Emami PAPER MILLS LIMITED
CIN: L21019WB1981PLC034161
Registered Office: 687, Anandapur, 1st Floor, E.M. Bypass, Kolkata – 700107, West Bengal
Phone No.: 91 33 6613-6264,
Website: www.emamipaper.com, E-mail: investor.relations@emamipaper.com

Notice

NOTICE is hereby given that the Forty Fourth Annual General Meeting ("AGM" / "44th AGM") of the Members of Emami Paper Mills Limited ("the Company") will be held on Friday, 4th September, 2026, at 11:30 a.m. (IST) through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") facility to transact the following business:

ORDINARY BUSINESS:

1. **To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended on 31st March, 2026, together with the Reports of the Board of Directors and the Auditors thereon.**

   To consider and, if thought fit, to pass the following Resolution as an **Ordinary Resolution**:

   "**RESOLVED THAT**, the Audited Financial Statements of the Company for the financial year ended 31st March, 2026, together with Reports of the Board of Directors and Auditors thereon, be and are hereby received, considered, approved and adopted."

2. **To declare dividend.**

   To consider and, if thought fit, to pass the following Resolution as an **Ordinary Resolution**:

   "**RESOLVED THAT**, pursuant to the recommendation of the Board of Directors and in accordance with the applicable provisions of the Companies Act, 2013 and the Rules made thereunder, the Company do hereby declare:

   (a) Dividend at the rate of 8% p.a., being ₹8/- (Rupees Eight only) per Preference Share of the face value of ₹100/- each, payable on a proportionate basis for the period which the Preference Shares remained outstanding during the Financial Year 2025-26; and

   (b) Dividend at the rate of 160%, being ₹3.20/- (Rupees Three and Paise Twenty only) per Equity Share of the face value of ₹2/- each, for the Financial Year 2025-26.

   RESOLVED FURTHER THAT, the aforesaid Equity Dividend be paid to those Equity Shareholders whose names appear in the Register of Members of the Company or, in respect of Equity Shares held in dematerialised form, whose names appear as beneficial owners in the records of the depositories, as on the Record Date/Book Closure Date fixed for the purpose."

3. **To appoint a Director in place of Mr. Manish Goenka (DIN:00363093), who retires by rotation and being eligible, offers himself for re-appointment.**

   To consider and, if thought fit, to pass the following Resolution as an **Ordinary Resolution:**

   "**RESOLVED THAT**, pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013, Mr. Manish Goenka (DIN: 00363093), Director, who retires by rotation at this Annual General Meeting and, being eligible, offers himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

4. **To appoint a Director in place of Mr. Aditya V. Agarwal (DIN:00149717), who retires by rotation and being eligible, offers himself for re-appointment.**

   To consider and, if thought fit, to pass the following Resolution as an **Ordinary Resolution**:

"**RESOLVED THAT**, pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013, Mr. Aditya V. Agarwal (DIN: 00149717), Director, who retires by rotation at this Annual General Meeting and, being eligible, offers himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

SPECIAL BUSINESS:

5. **To ratify remuneration of Cost Auditor for the financial year ending 31st March, 2027.**

To consider and, if thought fit, to pass 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 Rule 14 of the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the remuneration of ₹1,65,000/- (Rupees One Lakh and Sixty-Five Thousand Only) plus applicable taxes thereon and reimbursement of out-of-pocket expenses payable in connection with the cost audit for the financial year 2026-27 to M/s. V.K. Jain & Co., Cost Accountants (Firm's Registration No.: 00049), who were appointed as Cost Auditor to conduct audit of the cost records maintained by the Company for the financial year ending 31st March, 2027 by the Board of Directors of the Company at its meeting held on 28th May, 2026, be and is hereby ratified."

6. **Revision in the terms of remuneration of Mr. Manish Goenka (DIN:00363093), Vice-Chairman of the Company, for the period from 1st April, 2026 to 30th June, 2026.**

To consider and, if thought fit, to pass the following Resolution as a **Special Resolution**:

"**RESOLVED THAT**, pursuant to the provisions of Section 197, Schedule V and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') read with the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the Articles of Association of the Company and in partial modification of the resolution passed by the Members of the Company on 12th September, 2023 approving the re-appointment and terms including remuneration of Mr. Manish Goenka (DIN:00363093), Whole-time Director, designated as "Vice Chairman" of the Company, and in line with the recommendation of Nomination and Remuneration Committee and approval of Board of Directors of the Company, the consent of the Members of the Company be and is hereby accorded for revision in remuneration of Mr. Manish Goenka, with effect from 1st April, 2026 up till his residual tenure of office i.e., 30th June, 2026, as set out in the explanatory statement annexed to the notice convening this meeting and supplemental agreement entered into between the Company and Mr. Manish Goenka, which is also be and is hereby approved.

RESOLVED FURTHER THAT, where in any financial year during the currency of the tenure of Mr. Manish Goenka, the Company has no profits or its profits are inadequate, the Company shall pay the remuneration as set out in the explanatory statement and supplemental agreement dated 28th May, 2026 as minimum remuneration notwithstanding that such remuneration is in excess of the limits specified in the Act or Listing Regulations (including any statutory modification(s) thereof from time to time).

RESOLVED FURTHER THAT, consent of the Members be and is hereby accorded to the payment of remuneration to Mr. Manish Goenka (Promoter of the Company), as Vice Chairman, notwithstanding that the same may be in excess of the limits prescribed under Regulation 17(6)(e) of the Listing Regulations, as amended.

RESOLVED FURTHER THAT, except for the aforesaid revision in salary, all other terms and conditions of his appointment as Vice Chairman of the Company, as approved by the Members at their Annual General Meeting held on 12th September, 2023, shall remain unchanged.

RESOLVED FURTHER THAT, the Board of Directors (hereinafter referred to as "the Board" which term shall be deemed to include Nomination and Remuneration Committee of the Board) be and is hereby authorized to do such things as it may, in its absolute discretion, consider necessary, appropriate, or expedient for giving effect to this Resolution, including resolving any questions, difficulties, or doubts that may arise in connection therewith."

7. **Re-appointment of Mr. Manish Goenka (DIN: 00363093) as Whole-time Director, designated as Vice Chairman of the Company, for a period of 3 (three) years w.e.f. 1st July, 2026.**

To consider and, if thought fit, to pass the following Resolution as a **Special Resolution**:

"**RESOLVED THAT**, pursuant to the provisions of the Sections 196, 197, 198, 203 read with Schedule V and other applicable provisions of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and applicable Regulations under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and all applicable guidelines issued by the Central Government from time to time, the Articles of Association of the Company and such other approvals, as may be necessary and based on the recommendation of the Nomination and Remuneration Committee and approval of the Audit Committee and Board of Directors, the consent of the Members of the Company be and is hereby accorded to the re-appointment of Mr. Manish Goenka (DIN: 00363093) as Whole-time Director, designated as Vice Chairman of the Company, liable to retire by rotation, for the period of 3 (three) years from 1st July, 2026 to 30th June, 2029 on the terms and conditions including payment of remuneration as set out in the explanatory statement annexed to and forming part of this Notice and as enumerated in the Agreement dated 28th May, 2026 entered into between the Company and Mr. Manish Goenka, which is also hereby specifically approved, and that the approval be also deemed to be under Regulation 17(6)(e) and other applicable provisions of the SEBI Listing Regulations, to the extent applicable.

