <b>(3093.00)</b>             | (487.02)                     |
|      | Other Finance costs                                                           | <b>1185.46</b>               | 1795.42                      |
|      | Interest on Lease Liabilities                                                 | <b>215.64</b>                | 259.40                       |
|      | Unwinding of discount on decommissioning liabilities                          | <b>8.09</b>                  | 7.42                         |
|      |                                                                               | <b>19332.57</b>              | 22258.76                     |
| 33   | <b>Depreciation and Amortization Expenses</b>                                 |                              |                              |
|      | Depreciation of property, plant and equipment                                 | <b>22876.37</b>              | 22336.24                     |
|      | Depreciation on Right to use assets                                           | <b>492.76</b>                | 492.76                       |
|      | Depreciation on investment property                                           | <b>1.99</b>                  | 1.99                         |
|      | Amortization of intangible assets                                             | <b>161.86</b>                | 293.44                       |
|      |                                                                               | <b>23532.98</b>              | 23124.43                     |

## NOTES TO THE FINANCIAL STATEMENTS

(₹ in Lakh)

| Note      | Particulars                                                                | For the Year ended 31-Mar-21 | For the Year ended 31-Mar-20 |
|-----------|----------------------------------------------------------------------------|------------------------------|------------------------------|
| <b>34</b> | <b>Other Expenses</b>                                                      |                              |                              |
|           | Stores consumed                                                            | <b>1478.66</b>               | 1246.53                      |
|           | Repairs and maintenance:                                                   |                              |                              |
|           | - Building                                                                 | <b>918.58</b>                | 1053.97                      |
|           | - Plant and machinery                                                      | <b>16860.35</b>              | 17902.76                     |
|           | - Others                                                                   | <b>578.55</b>                | 541.10                       |
|           | Rent                                                                       | <b>253.37</b>                | 107.82                       |
|           | Rates and Taxes                                                            | <b>332.81</b>                | 375.05                       |
|           | Insurance                                                                  | <b>1610.86</b>               | 418.05                       |
|           | Transportation Charges                                                     | <b>4779.58</b>               | 4622.90                      |
|           | Commission & Discount on Sales                                             | <b>9254.74</b>               | 8190.32                      |
|           | Travelling & Conveyance                                                    | <b>128.20</b>                | 538.75                       |
|           | Auditors' Remuneration - Note no.39(c )                                    | <b>29.03</b>                 | 22.08                        |
|           | Printing and Stationery                                                    | <b>80.78</b>                 | 122.08                       |
|           | Communication                                                              | <b>76.42</b>                 | 89.56                        |
|           | Advertisement                                                              | <b>258.53</b>                | 257.19                       |
|           | Farm Forestry                                                              | <b>1502.00</b>               | 1187.40                      |
|           | Provision for Trade Receivables                                            | <b>91.47</b>                 | 197.75                       |
|           | Loss on sale/write off of fixed assets                                     | <b>23.73</b>                 | 161.48                       |
|           | Loss on Foreign Exchange Fluctuations (Net)                                | <b>1137.52</b>               | 1830.04                      |
|           | Security Personnel Expenses                                                | <b>957.53</b>                | 929.05                       |
|           | Vehicle Hire Charges                                                       | <b>274.37</b>                | 347.47                       |
|           | Corporate Social Responsibility (CSR)                                      | <b>219.22</b>                | 399.25                       |
|           | Sitting fee to Directors                                                   | <b>33.50</b>                 | 32.75                        |
|           | Miscellaneous                                                              | <b>715.97</b>                | 1633.98                      |
|           |                                                                            | <b>41595.77</b>              | 42207.33                     |
| <b>35</b> | <b>EXCEPTIONAL ITEMS (Refer Note 35.1)</b>                                 |                              |                              |
|           | Provision for advances & Loans                                             | <b>0.00</b>                  | (41.92)                      |
|           | Provision for Impairment of Tangible Assets                                | <b>0.00</b>                  | (79.17)                      |
|           | GST incentive relating to earlier years (Refer Foot Note(i) of Note No.27) | <b>1865.72</b>               | 0.00                         |
|           |                                                                            | <b>1865.72</b>               | (121.09)                     |

## NOTES TO THE FINANCIAL STATEMENTS

**35.1** The company as part of its initiative to procure bagasse, a key raw material for its manufacturing process has entered into Long Term Supply Agreement and as per the agreements the company had paid ₹ 7500 Lakh as advances to sugar mills and these agreements are due to expire or due for renewal in September, 2024 and September, 2026. Out of the repayment commitments by these companies to whom advances have been made, an amount of ₹ 2152 lakh became overdue as on 31st March, 2019 and the companies have defaulted in repayment and also based on information from various other sources including the financial information of the company identified that these advances are having high credit risk in the financial year 2018-19. Further there were no supplies of bagasse in the last three years as per the long term supply agreement. While the company is taking efforts to recover the overdue amounts and initiated legal proceedings for recovery of current dues.

Notwithstanding the unexpired term for fulfilling the supply and repayment obligations by these companies to whom the advances have been made, as a matter of prudence, total amount outstanding from those companies were considered doubtful of recovery accordingly the company provided for the total outstanding advances and other receivables amounting to ₹ 5760.09 Lakh and provided for impairment of the Intangible asset – Right to procure Bagasse amounting to ₹ 1559.29 Lakh during the year ended 31st March, 2019. Also outstanding balance of ₹ 41.92 lakh relates to advance given for construction of Coal Shed become non-recoverable and have been provided for during the year ended 31st March, 2020.

The Company have filed a petition against the above sugar mills before NCLT under Insolvency and Bankruptcy Code, 2016 (IBC) and the company has filed its claims with Resolution Professional (RP).

The Company has installed some of its assets at the above sugar mills and shifted some of the Machineries which were Installed at Sugar Mills like Compactors, Depithers etc. and related Stores and Spares. The Company also requested the RP to grant permission to take possession of the remaining property, plant and equipment having a carrying cost of ₹ 181.02 Lakh and spares costing ₹ 16 Lakh and also impaired permanent structures having carrying cost of ₹ 79.17 Lakh during the year ended 31st March, 2020.

### 36 Income tax

#### a) Amounts recognized in profit or loss

##### Tax expense recognized in the Statement of Profit and Loss

(₹ in Lakh)

| Particulars                                | For the year ended 31-Mar-21 | For the year ended 31-Mar-20 |
|--------------------------------------------|------------------------------|------------------------------|
| Current Tax on taxable income for the year | 0.00                         | 3216.54                      |
| MAT credit entitlement                     | 0.00                         | (3216.54)                    |
| Deferred tax                               | (3358.00)                    | 6050.24                      |
| <b>Total tax expenses</b>                  | <b>(3358.00)</b>             | <b>6050.24</b>               |

#### b) Income tax recognized in other comprehensive income

(₹ in Lakh)

| Particulars                                                                 | For the year ended 31-Mar-21 |                       |                 |
|-----------------------------------------------------------------------------|------------------------------|-----------------------|-----------------|
|                                                                             | Before Tax                   | Tax (expense) benefit | Net of tax      |
| Remeasurement of defined benefit liability                                  | (1406.84)                    | (491.61)              | (915.23)        |
| Fair value of equity investments through OCI                                | 27.47                        | -                     | 27.47           |
| Effective portion of gain/(loss) on hedging instruments in cash flow hedges | (96.70)                      | (33.79)               | (62.91)         |
|                                                                             | <b>(1476.07)</b>             | <b>(525.40)</b>       | <b>(950.67)</b> |

| Particulars                                                                 | For the year ended 31-Mar-20 |                       |                 |
|-----------------------------------------------------------------------------|------------------------------|-----------------------|-----------------|
|                                                                             | Before Tax                   | Tax (expense) benefit | Net of tax      |
| Remeasurement of defined benefit liability                                  | (726.67)                     | (253.93)              | (472.74)        |
| Fair value of equity investments through OCI                                | (39.03)                      | -                     | (39.03)         |
| Effective portion of gain/(loss) on hedging instruments in cash flow hedges | 337.19                       | 117.83                | 219.36          |
|                                                                             | <b>(428.51)</b>              | <b>(136.10)</b>       | <b>(292.41)</b> |

## NOTES TO THE FINANCIAL STATEMENTS

## c) Reconciliation of effective tax rate

A reconciliation of the income tax expenses to the amount computed by applying the statutory income tax rate to the profit before income taxes is summarized below: (₹ in Lakh)

| Particulars                                          | For the<br>Year ended<br>31-Mar-21 | For the<br>Year ended<br>31-Mar-20 |
|------------------------------------------------------|------------------------------------|------------------------------------|
| <b>Profit before tax</b>                             | <b>(9869.13)</b>                   | 19053.47                           |
| Income tax rate                                      | <b>34.944%</b>                     | 34.944%                            |
| Current tax expenses on Profit before tax            | <b>(3448.67)</b>                   | 6658.04                            |
| <b>Tax effect of:</b>                                |                                    |                                    |
| Permanent disallowances                              |                                    |                                    |
| CSR Expenditure as per Sec.135 of Companies Act 2013 | <b>91.10</b>                       | 139.51                             |
| Disallowance - Donation & Taxes                      | <b>0.00</b>                        | (7.74)                             |
| Temporary differences                                | <b>(0.43)</b>                      | (739.57)                           |
| Total income tax expense/(credit)                    | <b>(3358.00)</b>                   | 6050.24                            |
| Effective tax Rate                                   | <b>34.03%</b>                      | 31.75%                             |

- d) "The Taxation Laws (Amendment) Act, 2019" has inserted Section 115BAA of the Income Tax Act, 1961, whereby a domestic company has an irrevocable option of exercising for a lower corporate tax rate along with consequent forego of certain tax deductions and incentives, including accumulated MAT credit eligible for set-off in subsequent years.

The company has still not exercised this option considering the accumulated MAT Credit and additional depreciation available for set-off and continues to evaluate the benefit of exercising the option for a lower corporate tax rate. Pending exercising of the option, the company continues to recognize the taxes on income for the year ended March 31, 2020 as per the earlier provisions.

## 37 Leases

## A) Leases as lessor

The Company leases out its investment property and buildings on operating lease basis

## i) Future minimum lease receivable

At 31 March, the future minimum lease payments under non-cancellable leases are receivable as follows

(₹ in Lakh)

| Particulars                | As at<br>31-Mar-21 | As at<br>31-Mar-20 |
|----------------------------|--------------------|--------------------|
| Within less than one year  | <b>3.93</b>        | 13.04              |
| Between one and five years | <b>3.87</b>        | 2.74               |
| After more than five years | <b>3.90</b>        | 4.25               |
|                            | <b>11.70</b>       | 20.03              |

## ii) Amounts recognized in profit and loss - Grouped under other income (Note 27)

During the year ended 31st March 2021, property rentals of ₹ 94.12 lakh (31st March 2020: ₹ 79.30 lakh have been included in other income (Note 27) in profit or loss, is as follows:

(₹ in Lakh)

| Particulars                     | As at<br>31-Mar-21 | As at<br>31-Mar-20 |
|---------------------------------|--------------------|--------------------|
| Income from Investment property | <b>79.98</b>       | 64.04              |



## NOTES TO THE FINANCIAL STATEMENTS

### B) Leases as lessee

- a) The company has taken Government Lands for lease (Operating lease) for the purpose of captive plantations. The lease period is for thirty years. Incremental rent on year on year basis is applicable till the end of 4th year and thereafter it will be flat and also Buildings on lease to conduct its business in the ordinary course.

#### i) Future minimum lease payments

At 31 March, the future minimum lease payments to be made under non-cancellable operating leases are as follows

(₹ in Lakh)

| Particulars                        | As at<br>31-Mar-21 | As at<br>31-Mar-20 |
|------------------------------------|--------------------|--------------------|
| Payable in less than one year      | 15.62              | 8.71               |
| Payable between one and five years | 28.76              | 22.49              |
| Payable after more than five years | 33.33              | 37.55              |
| Total                              | 77.71              | 68.75              |

#### ii) Amounts recognized in profit and loss - Grouped under other expenses (Note 34)

(₹ in Lakh)

| Particulars                            | For the<br>year ended<br>31-Mar-21 | For the<br>year ended<br>31-Mar-20 |
|----------------------------------------|------------------------------------|------------------------------------|
| Lease expense - minimum lease payments | 17.65                              | 11.61                              |

- b) In the statement of profit and loss account for the current year, lease expenses included as part of cost of materials consumed is now recognised as depreciation expense for the right-to-use asset and finance cost accrued on lease liability.

The rate of interest implicit in the lease considered based on incremental borrowing rate of 8.75% p.a has been applied to lease liabilities recognised in the balance sheet at the date of initial application.

- i) The following is the movement in lease liabilities during the year ended March 31, 2021:

(₹ in Lakh)

| Particulars                            | As at<br>31-Mar-21 | As at<br>31-Mar-20 |
|----------------------------------------|--------------------|--------------------|
| Balance at the beginning               | 2701.09            | 0.00               |
| Additions                              | 0.00               | 3181.12            |
| Finance cost accrued during the period | 215.64             | 259.40             |
| Payment of Lease Liabilities           | (739.99)           | (739.43)           |
| Balance at the end                     | 2176.74            | 2701.09            |
| Lease liability -Non Current           | 1604.37            | 2176.75            |
| Lease liability - Current              | 572.37             | 524.34             |

## NOTES TO THE FINANCIAL STATEMENTS

- ii) The table below provides details regarding the contractual maturities of lease liabilities as at March 31, 2021 on an undiscounted basis:

(₹ in Lakh)

| Particulars                        | As at<br>31-Mar-21 | As at<br>31-Mar-20 |
|------------------------------------|--------------------|--------------------|
| Payable in less than one year      | 740.25             | 739.99             |
| Payable between one and five years | 1798.67            | 2442.13            |
| Payable after more than five years | 0.00               | 96.78              |

- iii) Interest on lease liabilities is ` 215.64 Lakh (31st March, 2020 - ` 250.40 Lakh) for the year ended 31-Mar-21
- iv) The total cash outflow for leases is ` 757.64 lakh for the year ended 31-Mar-21 (31-Mar-20 - ` 751.04 Lakh) including cash outflow for short term and low value leases. The Company has lease term extension options that are not reflected in the measurement of lease liabilities.