RESOLVED FURTHER THAT, where in any financial year during the tenure of Mr. Manish Goenka, the Company has no profits or its profits are inadequate, the Company shall pay the remuneration as set out in the explanatory statement and Agreement dated 28th May, 2026, as minimum remuneration notwithstanding that such remuneration is in excess of the limits specified in the Act or SEBI Listing Regulations (including any statutory modification(s) thereof from time to time).

RESOLVED FURTHER THAT, the re-appointment of Mr. Manish Goenka as a Director of the Company immediately on retirement by rotation shall not be deemed to constitute a break in his appointment/service as Whole-time Director of the Company.

RESOLVED FURTHER THAT, the Board of Directors (hereinafter referred to as "the Board" which term shall be deemed to include Nomination and Remuneration Committee of the Board) be and is hereby authorized to alter and vary the terms and conditions of the said appointment and / or remuneration of Mr. Manish Goenka as it may deem fit and as may be acceptable to him, within the limits approved by the shareholders and permitted under the Companies Act, 2013, Schedule V and applicable provisions of the SEBI Listing Regulations, and to undertake all such acts, deeds, matters, and things as it may, in its absolute discretion, consider necessary, appropriate, or expedient for giving effect to this Resolution, including resolving any questions, difficulties, or doubts that may arise in connection therewith."

8. Revision in the terms of remuneration of Mr. Aditya V. Agarwal (DIN - 00149717), Executive Chairman of the Company.

To consider and, if thought fit, to pass the following Resolution as a **Special Resolution**:

"**RESOLVED THAT**, pursuant to the provisions of Section 197, Schedule V and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') read with the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactments(s) thereof for the time being in force) and applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the Articles of Association of the Company and in partial modification of the resolution passed by the Members of the Company on 6th October, 2024 approving the re-appointment and terms including remuneration of Mr. Aditya V. Agarwal (DIN: 00149717) as the Whole-time Director, designated as "Executive Chairman" of the Company and in line with the recommendations of Nomination and Remuneration Committee and approval of Board of Directors of the Company, the consent of the Members of the Company be and is hereby accorded for revision in remuneration of Mr. Aditya V Agarwal, with effect from 1st April, 2026 up till his residual tenure of office, as set out in the explanatory statement annexed to the notice convening this meeting and supplemental agreement entered into between the Company and Mr. Aditya V Agarwal, which agreement also be and is hereby approved.

RESOLVED FURTHER THAT, where in any financial year during the currency of the tenure of Mr. Aditya V Agarwal, the Company has no profits or its profits are inadequate, the Company shall pay the remuneration as set out in the explanatory statement and supplemental agreement dated 28th May, 2026 as minimum remuneration notwithstanding that such remuneration is in excess of the limits specified in the Act or Listing Regulations (including any statutory modification(s) thereof from time to time).

RESOLVED FURTHER THAT, consent of the Members be and is hereby accorded to the payment of remuneration to Mr. Aditya V Agarwal (Promoter of the Company), as Executive Chairman, notwithstanding that the same may be in excess of the limits prescribed under Regulation 17(6)(e) of the Listing Regulations, as amended.

RESOLVED FURTHER THAT, except for the aforesaid revision in salary, all other terms and conditions of his appointment as Executive Chairman of the Company, as approved by the Members by passing resolution through Postal Ballot on 6th October, 2024, shall remain unchanged.

RESOLVED FURTHER THAT, the Board of Directors (hereinafter referred to as "the Board" which term shall be deemed to include Nomination and Remuneration Committee of the Board) be and is hereby authorized to alter and vary the terms and conditions of the said appointment and / or remuneration of Mr. Aditya V. Agarwal as it may deem fit and as may be acceptable to him, within the limits approved by the shareholders and permitted under the Companies Act, 2013, Schedule V and applicable provisions of the SEBI Listing Regulations, and to undertake all such acts, deeds, matters, and things as it may, in its absolute discretion, consider necessary, appropriate, or expedient for giving effect to this Resolution, including resolving any questions, difficulties, or doubts that may arise in connection therewith."

By order of the Board of Directors
For **Emami Paper Mills Limited**

Sumit Jaiswal
Company Secretary & Compliance Officer
ICSI Membership No. F9485

Kolkata
28th May, 2026

NOTES:

1. The Ministry of Corporate Affairs ("MCA"), vide General Circular No. 03/2025 dated September 22, 2025 read with General Circular No. 09/2024 dated September 19, 2024 and other applicable circulars issued from time to time ("MCA Circulars"), and the Securities and Exchange Board of India ("SEBI"), vide Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024 and other applicable circulars issued from time to time ("SEBI Circulars"), have permitted companies to convene their Annual General Meetings ("AGMs") through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM"), without the physical presence of members at a common venue.

   Accordingly, in compliance with the provisions of the Companies Act, 2013 ("the Act"), the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the MCA Circulars and the SEBI Circulars, the 44th Annual General Meeting ("AGM") of the Company is being held through VC/OAVM. The Registered Office of the Company shall be deemed to be the venue for the AGM.

2. The words, "Members" and "Shareholders" are used interchangeably.

3. PURSUANT TO THE PROVISIONS OF THE ACT, A MEMBER ENTITLED TO ATTEND AND VOTE AT THE AGM IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON ITS BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. SINCE THIS AGM IS BEING HELD PURSUANT TO THE MCA CIRCULARS READ WITH APPLICABLE SEBI CIRCULARS, THROUGH VC/OAVM, PHYSICAL ATTENDANCE OF MEMBERS HAS BEEN DISPENSED WITH. ACCORDINGLY, THE FACILITY FOR APPOINTMENT OF PROXIES BY THE MEMBERS WILL NOT BE AVAILABLE FOR THIS AGM AND HENCE THE PROXY FORM, ATTENDANCE SLIP AND ROUTE MAP OF AGM ARE NOT ANNEXED TO THIS NOTICE.

   However, pursuant to Section 113 of the Act, the Institutional/Corporate Members are entitled to appoint an authorized representative to attend the AGM through VC/OAVM and to cast their votes through e-voting. In this regard, they are requested to send a scanned copy of the Board Resolution/Authority letter authorizing their representative to attend the AGM through VC /OAVM on its behalf and to vote through e-voting. The said Board Resolution/ Authorization should be sent to the Scrutinizer by email through the registered email address of the member to raj@manojbanthia.com, the Scrutinizer, along with a copy marked to investor.relations@emamipaper.com.

4. Statement pursuant to Section 102 of the Companies Act, 2013 ("Act") read with Rules made thereunder, relating to the special business to be transacted at the meeting under Item Nos. 5, 6 7 & 8 of the Notice, is annexed hereto as **Annexure I**. The Board of Directors has considered and decided to include the aforesaid Item Nos. 5 to 8 as Special Business in the Notice of the AGM, as they are considered unavoidable in nature.

   The relevant details as required under Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard on General Meetings (SS-2) issued by The Institute of Company Secretaries of India ("ICSI") in respect of the Directors seeking re-appointment and/or fixation of remuneration at the AGM forms part of this Notice and is annexed as **Annexure II**. The information required pursuant to Section II of Part II of Schedule V to the Companies Act, 2013 in respect of Item Nos. 6 to 8 is annexed hereto as **Annexure III**.

The Company has received the requisite consent(s), declaration(s) and confirmation(s) from the Directors seeking re-appointment in accordance with the provisions of the Companies Act, 2013, the SEBI Listing Regulations and other applicable laws.