## 38. Contingent liabilities and Commitments

(to the extent not provided for)

(₹ in Lakh)

| Particulars                                                                                                                                                                                                                                                                                                                                                                                                                                                                      | As at<br>31-Mar-21 | As at<br>31-Mar-20 |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------|--------------------|
| <b>Contingent liabilities</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                    |                    |                    |
| <b>Claims against the Company not acknowledged as debts</b>                                                                                                                                                                                                                                                                                                                                                                                                                      |                    |                    |
| <b>a) Claims against the company not acknowledged as debts - Statutory Dues</b>                                                                                                                                                                                                                                                                                                                                                                                                  |                    |                    |
| i) Income-tax *                                                                                                                                                                                                                                                                                                                                                                                                                                                                  | 10571.13           | 8038.98            |
| ii) Wealth Tax                                                                                                                                                                                                                                                                                                                                                                                                                                                                   | 19.46              | 19.46              |
| iii) Custom Duty                                                                                                                                                                                                                                                                                                                                                                                                                                                                 | 2919.69            | 2919.69            |
| iv) Excise Duty #                                                                                                                                                                                                                                                                                                                                                                                                                                                                | 7264.70            | 6954.80            |
| v) CST/VAT                                                                                                                                                                                                                                                                                                                                                                                                                                                                       | 1069.62            | 1069.62            |
| * Income-tax demand include disputed tax demand of ₹ 4895.31 lakh relating to AY2016-17 which were based on adoption of incorrect income chargeable to tax and disallowance of certain exemptions made by the company. The Company believe that these demands are not tenable and the rectification petitions u/s 154 of the Income Tax Act, 1961 were filed before the Assessing Officer. Pending disposal of the petitions, the demand has been shown as disputed tax demands. |                    |                    |
| # The disputed demand is on account of various disallowances, tax/duty claims in respect of income tax, wealth tax, excise duty, customs duty and sales tax which are pending before various appellate forums/authorities and courts. Pending resolution of the respective proceedings, it is not practicable for the company to estimate the timing of the cash flow, if any, in respect of above, as it is determinable only on receipt of judgments / decision.               |                    |                    |
| <b>b) Claims against the company not acknowledged as debts - Others</b>                                                                                                                                                                                                                                                                                                                                                                                                          |                    |                    |
| i) Corporate Office - Land - Interest demanded by Public Works Dept., Government of Tamil Nadu for the remittance towards cost of the land. There was no delay on the part of TNPL to remit the payment.                                                                                                                                                                                                                                                                         | 22.80              | 22.80              |
| ii) Land Acquisition Claims - Land acquisition claims for enhanced compensation preferred by Land owners. The compensation was paid as per Government norms.                                                                                                                                                                                                                                                                                                                     | 106.46             | 106.03             |
| iii) Cess on Land Lease- Perungudi - Wind farm                                                                                                                                                                                                                                                                                                                                                                                                                                   | 60.18              | 54.78              |

## NOTES TO THE FINANCIAL STATEMENTS

| Particulars                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      | As at<br>31-Mar-21 | As at<br>31-Mar-20 |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------|--------------------|
| iv) Lease -The Company availed lease finance of 3 MW Wind Mill in the year 2001 with lease rental payable up to 31.03.2007 and has not opted for a secondary lease. Pending the closure of the taxation related matters with the taxation authorities, the lessor has not transferred the assets to the company.                                                                                                                                                                                                                                                                                                                                                                                                                                 | 8.12               | 8.12               |
| v) Chief Electrical Inspector claims interest on Generation Tax for the belated payment towards Generation tax on captive consumption.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           | 3703.51            | 3584.61            |
| vi) Tamil Nadu Generation & Distribution Corporation Ltd claims towards various charges for Start-up power, Cross subsidy surcharge, Transmission charge, Compensation Charges, Wind farm-CDM Benefit Sharing & Wind Farm Unutilized Banked units pending before appellate authority and courts.                                                                                                                                                                                                                                                                                                                                                                                                                                                 | 2094.94            | 2094.94            |
| vii) Differential power tariff compensation to a Sugar Mill due to tariff revision by M/s. TANGEDCO citing TNERC Order dated 29.07.2016 in PPAP No.1 of 2011 for the period from August, 2007 to November, 2017. Since, the cited TNERC order is specific in nature and not generic as construed by M/s. TANGEDCO, the Company has not accepted the claim and has requested the sugar mill to take appropriate legal action against tariff revision by M/s. TANGEDCO.                                                                                                                                                                                                                                                                            | 2800.39            | 2800.39            |
| viii) Third party claims arising from disputes relating to contracts pending before Tribunal/Courts.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             | 294.58             | 194.06             |
| <b>Note :</b> It is not practicable for the company to estimate the timing of cash outflows, if any, in respect of the above pending resolution of respective proceedings. The company does not expect any reimbursement in respect of the above contingent liabilities.                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |                    |                    |
| c) Revenue sharing agreement under captive plantation                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            | Non-Quantifiable   | Non-Quantifiable   |
| d) Guarantees issued by the banks on behalf of the Company                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       | 3733.54            | 4136.00            |
| e) Letter of Credit issued by banks on behalf of the Company                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     | 15838.21           | 48455.96           |
| <b>Total</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     | <b>50507.33</b>    | <b>80460.24</b>    |
| <b>Commitments</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |                    |                    |
| a) Estimated amount of contracts remaining to be executed on capital account and not provided for                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                | 17618.18           | 69186.45           |
| b) Purchase of PCC Chemicals from M/s.OMYA-If the minimum quantity is not lifted and increase in imported input material cost, the Company has to compensate M/s.OMYA as per agreement.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          | Non Quantifiable   | Non Quantifiable   |
| c) Proposed dividend                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             | 2076.32            | 4152.64            |
| <b>Total</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     | <b>19694.50</b>    | <b>73339.09</b>    |
| <p>d) Other Commitment:</p> <p>The Company availed concessional rate of customs duty under Export Promotion Capital Goods (EPCG) license scheme on import of capital goods and spares for which the company is obligated to fulfill export obligation / commitment as on 31.03.2021 amounting to ₹ 65056.43 lakh (Previous Year ₹5386.24 lakh). The Company is yet to fulfill the balance export obligations/commitments as on 31.03.2021 and the same is expected to be fulfilled by exports within the permitted time. The company also executed bonds to customs authorities for the customs duty concession availed as per the scheme on import of capital goods and spares amounting to ₹ 34729.11 Lakh (Previous year ₹ 23596.98 lakh)</p> |                    |                    |

## NOTES TO THE FINANCIAL STATEMENTS

## 39 Additional Information :

(₹ in Lakh)

| Particulars                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 | 2020-21   | 2019-20   |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------|-----------|
| <b>a) Value of Raw Materials, Chemicals, Stores &amp; Spare Parts consumed</b>                                                                                                                                                                                                                                                                                                                                                                                                              |           |           |
| <b>i) Major Raw Materials consumed</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                      |           |           |
| <b>a) Indigenous</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                        |           |           |
| Wood                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        | 25079.80  | 29755.44  |
| Bagasse @                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   | 26435.35  | 31743.45  |
| Waste Paper                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 | 10640.98  | 11858.12  |
| LSFM - Raw materials                                                                                                                                                                                                                                                                                                                                                                                                                                                                        | 4845.43   | 5416.63   |
| Total (a)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   | 67001.56  | 78773.64  |
| <b>b) Imported</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |           |           |
| Imported Pulp                                                                                                                                                                                                                                                                                                                                                                                                                                                                               | 24644.66  | 37962.37  |
| Waste Paper                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 | 8861.01   | 15726.95  |
| Total (b)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   | 33505.68  | 53689.31  |
| Total - (a) + ( b )                                                                                                                                                                                                                                                                                                                                                                                                                                                                         | 100507.24 | 132462.95 |
| Indigenous - Percentage on Total Consumption                                                                                                                                                                                                                                                                                                                                                                                                                                                | 66.66%    | 59.47%    |
| Imported - Percentage on Total Consumption                                                                                                                                                                                                                                                                                                                                                                                                                                                  | 33.34%    | 40.53%    |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             | 100.00%   | 100.00%   |
| <p>@ Bagasse is procured both from open market and under barter arrangement with various sugar mills by exchanging fuel/steam. The consumption value of bagasse represents the cost of procurement of bagasse from open market and cost of production of steam/fuel supplied to Sugar Mills in exchange for bagasse, freight, handling charges etc. The cost of bagasse procured on barter is accounted on depithed basis and the same is included in the respective heads of accounts.</p> |           |           |
| <b>ii) Chemical consumed</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                |           |           |
| Indigenous                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  | 23180.95  | 32507.44  |
| Imported                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    | 1534.10   | 523.95    |
| Total                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       | 24715.06  | 33031.40  |
| Indigenous - Percentage on Total Consumption                                                                                                                                                                                                                                                                                                                                                                                                                                                | 93.79%    | 98.41%    |
| Imported - Percentage on Total Consumption                                                                                                                                                                                                                                                                                                                                                                                                                                                  | 6.21%     | 1.59%     |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             | 100.00%   | 100.00%   |
| <b>iii) Stores and Spares consumed</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                      |           |           |
| Indigenous                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  | 10390.70  | 11068.22  |
| Imported                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    | 1644.75   | 1509.96   |
| Total                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       | 12035.45  | 12578.19  |
| Indigenous - Percentage on Total Consumption                                                                                                                                                                                                                                                                                                                                                                                                                                                | 86.33%    | 88.00%    |
| Imported - Percentage on Total Consumption                                                                                                                                                                                                                                                                                                                                                                                                                                                  | 13.67%    | 12.00%    |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             | 100.00%   | 100.00%   |

## NOTES TO THE FINANCIAL STATEMENTS

(₹ in Lakh)

| Particulars                                          | 2020-21      | 2019-20      |
|------------------------------------------------------|--------------|--------------|
| <b>iv) Fuel (Coal , Furnace oil etc)</b>             |              |              |
| <b>Factory</b>                                       |              |              |
| Indigenous                                           | 5659.23      | 6555.64      |
| Imported                                             | 28682.15     | 29371.21     |
| Sub-Total (a)                                        | 34341.38     | 35926.85     |
| <b>Off-sites</b>                                     |              |              |
| Indigenous                                           | 0.00         | 438.08       |
| Imported                                             | 9677.97      | 16293.46     |
| Sub-Total (b)                                        | 9677.97      | 16731.54     |
| Total (a) + (b)                                      | 44019.35     | 52658.39     |
| Indigenous - Percentage on Total Consumption         | 12.86%       | 13.28%       |
| Imported - Percentage on Total Consumption           | 87.14%       | 86.72%       |
|                                                      | 100.00%      | 100.00%      |
| <b>b) Foreign Currency Transactions:</b>             |              |              |
| <b>i) Earnings in Foreign Currency</b>               |              |              |
| FOB Value of Exports                                 | 35968.87     | 41792.55     |
| <b>ii) Value of imports calculated on CIF values</b> |              |              |
| Wood pulp                                            | 21051.57     | 28232.88     |
| Chemicals                                            | 1094.95      | 530.63       |
| Waste Paper                                          | 7001.49      | 14724.76     |
| Stores & Spares                                      | 1754.26      | 1703.36      |
| Coal                                                 | 24786.67     | 28991.05     |
| Capital Goods                                        | 32952.88     | 656.33       |
| <b>iii) Other expenditure in Foreign Currency</b>    |              |              |
| Engineering and Supervisory Charges                  | 12.04        | 29.60        |
| Interest                                             | 257.41       | 1184.48      |
| Others                                               | 93.15        | 12.67        |
| <b>iv) Dividend remitted in Foreign Currency</b>     | 2019-20      | 2018-19      |
| No. of Non-Resident Shareholders                     | 6.00         | 6.00         |
| No. of Share held by Non-Resident Shareholders       | 1900.00      | 1900.00      |
| Dividend                                             | 0.11         | 0.14         |
| <b>c) Details of Auditors Remuneration</b>           | 2020-21      | 2019-20      |
| a) Statutory audit                                   | 13.00        | 13.00        |
| b) Limited Review                                    | 3.90         | 3.90         |
| c) Tax audit                                         | 2.60         | 2.60         |
| d) Certification fees                                | 9.25         | 2.00         |
| e) Reimbursement of out of pocket expenses           | 0.28         | 0.58         |
| <b>Total</b>                                         | <b>29.03</b> | <b>22.08</b> |

## NOTES TO THE FINANCIAL STATEMENTS

## 39 Additional Information : (Contd)

(₹ in Lakh)

| Particulars                                                                                                           | 2020-21 | 2019-20 |
|-----------------------------------------------------------------------------------------------------------------------|---------|---------|
| <b>d) Expenditure on Research &amp; Development</b>                                                                   |         |         |
| Salaries & Wages                                                                                                      | 572.10  | 332.25  |
| Repairs and Maintenance                                                                                               | 152.90  | 214.75  |
| Depreciation                                                                                                          | 62.98   | 49.17   |
| Chemicals                                                                                                             | 46.25   | 344.51  |
| Plantation Research                                                                                                   | 4.23    | 79.16   |
| Other Expenses                                                                                                        | 4.16    | 6.02    |
| Total                                                                                                                 | 842.62  | 1025.86 |
| Note:                                                                                                                 |         |         |
| The above items have been included under the respective natural heads of expenditure in Statement of Profit and Loss. |         |         |
| <b>e) Related parties transactions</b>                                                                                |         |         |
| <b>i) Ultimate controlling party</b>                                                                                  |         |         |
| The ultimate controlling party of the Company is Governor of Tamil Nadu representing Government of Tamil Nadu         |         |         |
| <b>ii) Transactions with Key Managerial Personnel - Key Management Compensation</b>                                   |         |         |
| Thiru S.Sivashanmugaraja, IAS - Managing Director                                                                     |         |         |
| Thiru V.Ramanathan, ED(Finance) & Chief Financial Officer (upto 31.05.2020)                                           |         |         |
| Thiru V Sivakumar, Company Secretary (upto 30.06.2020)                                                                |         |         |
| Thiru R.Ramaseshan ED (Finance) and Chief Financial Officer (11.11.2020 to 18.01.2021)                                |         |         |
| Tmt Sathya Ananth GM (Finance) and Chief Financial Officer (From 11.02.2021)                                          |         |         |
| Thiru Ravishankar. B Company Secretary (From 01.07.2020)                                                              |         |         |
| Short-term employee benefits                                                                                          | 78.60   | 128.67  |
| Other Long Term Benefits                                                                                              | 12.45   | 13.19   |
|                                                                                                                       | 91.05   | 141.86  |
| <b>iii) Sitting fee to Non Executive Directors</b>                                                                    |         |         |
| Thiru N Muruganandam, IAS @                                                                                           | 1.75    | 1.75    |
| Thiru S Krishnan, IAS @                                                                                               | 2.45    | 1.75    |
| Thiru K Shanmugam, IAS @                                                                                              | -       | 0.35    |
| Tmt Reeta Harish Thakkar, IAS @                                                                                       | 1.05    | 1.05    |
| Dr R Ananda Kumar, IAS @                                                                                              | 1.05    | -       |
| Thiru N.Narayanan, IAS (Retd.,)                                                                                       | 6.05    | 2.60    |
| Thiru V.Nagappan                                                                                                      | -       | 6.35    |
| Thiru V Chandrasekaran                                                                                                | 5.75    | 7.00    |
| Tmt. Soundara Kumar                                                                                                   | 5.75    | 7.00    |
| Thiru P B Santhanakrishnan                                                                                            | 6.05    | 2.90    |
| Dr M Arumugam                                                                                                         | 3.60    | 2.00    |
| @ Remitted to Govt.,                                                                                                  | 33.50   | 32.75   |