5. **Voting through electronic means:** Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Regulation 44 of SEBI Listing Regulations, Secretarial Standard on General Meetings (SS-2) issued by ICSI, and read with the MCA and SEBI Circulars, the Company is providing the facility of remote e-voting/e-voting to its Members in respect of the business to be transacted at the AGM.

   For this purpose, the Company has appointed Central Depository Services (India) Limited ("CDSL") for facilitating voting through electronic means, as the authorized e-voting agency. The facility of casting votes by a Member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL. The Company has engaged the services of CDSL also for the purpose of holding the 44th AGM of the Company through VC/OAVM.

   The Board at its Meeting held on 28th May, 2026 has appointed Mr. Raj Kumar Banthia (ACS- 17190/CP-18428), Partner of M/s MKB & Associates, Company Secretaries in Practice, Kolkata, as the Scrutinizer for conducting the e-voting process in a fair and transparent manner at the 44th AGM.

6. Members who have questions or seeking clarifications on the Annual Report or on the proposals as contained in this Notice are requested to send an e-mail to the Company at investor.relations@emamipaper.com on or before 05:00 p.m. on Friday, 28th August, 2026. This would enable the Company to compile the information and provide the replies at the meeting. The Company will allot time for members to express their views or give comments during the meeting.

   The members who wish to speak at the meeting need to register themselves as speaker by sending an e-mail from their registered e-mail ID mentioning their name, DP ID and Client ID/Folio number and mobile number, on e-mail id investor.relations@emamipaper.com on or before 05:00 p.m. on Friday, 28th August, 2026. Depending on the availability of time, the Company reserves the right to restrict the number of speakers at the meeting.

7. The Shareholders can join the AGM in the VC/OAVM mode 30 minutes before the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility to join the meeting shall be kept open throughout the proceedings of AGM for the convenience of the Shareholders and for proper conduct of the AGM. The facility of participation at the AGM through VC/OAVM will be made available to at least 1,000 Shareholders on a first-come-first-served basis. This will not include large Shareholders i.e. 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 AGM without restriction on account of first-come-first- served basis.

8. The attendance of the Shareholders attending the AGM through VC/OAVM will be counted to ascertain the quorum under Section 103 of the Companies Act, 2013.

9. **Dispatch of Annual Report through Electronic Mode:** In compliance with the MCA and SEBI Circulars, Notice of the AGM along with the Annual Report for FY 2025-26 are being sent only through electronic mode to those Members whose e-mail addresses are registered with the Depository Participants/RTA, unless any member has requested for a physical copy of the same. Members may note that the Notice and Annual Report for FY 2025-26 will also be available on the Company's website at www.emamipaper.com and on websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com, respectively. The AGM Notice is also disseminated on the website of CDSL (the agency for providing the Remote e-voting facility and e-voting system during the AGM) i.e. at www.evotingindia.com A letter providing a web-link and QR code for accessing the Annual Report will be sent to those Members who have not registered their Email IDs. The Company will also publish a Public Notice by way of advertisement with the required details of 44th AGM, for information of the Members.

   The transcript of the forthcoming AGM to be held on Friday, 4th September, 2026 shall be made available on the website of the Company at www.emamipaper.com as soon as possible after the meeting is over.

10. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, Register of Contracts or Arrangements in which Directors are interested maintained under Section 189 of the Act, would be available electronically for inspection by the Members during the AGM. All relevant documents referred to in the Notice shall be made available for inspection electronically, from the date of circulation of this Notice, until the date of AGM, on receipt of a request by the Company at investor.relations@emamipaper.com.

11. The Register of Members and Share Transfer Book of the Company will remain closed from Saturday, 29th August, 2026 to Friday, 4th September, 2026 (both days inclusive) for the purpose of AGM and ascertaining the eligibility of Members eligible for entitlement of dividend, if approved at the Meeting.

12. a) Members holding shares in dematerialised mode are requested to register / update their e-mail address with the relevant Depository Participant. National Securities Depository Limited ("NSDL") has provided a facility for registration / updation of e-mail address through the link: https://eservices.nsdl.com/kyc-attributes/#/login

Members are advised to exercise due diligence by obtaining statements of holdings from the concerned Depository Participant at regular intervals and verifying their holdings periodically.

NSDL has provided a facility for registration/updation of e-mail address through the link: https://eservices.nsdl.com/kyc-attributes/#/login and for opt-in/opt-out of nomination through the link: https://eservices.nsdl.com/instademat-kyc-nomination/#/login

b) The Securities and Exchange Board of India(SEBI), vide its various circulars issued from time to time, including the latest Master Circular No. HO/38/13/(4)2026-MIRSD-POD/I/4298/2026 dated February 06, 2026, has mandated all holders of physical securities in listed companies to furnish PAN, Contact details (Postal Address with PIN and Mobile Number), Bank A/c details and Specimen signature for their corresponding folio numbers.

The Company shall only be able to process any grievance or service request from the Shareholders holding shares in the physical form (for example, issue of duplicate share certificates, sub-division, consolidation, renewal of share certificates, change of address etc.) only after they provide all the aforesaid information i.e. PAN, contact details, bank account details and specimen signature.

In this context, it may further be noted that:

(a) In the event of non-updation of PAN or Contact Details or Mobile Number or Bank Account Details or Specimen Signature in respect of physical folios, dividend / interest etc. shall be paid only through electronic mode with effect from 1st April, 2024 upon furnishing all the aforesaid details in entirety.

(b) Upon updation of PAN, Contact Details, Mobile Number, Bank Account Details and Specimen Signature by the Shareholder after 1st April, 2024, the dividends / interest etc. declared during that period (i.e. from 1st April, 2024 till the date of updation) will be sent to such Shareholder only after the said updation.

Further, pursuant to Regulation 12 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 all dividend payments to shareholders shall be made only through electronic mode. Accordingly, no 'payable at par' warrants, cheques, or demand drafts shall be issued for dividend payments, if the Bank Account and other allied details of the shareholders are not updated with the Company's Registrar and Share Transfer Agent (RTA).

You are requested to ensure submission/ updation of the following:

- PAN (of all holders)
- Address with valid proof
- Mobile number
- Email ID
- Bank account details (mandatory for electronic payment)
- Specimen signature
- Nomination / option to opt out of nomination

The prescribed SEBI forms, duly completed and signed, along with self-attested supporting documents, should be sent to the RTA, Maheshwari Datamatics Private Limited, 23, R N Mukherjee Road, 5th Floor, Kolkata - 700 001. Phone: 033 22435029 / 22482248. Email: contact@mdplcorporate.com

List of Forms for Physical Shareholders

A. Mandatory KYC & PAN Forms

1. Form ISR1 - Request for Registering PAN, KYC Details or Changes/ Updation thereof
2. Form ISR2 - Confirmation of Signature of Securities Holder by Banker
3. Form SH13 - To register nomination under Section 72 of the Companies Act, 2013.
4. Form SH14 - To change or cancel an existing nomination.
5. Form ISR3 - To be submitted if the shareholder chooses not to nominate.

The forms are available on the website of the RTA and can be accessed at https://mdpl.in/form

As per SEBI directions, no investor service request shall be processed by the RTA unless the folio is KYC compliant. Further the shareholders, may face restrictions in availing investor services and receipt of dividend, interest, or other corporate benefits, which shall be paid only through electronic mode until full compliance is achieved.

Shareholders are therefore requested to complete the KYC updation at the earliest.