## NOTES TO THE FINANCIAL STATEMENTS

## 39 Additional Information : (Contd)

(₹ in Lakh)

| Particulars                                                           | 2020-21        | 2019-20 |
|-----------------------------------------------------------------------|----------------|---------|
| <b>iv) Employee Benefit Plan where there is significant influence</b> |                |         |
| TNPL Provident Fund Trust                                             | <b>1614.10</b> | 1317.28 |
| v) TNPL School Society                                                | <b>704.27</b>  | 565.99  |
| vi) TNPL Arakodai Trust                                               | <b>219.22</b>  | 260.77  |
| <b>vii) Balance payable to related parties</b>                        |                |         |
| a) TNPL Provident Fund Trust                                          | <b>102.18</b>  | 113.33  |
| b) TNPL School Society                                                | <b>302.33</b>  | 119.91  |
| c) TNPL Arakodai Trust                                                | <b>28.64</b>   | 39.20   |

**40.** The company received a notice from Competition Commission of India (CCI) directing the company to file its objections / suggestions in connection with its findings towards contravention of Provisions of 3(3) read with section 3(1) of the Competition Act, 2002 dealing with price fixation and other related matters. The company has filed its objections and clarifications with CCI on 31.07.2019. It was directed by CCI vide Order dated 22.01.2020 that the hearing in the matter would be notified in due course.

**41. Financial Instruments and Risk management****A. Accounting classifications and fair values**

The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy.

(₹ in Lakh)

| Particulars                                         | Carrying amount as at 31-Mar-21  |                            |                 | Carrying amount as at 31-Mar-20  |                            |                |
|-----------------------------------------------------|----------------------------------|----------------------------|-----------------|----------------------------------|----------------------------|----------------|
|                                                     | Fair value - Hedging instruments | FVOCI - Equity instruments | Amortized cost  | Fair value - Hedging instruments | FVOCI - Equity instruments | Amortized cost |
| <b>Financial assets measured at fair value</b>      |                                  |                            |                 |                                  |                            |                |
| Equity securities                                   | -                                | <b>55.02</b>               | -               | -                                | 27.54                      | -              |
| Forward exchange contracts used for hedging         | -                                | -                          | -               | 754.52                           | -                          | -              |
|                                                     | -                                | <b>55.02</b>               | -               | 754.52                           | 27.54                      | -              |
| <b>Financial assets not measured at fair value</b>  |                                  |                            |                 |                                  |                            |                |
| Advances to sugar mills*                            | -                                | -                          | <b>4903.55</b>  | -                                | -                          | 3873.06        |
| Trade receivables*                                  | -                                | -                          | <b>37747.13</b> | -                                | -                          | 52756.49       |
| Cash and cash equivalents*                          | -                                | -                          | <b>1221.59</b>  | -                                | -                          | 561.20         |
| Loans*                                              | -                                | -                          | <b>656.42</b>   | -                                | -                          | 627.27         |
|                                                     | -                                | -                          | <b>44528.69</b> | -                                | -                          | 57818.02       |
| <b>Financial liabilities measured at fair value</b> |                                  |                            |                 |                                  |                            |                |
| Lease Liabilities                                   | -                                | -                          | <b>2176.74</b>  | -                                | -                          | 2701.09        |
| Forward exchange contracts used for hedging         | <b>29.01</b>                     | -                          | -               | -                                | -                          | -              |
|                                                     | <b>29.01</b>                     | -                          | <b>2176.74</b>  | -                                | -                          | 2,701.09       |

## NOTES TO THE FINANCIAL STATEMENTS

## 41. Financial Instruments and Risk management (continued)

(₹ in Lakh)

| Particulars                                             | Carrying amount as at 31-Mar-21  |                            |                | Carrying amount as at 31-Mar-20  |                            |                |
|---------------------------------------------------------|----------------------------------|----------------------------|----------------|----------------------------------|----------------------------|----------------|
|                                                         | Fair value - Hedging instruments | FVOCI - Equity instruments | Amortized cost | Fair value - Hedging instruments | FVOCI - Equity instruments | Amortized cost |
| <b>Financial liabilities not measured at fair value</b> |                                  |                            |                |                                  |                            |                |
| Borrowings                                              | -                                | -                          | 271163.21      | -                                | -                          | 217760.48      |
| Trade payables                                          | -                                | -                          | 83378.16       | -                                | -                          | 99194.63       |
| Interest accrued but not due                            | -                                | -                          | 1137.35        | -                                | -                          | 1101.12        |
| Security Deposits from customers/contractors            | -                                | -                          | 7084.94        | -                                | -                          | 7006.37        |
| Employee related Liabilities                            | -                                | -                          | 7284.46        | -                                | -                          | 6861.22        |
| Unclaimed Dividend                                      | -                                | -                          | 166.34         | -                                | -                          | 120.15         |
| Creditors for Capital Goods                             | -                                | -                          | 14514.99       | -                                | -                          | 1976.17        |
|                                                         | -                                | -                          | 384729.45      | -                                | -                          | 334020.14      |

The following table shows the valuation techniques used in measuring Level 2 and Level 3 fair values for financial instruments measured at fair value in the balance sheet, as well as the significant unobservable inputs used.

(₹ in Lakh)

| Particulars                                         | Fair value - 31-Mar-21 |         |         | Fair value - 31-Mar-20 |         |         |
|-----------------------------------------------------|------------------------|---------|---------|------------------------|---------|---------|
|                                                     | Level 1                | Level 2 | Level 3 | Level 1                | Level 2 | Level 3 |
| <b>Financial assets measured at fair value</b>      |                        |         |         |                        |         |         |
| Equity securities                                   | 55.02                  | -       | -       | 27.54                  | -       | -       |
| Forward exchange contracts used for hedging         | -                      | -       | -       | 754.52                 | -       | -       |
|                                                     | 55.02                  | -       | -       | 782.06                 | -       | -       |
| <b>Financial liabilities measured at fair value</b> |                        |         |         |                        |         |         |
| Lease Liabilities                                   | -                      | 2176.74 | -       | -                      | 2701.09 | -       |
| Forward exchange contracts used for hedging         | 29.01                  | -       | -       | -                      | -       | -       |
|                                                     | 29.01                  | 2176.74 | -       | -                      | 2701.09 | -       |

\* The Company has not disclosed the fair values for financial instruments such as trade receivables, cash & cash equivalents and Loans, trade payable, because their carrying amounts are a reasonable approximation of fair value.