(c) Non-Resident Indian members are requested to immediately intimate the RTA, where shares are held in physical mode, or the respective Depository Participants, where shares are held in demat mode, regarding any change in their residential status consequent to their return to India for permanent settlement.

13. Pursuant to the Circular dated January 30, 2026 issued by Securities and Exchange Board of India ("SEBI Circular"), shareholders are hereby informed that a special window has been opened for transfer and dematerialisation of physical securities which were sold / purchased prior to April 01, 2019.

The special window shall remain open for a period of one year commencing from February 05, 2026 up to February 04, 2027.

This facility is also available for transfer requests which were earlier rejected, returned, or not attended to due to deficiencies in documentation, procedural requirements, or any other reasons, subject to compliance with the conditions prescribed under the SEBI Circular.

Shareholders may note the following:

- Securities transferred under this special window shall be credited only in dematerialised ("Demat") form;
- Such securities shall remain under lock-in for a period of one year from the date of registration of transfer;
- During the lock-in period, the securities cannot be transferred, pledged, or lien-marked.

Eligible shareholders / transferees are requested to submit the requisite documents along with original share certificates and duly executed transfer deeds to the Company's Registrar and Share Transfer Agent ("RTA").

14. Payment of dividend as recommended by the Board of Directors, if approved at the meeting, will be made to those members whose names are on the Company's Register of Members at the close of business hours on Friday, 28th August, 2026 and those whose names appear as Beneficial Owners as at the close of the business hours on Friday, 28th August, 2026 as per the details to be furnished by the Depositories, viz. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) for this purpose and the same will be paid within the statutory limit of 30 days. The TDS/ withholding tax rates would vary depending on the residential status of every shareholder and the eligible documents submitted by them and accepted by the Company/RTA/Depository Participant (DP). Members are hereby requested to refer to the separate communication made in this regard along with this notice and take necessary actions if required.

Members are requested to register / update their complete bank details with their Depository Participant(s), if shares are held in dematerialised mode, by submitting forms and documents as may be required by the Depository Participant(s).

Payment of dividend shall be made through electronic mode to those members, holding shares in dematerialised mode, who have updated their bank account details.

As per the Master Circular for Registrars to an Issue and Share Transfer Agents dated February 6, 2026 issued by SEBI, payment of dividend to members holding shares in physical mode shall only be made electronically. Such payment shall be made only after they have furnished their Permanent Account Number, Contact Details (Postal Address, Mobile Number and E-mail), Bank Account Details, Specimen Signature, etc., for their corresponding physical folios with the Company / RTA. In this regard the Company had sent letters to its members for furnishing the required details.

Please refer note no. 12 for the intimation/updation of the details of the members.

15. Pursuant to the amendments in the Income Tax Act, dividend income is taxable in the hands of the shareholders from 1st April 2020 and the Company is required to deduct tax at source ("TDS") from the dividend paid to the Members at the prescribed rates in the Income Tax Act,1961("the IT Act"). In general, to enable compliance with TDS requirements, Members are requested to complete and/ or update their Residential Status, PAN, Category as per the IT Act with their Depository Participants or in cases shares are held in physical form, with the Company by sending an email to the Company's e-mail address at investor.relations@emamipaper.com or the RTA at contact@mdplcorporate.com. The Shareholders are requested to refer to the Finance Act, 2020 and amendments thereof for prescribed rates for various categories of Shareholders.

16. Members holding shares in the same name or in the same order of names but in several folios are requested to consolidate them into one folio. They are requested to send to the RTA, the details of such folios together with the share certificates along with the requisite KYC documents for consolidating their holdings in one folio. Requests for

consolidation of share certificates shall only be processed in dematerialized form.

17. SEBI vide its Master Circular No.SEBI/HO/OIAE/OIAE_IAD-3/P/CIR/2023/195 dated December 28, 2023 has specified that a shareholder shall first take up any grievance with the listed entity by lodging a complaint directly with the concerned listed entity and if the grievance is not redressed satisfactorily, the shareholder may in accordance with the SCORES guidelines, escalate the same through the SCORES Portal in accordance with the process laid out therein. Only after exhausting all available options for resolution of the grievance, if the shareholder is not satisfied with the outcome, he/she/they can initiate dispute resolution through the Online Dispute Resolution ("ODR") Portal. Shareholders are requested to take note of the same. The aforesaid SEBI Circular can be viewed on the following link https://www.sebi.gov.in/legal/master-circulars/dec-2023/master-circular-for-online-resolution-of-disputes-in-the-indian-securities-market_80236.html

18. The Shareholders as on the cut-off date viz. Friday, 28th August, 2026 shall only be eligible to vote on the resolutions mentioned in the Notice of the AGM.

19. The Shareholders shall have one vote per equity share held by them. The facility of voting would be provided once for every folio/client id, irrespective of a number of joint holders. In case of joint holders, the Members whose name appears as the first holder in the order of names, as per the Register of Members of the Company will be entitled to vote electronically at the AGM.

20. Any person, who acquires shares of the Company and becomes a member of the Company after dispatch of the Notice of the 44th Annual General Meeting and holding shares as on the cut-off date i.e. Friday, 28th August, 2026 may obtain the Login ID and password by sending a request at helpdesk.evoting@cdslindia.com. However, if a person is already registered with CDSL for e-voting then existing User ID and password can be used for casting vote.

21. The Company's Statutory Auditors, M/s. S K Agrawal and Co Chartered Accountants LLP, Chartered Accountants, (Firm Registration No. 306033E/E300272), were appointed as the Statutory Auditors of the Company for a period of 5 years at the 40th Annual General Meeting held on August 19, 2022 i.e. upto the conclusion of the 45th Annual General Meeting to be held in the calendar year 2027 on the remuneration to be determined by the Board of Directors.

22. Those Shareholders who have not claimed/received dividend for the Financial Years 2018-19 and onwards are requested to approach the Company's RTA, M/s. Maheshwari Datamatics Pvt. Ltd., 23 R. N. Mukherjee Road, 5th Floor, Kolkata-700001 Phone: 033 22435029 /22482248. Email: contact@mdplcorporate.com for claiming the same.

23. In terms of Section 124(5) of the Act, dividend amount for the FY 2018-19 which remaining unclaimed for a period of 7 (seven) years shall become due for transfer on 17th September, 2026 to the Investor Education and Protection Fund ("IEPF") established by the Central Government. Further, in terms of Section 124(6) of the Act, in case of Shareholders whose dividends are unpaid for a continuous period of 7 (seven) years, the corresponding shares shall be transferred to the IEPF's demat account. Members who have not claimed dividends from FY 2018-19 onwards are requested to approach the Company/RTA for claiming the same at the earliest to avoid transfer of relevant shares to IEPF's demat account. The Company has uploaded the details of unpaid and unclaimed amounts lying with the Company as on 31st March, 2026 on the website of the Company i.e. www.emamipaper.com

24. Unclaimed/Uncashed dividend upto the years ended 31st March, 2018 have already been transferred to the IEPF. The Statement containing the details of Name, Folio No. and Number of Shares transferred to IEPF Suspense Account is available on company's website. Shareholders can claim the transferred shares along with dividends from the IEPF Authority in Form IEPF 5 (available on iepf.gov.in) as per the procedure prescribed in the IEPF Rules.

25. The Scrutinizer will submit his final and consolidated report to the Chairman of the Company within two working days after the conclusion of the Annual General Meeting. The Scrutinizer's decision on the validity of all kinds of voting will be final.