**B. Measurement of fair values****i. Valuation techniques and significant unobservable inputs**

| Type of Financial instruments                | Valuation technique                                                                            | Significant unobservable inputs |
|----------------------------------------------|------------------------------------------------------------------------------------------------|---------------------------------|
| Financial instruments measured at fair value |                                                                                                |                                 |
| Equity securities                            | Forward pricing: The fair value is determined using quoted market rates at the reporting date. | Not applicable                  |
| Forward exchange contracts                   | Forward pricing: The fair value is determined using quoted market rates at the reporting date. | Not applicable                  |

## NOTES TO THE FINANCIAL STATEMENTS

### 41. Financial Instruments and Risk management (continued)

#### C. Financial risk management

The company has exposure to the following risks arising from financial instruments:

- Credit Risk (see (C)(ii));
- Liquidity Risk (see (C)(iii)); and
- Market Risk (see (C)(iv)).

#### i. Risk management framework

The Company's board of directors has overall responsibility for the establishment and oversight of the company's risk management framework. The Company's risk management policies are established to identify and analyze the risks faced by the company, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the company's activities.

The Company's audit committee oversees how management monitors compliance with the company's risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the company. The audit committee is assisted in its oversight role by internal audit. Internal audit undertakes both regular and ad hoc reviews of risk management controls and procedures, the results of which are reported to the audit committee.

#### ii. Credit Risk

Credit risk is the risk of financial loss to the company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the company's receivables from customers and loans. The carrying amounts of financial assets represent the maximum credit risk exposure.

#### Trade receivables and loans

The company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. However, management also considers the factors that may influence the credit risk of its customer base.

The company has established a credit policy under which each new customer is analyzed individually for credit-worthiness before the company's standard payment and delivery terms and conditions are offered. Sale limits are established for each customer and reviewed quarterly. Any sales exceeding those limits require approval from the management of the company.

The company limits its exposure to credit risk from trade receivables by establishing a maximum payment period of 90 days for customers. More than 85% of the company's customers have been transacting with the company for over four years, and none of these customers' balances are credit-impaired at the reporting date.

#### Details of customers who owed more than 10% of Total Receivables

| Particulars                                                           | As at<br>31-Mar-21 | As at<br>31-Mar-20 |
|-----------------------------------------------------------------------|--------------------|--------------------|
| Number of customers who owed more than 10% of the total receivables   | 2                  | 1                  |
| Contribution of customers in owing more than 10% of total receivables | 45%                | 32%                |

#### Provision for Trade Receivable & Advances :

##### a) Provision for Trade Receivables

(₹ in Lakh)

| Particulars                             | As at<br>31-Mar-21 | As at<br>31-Mar-20 |
|-----------------------------------------|--------------------|--------------------|
| Balance at beginning of the year        | 1927.07            | 1729.32            |
| Add: Provision recognised in the year   | 100.77             | 211.39             |
| Less: Amounts recovered during the year | 9.30               | 13.64              |
| Less: Provisions written back           | -                  | -                  |
| Balance as at 31st March                | 2018.54            | 1927.07            |

## NOTES TO THE FINANCIAL STATEMENTS

## 41. Financial Instruments and Risk management (continued)

## b) Provision for Advances

(₹ in Lakh)

| Particulars                             | As at<br>31-Mar-21 | As at<br>31-Mar-20 |
|-----------------------------------------|--------------------|--------------------|
| Balance at beginning of the year        | <b>7382.75</b>     | 7340.83            |
| Add: Provision recognised in the year   | -                  | 41.92              |
| Less: Amounts recovered during the year | -                  | -                  |
| Less: Provisions written back           | -                  | -                  |
| Balance as at 31st March                | <b>7382.75</b>     | 7382.75            |

Confirmation of balances for some of Debtors & Loans and Advances have been received and the same is being reconciled.

**Cash and cash equivalents**

The company holds cash and cash equivalents of ₹ 1055.25 lakh at 31st March 2021 (31st March 2020: ₹441.05 lakh). The cash and cash equivalents are held with bank and cash on hand.

**Derivatives**

The derivatives are entered into with bank as counterparties.

**iii. Liquidity Risk**

Liquidity risk is the risk that the company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The company's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the company's reputation. The company uses process costing to cost its products, which assists it in monitoring cash flow requirements and optimizing its cash return on investments.

**iv. Market Risk**

Market risk is the risk that changes in market prices – such as foreign exchange rates and interest rates – will affect the company's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimizing the return.

**Currency Risk**

The company is exposed to transactional foreign currency risk to the extent that there is a mismatch between the currencies in which sales, purchases, receivables and borrowings are denominated and functional currency. The functional currency of the Company is INR. The currencies in which these transactions are primarily denominated are US dollars.

The Company Forex risk management policy is to hedge currency exchange fluctuation and mitigate currency volatility and risks and to avoid uncertainties in cash flows. All foreign currency exposures – financial assets and liabilities and firm commitments (imports) & probable forecast transactions (exports) which are off-balance sheet exposures are covered under FRMP policy. Hedging of trade exposures viz., imports and exports are hedged separately and not on net exposures basis. The company mostly uses forward exchange contracts to hedge its currency risks mostly with the maturity of less than one year from the reporting date. Forward contracts booked to hedge currency risk relating to foreign currency transactions of firm commitments and probable forecast transactions are generally designated as cash flow hedge. All other forward contracts are designated as fair value hedge for the purpose of accounting.

## NOTES TO THE FINANCIAL STATEMENTS

## 41. Financial Instruments and Risk management (continued)

## Cash Flow Hedges

The Company holds the following instruments to hedge exposures to changes in foreign currency

(₹ in Lakh)

| Particulars                                               | As at<br>31-Mar-21         | As at<br>31-Mar-20 | As at<br>31-Mar-21 | As at<br>31-Mar-20 |
|-----------------------------------------------------------|----------------------------|--------------------|--------------------|--------------------|
|                                                           | Maturity - 1- 6 Months     |                    |                    |                    |
|                                                           | Foreign currency (in Lakh) |                    | (₹ in Lakh)        |                    |
| <b>Foreign Currency Risk</b>                              |                            |                    |                    |                    |
| Forward Exchange Contracts                                |                            |                    |                    |                    |
| Exports                                                   | <b>52.50 USD</b>           | 57.70 USD          | <b>3873.19</b>     | 4198.96            |
| Imports - Regular                                         | <b>62.60 USD</b>           | 62.50 USD          | <b>4570.6</b>      | 4741.12            |
| Imports - Mill Expansion Plan (MEP)-EURO                  | <b>1.40 EURO</b>           | 11.20 EURO         | <b>121.17</b>      | 930.93             |
| Imports - Mill Expansion Plan (MEP)-USD                   | <b>22.10 USD</b>           | -                  | <b>1613.13</b>     | -                  |
| Average INR:USD forward contract rate - Exports           |                            |                    | <b>73.780</b>      | 72.780             |
| Average INR:USD forward contract rate - Imports - Regular |                            |                    | <b>73.064</b>      | 75.866             |
| Average INR:EURO forward contract rate - Imports - MEP    |                            |                    | <b>87.009</b>      | 82.971             |
| Average INR:USD forward contract rate - Imports - MEP     |                            |                    | <b>73.064</b>      | -                  |