26. The results of the remote e-voting/e-voting at Annual General Meeting shall be declared by the Chairman or his authorized representative or any one Director of the Company after the Annual General Meeting within the prescribed time limits. The results along with the Scrutinizers Report shall be placed on the website of the Company i.e. www.emamipaper.com and on the website of CDSL i.e. www.evotingindia.com immediately after the declaration of results. The Results will also be forwarded to the Stock Exchanges where the shares of the Company are listed i.e. NSE & BSE respectively.

THE INTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(i) **The voting period begins on Tuesday, 1st September, 2026 at 09:00 a.m. (IST) and ends on Thursday, 3rd September, 2026 at 05:00 p.m. (IST)**. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, **as on the cut-off date (record date) of Friday, 28th August, 2026** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

(iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

(iv) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 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.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings **for Individual shareholders holding securities in Demat mode CDSL/ NSDL is given below:**

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with **CDSL Depository**	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsl website www.cdslindia.com and click on login icon & My Easi New (Token) Tab. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at cdsl website www.cdslindia.com and click on login & My Easi New (Token) Tab and then click on registration option. 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with **NSDL Depository**	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp

Type of shareholders	Login Method
	3) 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. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 4) For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on **Company name or e-Voting service provider name** and you will be re-directed to **e-Voting service provider website** for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their **Depository Participants (DP)**	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you 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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

Login type	Helpdesk details
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 helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911
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 evoting@nsdl.com or call at : 022 - 4886 7000 and 022 - 2499 7000

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(v) Login method for e-Voting and joining virtual meetings for **Physical shareholders and shareholders other than individual holding in Demat form.**

1) The shareholders should log on to the e-voting website www.evotingindia.com.

2) Click on "Shareholders" module.

3) Now enter your User ID

   a. For CDSL: 16 digits beneficiary ID,

   b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,

   c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

4) Next enter the Image Verification as displayed and Click on Login.

5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.

6) If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details **OR** Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. • If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

(vi) After entering these details appropriately, click on "SUBMIT" tab.

(vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

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

(ix) Click on the EVSN for **Emami Paper Mills Limited** on which you choose to vote.

(x) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xii) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

(xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xiv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

(xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

(xvi) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are

authorized to vote, to the Scrutinizer and to the Company at the email address viz; raj@manojbanthia.com and investor.relations@emamipaper.com respectively, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1) The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for e-voting.

2) The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.

3) Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM/EGM.

4) Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.

5) Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

6) 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.

7) Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance on e-mail id investor.relations@emamipaper.com on or before 05:00 p.m. on Friday, 28th August, 2026 mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries on e-mail id investor.relations@emamipaper.com on or before 05:00 p.m. on Friday, 28th August, 2026 mentioning their name, demat account number/folio number, email id, mobile number.

8) Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

9) Only those shareholders, who are 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 available during the AGM.

10) If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/ MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/ DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like 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 the RTA at contact@mdplcorporate.com

2. For Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP)

3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, AVP, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call toll free no. 1800 21 09911.

By order of the Board of Directors
For **Emami Paper Mills Limited**

Sumit Jaiswal
Company Secretary & Compliance Officer
ICSI Membership No. F9485

Kolkata
28th May, 2026

Annexure-I to the Notice of Annual General Meeting

Statement Pursuant to Section 102 of the Companies Act, 2013 ("The Act")

ITEM NO. 5

Upon the recommendation of the Audit Committee, the Board of Directors in its meeting held on 28th May, 2026 has passed resolution to appoint M/s. V.K.Jain & Co., Cost Accountants (Firm's Registration number:00049), as Cost Auditors for conducting audit of the cost records of the Company as applicable to the Company for the financial year 2026-27 at a remuneration of ₹1,65,000/- (Rupees One Lakh and Sixty-Five Thousand Only) plus applicable taxes thereon and reimbursement of out-of-pocket expenses incurred in connection with the cost audit for the financial year 2026-27.

The Board considers the proposed remuneration to be reasonable having regard to the scope of cost audit, size and operations of the Company and the requirements under the applicable cost audit framework.

In accordance with the provisions of Section 148 of the Companies Act, 2013 and Rules made thereunder, the remuneration to be paid to the Cost Auditors needs to be ratified by the shareholders of the Company.

Accordingly, ratification by the shareholders is sought for the remuneration to be paid to the Cost Auditors for the financial year ending 31st March, 2027 by passing an **Ordinary Resolution** as set out at **Item No. 5** of the Notice.

None of the Directors or Key Managerial Personnel of the Company or their relatives are in any way, concerned or interested, financially or otherwise, in this Resolution.

The Board of Directors recommends the **Ordinary Resolution** as set out at **Item No. 5** of the Notice for ratification by the shareholders.

ITEM NO. 6 & 7

Mr. Manish Goenka was earlier re-appointed as a Whole-time Director for a period of approx. 3 (three) years from 15th July, 2023 to 30th June, 2026 and was designated as Vice Chairman of the Company w.e.f. 9th August, 2023, pursuant to the approval of the Shareholders at the 41st Annual General Meeting held on 12th September, 2023.

Further, the Board of Directors of the Company ("the Board") at its meeting held on 28th May, 2026, had approved the re-appointment of Mr. Manish Goenka, as Whole-time Director, designated as Vice Chairman of the Company, subject to approval of the Shareholders of the Company, for a period of 3 years w.e.f. 1st July, 2026 to 30th June, 2029 on the terms and conditions including remuneration as recommended by the Nomination & Remuneration Committee and approved by the Audit Committee ("the Committee") of the Board. It is proposed to seek the Shareholders' approval for the reappointment of and remuneration payable to Mr. Manish Goenka, Whole-time Director designated as Vice Chairman of the Company, in terms of the provisions of the Act.

The Board at its meeting held on 28th May, 2026 has also approved a revision in the salary of Mr. Manish Goenka from ₹18,00,000/- per month to ₹27,00,000/- per month with effect from 1st April, 2026 during the currency of his existing term of appointment ending on 30th June, 2026. Accordingly, the Company proposes to pay differential remuneration for the period from 1st April, 2026 to 30th June, 2026, which exceeds the remuneration approved under the existing agreement as approved by the Members at the 41st AGM and is therefore being placed before the Members for their approval (refer resolution set out at **Item No. 6** of this Notice).

Upon approval of the Members, the revised remuneration shall be effective from 1st April, 2026 and the same remuneration structure shall continue to apply during the proposed reappointment term commencing from 1st July, 2026.

The main terms of his re-appointment as Vice Chairman are given below:

A. PERIOD OF APPOINTMENT: 1st July, 2026 to 30th June, 2029.

B. SALARY:

- ₹27,00,000/- (Rupees Twenty-seven lakhs only) per month w.e.f. 1st April, 2026. Salary shall be in the range of ₹27,00,000/- (Rupees Twenty-seven Lakhs only) to ₹32,00,000/- (Rupees Thirty-two Lakhs Only) per month, payable monthly, during the tenure of Mr. Manish Goenka. Annual increment(s) as aforesaid will be considered by the Board of Directors on merits and at its absolute discretion which will be effective from 1st April, each year.

- Commission - Such remuneration by way of commission, in addition to the salary and perquisites and allowances payable, calculated with reference to the net profits of the Company in a particular financial year, as may be determined by the Board of the Company at the end of each financial year, subject to the overall ceilings stipulated in Section 197 of the Companies Act, 2013 or any modification or enactment thereof. The specific amount payable to Mr. Manish Goenka will be based on performance as evaluated by the Nomination and Remuneration Committee or the Board and will be payable annually.