The amount at the reporting date relating to items designated as hedged items & Hedge instruments are as follows

(₹ in Lakh)

| Particulars                  | Change in value used<br>for calculating hedge<br>ineffectiveness | Effective portion<br>of Cash flow hedges |
|------------------------------|------------------------------------------------------------------|------------------------------------------|
| <b>As at 31-Mar-21</b>       |                                                                  |                                          |
| <b>Foreign Currency risk</b> |                                                                  |                                          |
| <b>Exports Sales</b>         | -                                                                | <b>14.36</b>                             |
| <b>Imports - Materials</b>   | -                                                                | <b>(153.44)</b>                          |
| <b>As at 31-Mar-20</b>       |                                                                  |                                          |
| Foreign Currency risk        |                                                                  |                                          |
| Exports Sales                | -                                                                | (169.78)                                 |
| Imports - Materials          | -                                                                | 127.39                                   |

Reconciliation by risk category of components of equity and analysis of OCI items, resulting from cash flow hedge accounting:

(₹ in Lakh)

| Particulars                                                                                       | Effective portion of<br>Cash flow Hedges |              | Total         |
|---------------------------------------------------------------------------------------------------|------------------------------------------|--------------|---------------|
|                                                                                                   | Imports                                  | Exports      |               |
| Balance as at 01-Apr-20                                                                           | 127.39                                   | (169.78)     | (42.39)       |
| Changes in fair value                                                                             | (33.12)                                  | 272.24       | 239.12        |
| Amount reclassified to Statement of Profit and Loss / included in the cost of non-financial items | 94.28                                    | 102.46       | 196.74        |
| Change in the fair value of the effective portion of the outstanding cash flow hedges             | 153.44                                   | 14.36        | 167.80        |
| <b>Balance as at 31-Mar-21</b>                                                                    | <b>153.44</b>                            | <b>14.36</b> | <b>167.80</b> |

## NOTES TO THE FINANCIAL STATEMENTS

- 42** (i) The penal interest on delayed payments in terms of the agreement by one of the customer upto March, 2021 amounting to ₹ 1952.99 Lakh (upto March, 2020 - ₹ 1666.69 Lakh) has not been recognised in the books of account pending confirmation by the customer and due to uncertainty of receipt of amount.
- (ii) Remission of Duties or Taxes on Export Products (RoDTEP) Scheme introduced in lieu of existing Merchandise Exports from India (MEIS) Scheme effective from 1st January, 2021. Pending notification of RoDTEP scheme and applicable rates, eligible benefits on exports made for the period ended 1st January, 2021 to 31st March, 2021 not recognised for the year ended 31st March, 2021.

### 43 Operating segments

#### A) Basis for segmentation

An operating segment is a component of the Company that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to transactions with any of the Company's other components, and for which discrete financial information is available. All operating segments' operating results are reviewed regularly by the Company's Board of Directors (BoD) to make decisions about resources to be allocated to the segments and assess their performance.

The Company has three reportable segments, as described below, which are the Company's strategic business units. For each of the business units the Company's Board of Directors reviews internal management reports on at least a quarterly basis.

#### B) Information about reportable segments and reconciliations

Information regarding the results of each reportable segment is included below. Performance is measured based on segment profit (before tax), as included in the internal management reports that are reviewed by the Company's Board of Directors. Segment profit is used to measure performance as management believes that such information is the most relevant in evaluating the results of certain segments relative to other entities that operate within these industries.

(₹ in Lakh)

| Particulars                                        | Year Ended<br>31-Mar-21 | Year Ended<br>31-Mar-20 | Year Ended<br>31-Mar-21 | Year Ended<br>31-Mar-20 | Year Ended<br>31-Mar-21 | Year Ended<br>31-Mar-20 | Year Ended<br>31-Mar-21 | Year Ended<br>31-Mar-20 |
|----------------------------------------------------|-------------------------|-------------------------|-------------------------|-------------------------|-------------------------|-------------------------|-------------------------|-------------------------|
|                                                    | PAPER & BOARD           |                         | ENERGY                  |                         | CEMENT                  |                         | TOTAL                   |                         |
| <b>1 Segment Revenue</b>                           |                         |                         |                         |                         |                         |                         |                         |                         |
| a) External Sales                                  | 257178.18               | 329926.90               | 1383.01                 | 1422.87                 | 15641.00                | 12410.71                | 274202.19               | 343760.48               |
| b) Inter Segment Sales                             | 0.00                    | 0.00                    | 40106.18                | 40848.90                | 803.63                  | 271.18                  | 40909.81                | 41120.08                |
| Sub-Total                                          | 257178.18               | 329926.90               | 41489.19                | 42271.77                | 16444.63                | 12681.89                | 315112.00               | 384880.56               |
| Reconciliation :<br>Less: Inter Segment<br>Revenue | 0.00                    | 0.00                    | 40106.18                | 40848.90                | 803.63                  | 271.18                  | 40909.81                | 41120.08                |
| Sale of products                                   | 257178.18               | 329926.90               | 1383.01                 | 1422.87                 | 15641.00                | 12410.71                | 274202.19               | 343760.48               |
| Add: Other operating<br>income                     |                         |                         |                         |                         |                         |                         | 2615.30                 | 3350.80                 |
| Total revenue from<br>operations                   | 257178.18               | 329926.90               | 1383.01                 | 1422.87                 | 15641.00                | 12410.71                | 276817.49               | 347111.28               |