- Incentive Commission - In case where the net profits of the Company are inadequate for payment of profit-linked commission in any financial year, incentive remuneration may be paid up to an amount not exceeding 100% of the Annual Salary to be paid at the discretion of the Board and subject to further approvals as may be required. This incentive remuneration would be payable subject to the achievement of certain performance criteria and such other parameters as may be considered appropriate from time to time by the Board.

- No Sitting Fees will be paid for attending the meeting of the Board of Directors or Committees thereof.

C. **BONUS:** As per rules of the Company.

D. PERQUISITES:

a) Unfurnished accommodation shall be provided by the Company.

b) Medical Reimbursement: Reimbursement or Medical Allowance for self and dependent family members (Limited to spouse, Children and dependent parents) subject to a monetary ceiling of one month's salary.

c) Leave Travel Allowance: Reimbursement or Leave Travel Allowance for self and dependent family members (Limited to spouse, Children and dependent parents) subject to a monetary ceiling of one month's salary.

d) Provision of Car & Telephone Expenses: Use of Company's chauffeur driven car for Official use and reimbursement of telephone expenses including mobile phone (for payment of local calls and long distance official calls).

e) The perquisites shall be evaluated as per the Income Tax Rules wherever applicable. In the absence of any such rules the perquisites shall be evaluated at actual cost.

f) Mr. Manish Goenka shall also be eligible to the following perquisites which shall not be included in the computation of the ceiling on remuneration.

i. Contribution to Provident Fund, Superannuation Fund and Annuity Fund to the extent these either singly or put together are not taxable under the Income Tax Act, 1961.

ii. Gratuity payable at a rate not exceeding half a month's salary for each completed year of service.

iii. Encashment of unavailed earned leave at the end of the tenure.

E. MINIMUM REMUNERATION

Notwithstanding anything contained in this part, where in any financial year during the term of his Office, the Company has no profits or its profits are inadequate, it may pay the aforesaid remuneration by way of salary and perquisites as Minimum Remuneration subject to the limit provided under Schedule- V of the Companies Act, 2013 or any modification thereof from time to time.

Mr. Manish Goenka (DIN: 00363093), aged about 52 years, has been associated with the Company since the year 2000 and has been serving as Vice Chairman of the Company since 9th August, 2023. He possesses extensive experience and expertise in marketing, corporate planning, business development, strategy formulation, finance and overall management and is actively associated with various industry bodies and social organisations.

As Vice Chairman, Mr. Manish Goenka is entrusted with key responsibilities relating to business development, corporate strategy and financial management under the overall supervision and control of the Board of Directors. During his long association with the Company, he has made significant contributions towards the growth and development of the Company. Considering his rich experience, leadership capabilities, industry knowledge and continued contribution to the Company, the Board is of the view that his re-appointment as Whole-time Director, designated as Vice Chairman, would be in the best interests of the Company and its stakeholders.

The Company has received consent from Mr. Manish Goenka in writing to continue to act as the Whole-time Director, designated as Vice Chairman of the Company, for a period of 3 years. Mr. Manish Goenka satisfies all the conditions set out in Part I of Schedule V to the Act read with Section 196 of the Act and he is not disqualified from being appointed as Director in terms of Section 164 of the Act and he has also confirmed that he has not been debarred by SEBI from accessing the capital market as well as from holding the office of Director pursuant to any SEBI/ MCA order or any other such authority.

The approval sought under this **Special Resolution** shall also constitute approval under Regulation 17(6)(e) and other applicable provisions of the SEBI Listing Regulations, to the extent applicable.

Accordingly, the approval of the Shareholders are sought for passing the **Special Resolutions** as set out at **Item No. 6 & 7** of the Notice in terms of the Companies Act, 2013 read with Schedule V thereto and SEBI Listing Regulations.

The Agreement also sets out mutual rights and obligations of the parties. A copy of the supplemental agreement pursuant to increase in remuneration and the agreement for re-appointment as Vice-Chairman will be available for inspection through electronic mode by the members during business hours on all working days till the conclusion of the AGM in electronic mode. Members can inspect the same by sending an email to investor.relations@emamipaper.com on or before Friday, 4th September, 2026 through their registered e-mail ID quoting name, Demat Account Number/ Folio Number and Mobile Number.

The Company has not committed any default in payment of dues to any bank or public financial institutions or any other secured creditors before the date of re-appointment of Mr. Manish Goenka. The Company has not issued any Non-Convertible Debentures.

The other disclosures relating to Mr. Manish Goenka are provided in **Annexure II & III** to this Notice pursuant to the provisions of the Companies Act, 2013 read with Schedule V, SEBI Listing Regulations and Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India.

Mr. Manish Goenka is interested in the resolution set out at **Item No. 6 and 7** of the Notice relating to his reappointment and payment of remuneration. Relatives of Mr. Manish Goenka may be deemed to be interested in the resolution to the extent of their shareholding interest, if any, in the Company.

Save and except the above, none of the other Directors, Key Managerial Personnel of the Company or their relatives are in any way concerned or interested, financially or otherwise, in the resolution set out at **Item No. 6 and 7** of the Notice.

The Board believes that the Company will be benefited from his rich and varied experience. Accordingly, the Board recommends the **Special Resolution** set out at **Item No. 6 and 7** of the Notice for approval by the Shareholders.

ITEM NO. 8

The Shareholders of the Company by passing a resolution through Postal Ballot on 6th October, 2024 had approved the reappointment of Mr. Aditya V. Agarwal as a Whole-time Director, designated as Executive Chairman of the Company, for a period of 3 (three) years, w.e.f. 1st November, 2024 to 31st October, 2027.

Upon the recommendation of the Nomination and Remuneration Committee of the Company and approval of Audit Committee, the Board at its meeting held on 28th May, 2026 taking into consideration the performance of the Company and rationalisation in the salary structure of the Whole-time Directors of the Company, has approved, subject to the approval of the Members, the revision in his salary from ₹18,00,000/- per month to ₹27,00,000/- per month, w.e.f. 1st April, 2026. The revised remuneration, including the revised salary effective from 1st April, 2026, detailed as under, is being placed before the Members for approval under the applicable provisions of the Companies Act, 2013 and shall be effective from the said date upon such approval.

- Monthly Salary of ₹ 27,00,000/- (Rupees Twenty-seven Lakhs Only) per month w.e.f. 1st April, 2026. Salary shall be in the range of ₹27,00,000/- (Rupees Twenty-seven Lakhs Only) to ₹29,50,000/- (Rupees Twenty-nine Lakhs and Fifty Thousand Only) per month, payable monthly, during the remaining tenure of his appointment under the Agreement dated 9th August, 2024.

- Annual increment(s) as aforesaid will be considered by the Board of Directors on merits and at its absolute discretion, which will be effective from 1st April each year.

- Commission - Such remuneration by way of commission, in addition to the salary and perquisites and allowances payable, calculated with reference to the net profits of the Company in a particular financial year, as may be determined by the Board of the Company at the end of each financial year, subject to the overall ceilings stipulated in Section 197 of the Companies Act, 2013 or any modification or enactment thereof. The specific amount payable to Mr. Aditya V. Agarwal will be based on performance as evaluated by the Nomination and Remuneration Committee or the Board and will be payable annually.

- Incentive Commission - In case where the net profits of the Company are inadequate for payment of profit-linked commission in any financial year, incentive remuneration may be paid up to an amount not exceeding 100% of the Annual Salary to be paid at the discretion of the Board and subject to further approvals as may be required. This incentive remuneration would be payable subject to the achievement of certain performance criteria and such other parameters as may be considered appropriate from time to time by the Board.

- Bonus: As per Rules of the Company

- Perquisites:

  a) Unfurnished accommodation shall be provided by the Company.

  b) Medical Reimbursement: Reimbursement or Medical Allowance for self and dependent family members (Limited to spouse, children and dependent parents) subject to a monetary ceiling of one month's salary.

  c) Leave Travel Allowance: Reimbursement or Leave Travel Allowance for self and dependent family members (Limited to spouse, children and dependent parents) subject to a monetary ceiling of one month's salary.

  d) Provision of Car & Telephone Expenses: Use of Company's chauffeur driven car for Official use and reimbursement of telephone expenses including mobile phone (for payment of local calls and long distance official calls).

e) The perquisites shall be evaluated as per Income Tax Rules, 1962 wherever applicable. In the absence of any such Rules, the perquisites shall be evaluated at actual cost.

f) Mr. Aditya V. Agarwal shall also be eligible to the following perquisites which shall not be included in the computation of the ceiling on remuneration.

   i. Contribution to Provident Fund, Superannuation Fund and Annuity Fund to the extent these either singly or put together are not taxable under the Income Tax Act, 1961.

   ii. Gratuity payable at a rate not exceeding half a month's salary for each completed year of service.

   iii. Encashment of un-availed earned leave at the end of the tenure.

- **MINIMUM REMUNERATION**

  Notwithstanding anything contained herein, where in any financial year during the currency of the term of Office, the Company has no profits or its profits are inadequate, it may pay the aforesaid remuneration by way of salary and perquisites as Minimum remuneration subject to the limit provided under Schedule V of the Companies Act, 2013 or any modification thereof from time to time.

- All other terms and conditions contained in the Agreement dated 9th August, 2024 shall remain unchanged and continue to be in force.

Mr. Aditya V. Agarwal (DIN: 00149717), aged about 51 years, has been associated with the Company since the year 2000 and has been serving as Executive Chairman of the Company since 8th November, 2012. He possesses extensive experience and expertise in finance, marketing, corporate planning, business development, strategy formulation and overall management. He has also been recognised by various Chambers of Commerce for his contribution to industry and business.

As Executive Chairman, Mr. Aditya V. Agarwal is entrusted with overall leadership and strategic oversight of the Company and is responsible for guiding its business development, corporate strategy and financial management under the superintendence, direction and control of the Board of Directors. During his long association with the Company, he has made significant contributions towards its growth and development. Considering his rich experience, leadership capabilities, industry knowledge and continued contribution to the Company, the Board is of the view that the proposed revision in his remuneration is commensurate with his role and responsibilities and is in the best interests of the Company and its stakeholders.

For the above purpose, the supplemental agreement dated 28th May, 2026 has been entered into by the Company with Mr. Aditya V. Agarwal. A copy of the said supplemental agreement will be available for inspection through electronic mode by the members during business hours on all working days till the conclusion of the AGM in electronic mode. Members can inspect the same by sending an email to investor.relations@emamipaper.com on or before Friday, 4th September, 2026 through their registered e-mail ID quoting name, Demat Account Number/ Folio Number and Mobile Number.

It is proposed to seek the approval of the members for the revision in remuneration payable to Mr. Aditya V. Agarwal as Executive Chairman, in terms of the provision of the Act. This approval sought under this special resolution shall also constitute approval under Regulation 17(6)(e) and other applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, to the extent applicable.

The Company has not committed any default in payment of dues to any bank or public financial institutions or any other secured creditors. The Company has not issued any Non-Convertible Debentures.

The other disclosures relating to Mr. Aditya V. Agarwal are provided in **Annexure- II & III** to the Notice pursuant to the provisions of the Companies Act, 2013 read with Schedule V, SEBI Listing Regulations, 2015 and Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India.

Mr. Aditya V. Agarwal is interested in the resolution set out at **Item No. 8** of the Notice with regard to his payment of remuneration. Mrs. Richa Agarwal, Director and other relatives of Mr. Aditya V. Agarwal may be deemed to be interested in the resolution to the extent of their shareholding interest, if any, in the Company.

Save and except the above, none of the other Directors, Key Managerial Personnel of the Company or their relatives are in any way concerned or interested, financially or otherwise, in the resolution set out at **Item No.8** of the Notice. The Board believes that the Company will be benefited from his rich and varied experience. Accordingly, the Board recommends the **Special Resolution** set out at **Item No. 8** of the Notice for approval by the Shareholders.

By order of the Board of Directors
For **Emami Paper Mills Limited**

Sumit Jaiswal
Company Secretary & Compliance Officer
ICSI Membership No. F9485

Kolkata
28th May, 2026

Annexure II to the Notice of the Annual General Meeting

[Details of Directors pursuant to Regulation 36(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements Regulations, 2015 and Secretarial Standard 2(SS-2)]

(Refer Item Nos. 3, 4, 6, 7 & 8)

Name of the Director	Mr. Manish Goenka	Mr. Aditya V. Agarwal
Director Identification Number (DIN)	00363093	00149717
Date of Birth	07.02.1974	06.01.1975
Nationality	Indian	Indian
Age (in years)	52	51
Date of first appointment on the Board	01.02.2000	23.10.2000
Present appointment in the capacity of	Whole-time Director designated as Vice Chairman	Whole-time Director designated as Executive Chairman
Qualifications	M.B.A.	B. Com.
Expertise in specific functional area/brief resume, skillsets	He is an Industrialist with extensive business experience, expertise in marketing, corporate planning, business development, strategy formulation and overall management.	He is a well-known Industrialist with rich and varied experience in Finance, Corporate Planning, Business Development, Strategy formulation and overall management.
Terms and Conditions of Appointment/ Reappointment	Re-appointment as Whole-time Director, liable to retire by rotation, as per **Ordinary Resolution No. 3** and the revision in remuneration as per **Special resolution set out at Item No. 6** and Re-appointment as Whole-time Director designated as Vice Chairman as per **Special resolution set out at Item No 7.**	Re-appointment as Whole-time Director, liable to retire by rotation, as per **Ordinary Resolution No. 4** and the revision in remuneration as per **Special resolution set out at Item No. 8**.
Remuneration last drawn (including sitting fees, if any)	₹4,58,06,855/- for FY 2025-26 (including incentive remuneration)	₹4,69,04,489/- for FY 2025-26 (including incentive remuneration)
Remuneration proposed to be paid	Approval sought for remuneration as per **Item No. 6 & 7** of the Notice.	Approval sought for revision in remuneration as per **Item No. 8** of the Notice.
Relationship with other directors/Key Managerial Personnel	No such relationship exists	Mrs. Richa Agarwal, Non-Executive Director, is the spouse of Mr. Aditya V. Agarwal.
Number of Meetings of the Board attended during the year i.e. FY 2025-26	8 out of 8	8 out of 8