## NOTES TO THE FINANCIAL STATEMENTS

## 43 Operating segments (contd.) (₹ in Lakh)

| Particulars                                                                                                            | Year Ended<br>31-Mar-21 | Year Ended<br>31-Mar-20 | Year Ended<br>31-Mar-21 | Year Ended<br>31-Mar-20 | Year Ended<br>31-Mar-21 | Year Ended<br>31-Mar-20 | Year Ended<br>31-Mar-21 | Year Ended<br>31-Mar-20 |
|------------------------------------------------------------------------------------------------------------------------|-------------------------|-------------------------|-------------------------|-------------------------|-------------------------|-------------------------|-------------------------|-------------------------|
|                                                                                                                        | PAPER & BOARD           |                         | ENERGY                  |                         | CEMENT                  |                         | TOTAL                   |                         |
| <b>2 Segment Results</b>                                                                                               |                         |                         |                         |                         |                         |                         |                         |                         |
| Segment profit (loss) before income tax                                                                                | 2507.49                 | 37855.26                | (664.52)                | (454.96)                | 673.13                  | (623.77)                | 2516.10                 | 36776.53                |
| Less: Other unallocable expenditure                                                                                    |                         |                         |                         |                         |                         |                         | 12385.23                | 17723.06                |
| Segment profit before income tax                                                                                       |                         |                         |                         |                         |                         |                         | (9869.13)               | 19053.47                |
| Segment profit before income tax includes:                                                                             |                         |                         |                         |                         |                         |                         |                         |                         |
| - Interest Expense                                                                                                     |                         |                         |                         |                         |                         |                         | 19332.57                | 22258.76                |
| - Interest Revenue                                                                                                     |                         |                         |                         |                         |                         |                         | 1379.06                 | 1187.54                 |
| - Depreciation and amortisation                                                                                        | 19301.54                | 18700.45                | 3113.46                 | 3297.43                 | 1053.34                 | 1049.38                 | 23468.34                | 23047.26                |
| - Depreciation for unallocated corporate assets                                                                        |                         |                         |                         |                         |                         |                         | 64.64                   | 77.17                   |
| <b>3 Assets</b>                                                                                                        |                         |                         |                         |                         |                         |                         |                         |                         |
| Segment Assets                                                                                                         | 520379.19               | 473154.05               | 59008.31                | 63642.87                | 15364.90                | 17536.04                | 594752.40               | 554332.96               |
| Unallocated Corporate Assets                                                                                           |                         |                         |                         |                         |                         |                         | 3580.20                 | 3331.82                 |
| Total segment assets                                                                                                   | 520379.19               | 473154.05               | 59008.31                | 63642.87                | 15364.90                | 17536.04                | 598332.60               | 557664.78               |
| Capital Expenditure (excludes unallocated corporate capital expenditure of ₹ 38.00 lakh. (previous year ₹ 19.62 lakh)) | 1387.84                 | 4902.13                 | 89.08                   | 256.68                  | 137.20                  | 197.74                  | 1614.12                 | 5356.55                 |
| <b>4 Segment Liabilities</b>                                                                                           | 137454.18               | 135915.29               | 2579.61                 | 2578.12                 | 2183.64                 | 1005.06                 | 142217.43               | 139498.47               |
| Unallocated Corporate Liabilities                                                                                      |                         |                         |                         |                         |                         |                         | 296438.50               | 246875.20               |
| Total segment liabilities                                                                                              | 137454.18               | 135915.29               | 2579.61                 | 2578.12                 | 2183.64                 | 1005.06                 | 438655.93               | 386373.67               |

## NOTES TO THE FINANCIAL STATEMENTS

## 43 Operating segments (contd.)

## Geographical information

(₹ in Lakh)

| Particulars             | India     |           | Rest of the world |           | Total     |           |
|-------------------------|-----------|-----------|-------------------|-----------|-----------|-----------|
|                         | 31-Mar-21 | 31-Mar-20 | 31-Mar-21         | 31-Mar-20 | 31-Mar-21 | 31-Mar-20 |
| Revenue from Operations | 237578.62 | 300717.10 | 36623.57          | 43043.38  | 274202.19 | 343760.48 |

## 44 General

- a) Figures for the previous year have been regrouped/ restated/reclassified wherever necessary to conform to current year's classification.
- b) Amounts have been rounded off to the nearest two decimal points of lakh of rupees.

**Dr RAJEEV RANJAN, IAS**  
CHAIRMAN & MANAGING DIRECTOR  
(DIN - 01806973)

**P B SANTHANAKRISHNAN**  
DIRECTOR  
(DIN - 03213653)

vide our report of even date  
**For BRAHMAYYA & CO.**  
CHARTERED ACCOUNTANTS  
Firm Reg. No: 000511S

**SATHYA ANANTH**  
GENERAL MANAGER (FINANCE) &  
CHIEF FINANCIAL OFFICER

**B.RAVISANKAR**  
COMPANY SECRETARY

**R.NAGENDRA PRASAD**  
Partner  
Membership No: 203377

Place : Chennai  
Date : 25th June, 2021

**ELECTRONIC CLEARING SERVICES (ECS) MANDATE FORMAT**

To  
M/s Cameo Corporate Services Ltd  
UNIT : Tamil Nadu Newsprint and Papers Limited  
V Floor, "Subramanian Building",  
No.1, Club House Road, Chennai — 600 002.

To  
(In Case of Electronic Holding)  
The Depository Participant

Dear Sir,

**FORM FOR ELECTRONIC CLEARING SERVICES FOR PAYMENT OF DIVIDEND**

Note: If you are already receiving dividend through ECS, please ignore this.

I wish to participate in the Electronic Clearing Services (ECS) and give below the details of my bank account, to which you may electronically credit the payment due to me against the reference folio number mentioned below.

**1. For Shares held in physical form**

Folio No. :

**2. For Shares held in electronic form**

(Shareholders holding shares in electronic form i.e in Demat mode, should forward this form to their respective Depository Participant.)

DP ID :

Client ID:

**3. Shareholder's Name: Shri/Smt/Kum/M/s** \_\_\_\_\_  
\_\_\_\_\_

**4. Shareholder's Address:** \_\_\_\_\_  
\_\_\_\_\_

**5. Particulars of Bank:**

- Bank Name : \_\_\_\_\_
- Branch Name & Address : \_\_\_\_\_
- Mention the 9 digit code number of the bank and branch appearing on the MICR cheque issued by the bank.  
(Please attach the photocopy of a cheque or a cancelled bank cheque issued by your bank for verifying the accuracy of the code number)
- Account type (Please Tick) : Savings ☐ Current ☐ Cash Credit ☐
- Account Number (as appearing on the cheque book) \_\_\_\_\_

**6. Date from which the mandate should be effective:**

\_\_\_\_\_

I, hereby, declare that the particulars given above are correct and complete. If any transaction is delayed or not effected at all for reasons of incomplete or incorrect information, I would not hold the company / Registrars & Share Transfer Agents of the Company responsible.

I also undertake to advise any change in the particulars of my account to facilitate updation of records for purpose of credit of dividend amount through ECS.

Place :  
Date :

Signature of the First Shareholder

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# AURA

REPRODUCING FINE RESULTS  
FOR THE CUSTOMER  
AND FOR THE COMPANY

## AURA ... GREEN ...

### Experience wild strength

This multi layered board is the perfect choice for medium range and general packaging and ideal for notebook covers, FMCG cartons, pharmaceutical match box shells, apparels box and tags, shade cards in garments, industrial / auto goods cartons.



## AURA ... FOLD ...

### Bulk and smoothness engineered to perfection

This two-side coated folding box board is naturally the perfect choice for high end packaging and widely used for premium FMCG packaging, personal care products, cosmetics and cartons of industrial and automotive products.



## AURA ... GRAFIK ...

### For faithful skin tone reproduction

This two side coated solid bleached sulphate board is the perfect choice for high end printing applications and downstream conversion. Ideal for pharmaceutical packaging, personal care products, cosmetics, advertising and superior graphics, high end catalogue, notebook covers and scratch cards.



## AURA ... FLUTE ...

### Harvest fruitful print results

A solid bleached sulphate uncoated board, this board is designed for high speed cup conversion machines for wide range of cup sizes with acceptable printing and conforms to direct food contact applications.





## **Tamil Nadu Newsprint and Papers Limited**

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**Factory : Unit I:** Kagithapuram – 639 136,  
Karur District, Tamil Nadu.

**Unit II:** Mondipatti Village – 621 306  
Thiruchirapalli District, Tamil Nadu.