Name of the Director	Mr. Manish Goenka	Mr. Aditya V. Agarwal
Directorships in other companies (excluding foreign companies and Section 8 companies) as on 31st March, 2026	Listed Companies: Nil Unlisted Companies: • Emami Group of Companies Pvt Ltd • Emami East Bengal FC Private Limited	Listed Companies: • Emami Limited Unlisted Companies: • Ajanta Suppliers Private Limited • Emami Group of Companies Pvt Ltd • Diwakar Finvest Private Limited • Emami East Bengal FC Private Limited
Chairmanship/Membership in Audit and Stakeholders Relationship Committees in other listed companies as on 31st March, 2026	None	None
Listed entities from which resigned in past three years	None	None
Number of Equity shares held in the Company as on 31st March, 2026	4,20,440 (0.69%)	6,853 (0.01%)

By order of the Board of Directors
For **Emami Paper Mills Limited**

Sumit Jaiswal
Company Secretary & Compliance Officer
ICSI Membership No. F9485

Kolkata
28th May, 2026

Annexure III to the Notice of the Annual General Meeting

Statement of Information for the Members pursuant to Section II of the Part II of Schedule V of the Companies Act, 2013

(Refer Item No. 6, 7 & 8)

I. GENERAL INFORMATION

Nature of industry	Emami Paper Mills Limited ("the Company") is primarily engaged in the manufacturing and selling of 'Paper and Paper Board' including 'Newsprint'.
Date or expected date of commencement of commercial production	Not Applicable, since the Company has already commenced the business activity. The Company was incorporated on September 26, 1981.
In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Existing Company - Not Applicable
Financial performance based on given indicators	(₹ in crore)

Sl.	Particulars	2025-26 (Audited)	2024-25 (Audited)	2023-24 (Audited)
a)	Paid up Equity Share Capital	12.10	12.10	12.10
b)	Reserve & Surplus (other Equities as per Ind AS) - as on balance sheet date	483.64	499.25	518.49
c)	Revenue from operation	1,907.23	1,928.04	1,993.84
d)	Total Income	1,928.32	1,932.50	1,997.16
e)	Earnings before Interest, Tax, Depreciation, Amortization (EBITDA)	217.18	146.27	240.15
f)	Profit before tax	93.36	33.39	112.15
g)	Profit after tax	61.38	26.01	84.30
h)	Net worth	575.31	677.72	774.11

Foreign investments or collaborations, if any	The Company has not entered any foreign collaborations. The foreign investors, comprising FPIs, FIIs and NRIs are on account of issuances of securities and/or secondary market purchases, from time to time. As on March 31, 2026, the aggregate foreign shareholding in the Company was approx. 0.69% [including Foreign Portfolio Investors (Category I and II) and Non-Resident Indians (NRIs)].

II. INFORMATION ABOUT THE APPOINTEE

	Mr. Manish Goenka	Mr. Aditya V. Agarwal
Background details	Aged about 52 years. Associated with the Company since 2000 and serving as Vice Chairman since 9th August, 2023. Holds an M.B.A. and has extensive experience in marketing, corporate planning, business development, strategy formulation, finance and overall management.	Aged about 51 years. Associated with the Company since 2000 and serving as Executive Chairman since 8th November, 2012. Holds a B.Com. degree and has extensive experience in finance, corporate planning, business development, strategy formulation and overall management.
Past remuneration	₹4,58,06,855/- for FY 2025-26 (including incentive remuneration).	₹4,69,04,489/- for FY 2025-26 (including incentive remuneration).
Recognition or awards	He has been awarded by various Chamber of Commerce	He has been awarded by various Chamber of Commerce
Job profile and his suitability	Responsible for business development, corporate strategy and financial management under the overall supervision of the Board. Considering his experience and leadership, the Board considers him suitable for his revision in remuneration and also for his re-appointment.	Responsible for overall leadership, business development, corporate strategy and financial management under the superintendence, direction and control of the Board. Considering his experience and leadership, the Board considers the revision in remuneration appropriate.

Remuneration proposed	Salary of ₹27,00,000/- per month (in the range of ₹27,00,000/- to ₹32,00,000/-), together with commission, incentive commission, bonus, perquisites and other benefits as approved by the Members.	Salary of ₹27,00,000/- per month (in the range of ₹27,00,000/- to ₹29,50,000/-), together with commission, incentive commission, bonus, perquisites and other benefits as approved by the Members.
Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be w.r.t. the country of his origin)	Considering the size, scale, complexity and nature of the Company's business, its operational and financial performance, the skills, expertise and experience of the Whole-time Director(s), and the increased responsibilities attached to the position, the remuneration and other pecuniary benefits proposed to be paid are commensurate with his role and responsibilities and are comparable with remuneration levels prevailing in similar companies in the industry	
Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel or other Director, if any	Besides the remuneration proposed and dividend, if any, on the equity shares held by them in the Company, the aforesaid Whole-time Directors do not have any other pecuniary relationship with the Company. Mr. Aditya V. Agarwal is related to Mrs. Richa Agarwal, Non-Executive Director of the Company, being spouse. Except as aforesaid, neither of them is related to any Director, Key Managerial Personnel or other managerial personnel of the Company.	
III. OTHER INFORMATION		
Reasons of loss or inadequate profits	At present, the Company has adequate profits. However, the future profitability of the Company may be impacted by various factors, including the prevailing domestic and global economic conditions, demand-supply dynamics in the paper industry, fluctuations in raw material and energy costs, market conditions and other external factors beyond the Company's control, which may result in inadequacy of profits during the tenure of appointment.	
Steps taken or proposed to be taken for improvement	The Company continues to undertake various initiatives aimed at improving operational efficiency and profitability, including product innovation, expansion of value-added product offerings, optimisation of costs, improvement in productivity and efficiency parameters, and strengthening of its market presence.	
Expected increase in productivity and profits in measurable terms	The Company expects that the aforesaid initiatives will contribute to improvement in operational efficiencies, productivity and profitability. However, considering the dynamic business environment and industry conditions, it is not feasible at present to quantify the expected increase in productivity and profits in measurable terms.	

IV. DISCLOSURES

The following disclosures are mentioned in the Board of Director's report under the heading "Corporate Governance Report" of the Company in the Annual Report 2025-26:

i. All elements of remuneration package such as salary, benefits, bonuses, stock options, pension, etc. of all the directors;

ii. Details of fixed component and performance linked incentives along with the performance criteria;

iii. Service contracts, notice period, severance fees;

iv. The Company has not granted any stock options to its Directors.

By order of the Board of Directors
For **Emami Paper Mills Limited**

Sumit Jaiswal
Company Secretary & Compliance Officer
ICSI Membership No. F9485

Kolkata
28th May, 2026

Emami PAPER MILLS LIMITED

CIN: L21019WB1981PLC034161
Registered Office: 687, Anandapur, 1st Floor, E.M. Bypass, Kolkata – 700107, West Bengal
Phone No.: 91 33 6613-6264,
Website: www.emamipaper.com, **E-mail:** investor.relations@emamipaper.com

COMMUNICATION ON TAX DEDUCTED AT SOURCE (TDS) ON FINAL DIVIDEND

Dear Shareholder(s),

We are pleased to inform you that the Board of Directors of **Emami Paper Mills Limited** at its meeting held on 28th May, 2026 has recommended final dividend of Rs.3.20 per equity share (@160%) of face value of Rs.2/-each for the financial year ended 31st March, 2026.

The said final dividend shall be payable to the equity shareholders post approval at the ensuing Annual General Meeting of the Company scheduled to be held on **Friday, 4th September, 2026** and the same will be paid within the statutory limit of 30 days.

Payment of dividend, if approved at the AGM, will be made to those shareholders whose names are on the Company's Register of Members at the close of business hours on **Record date i.e. Friday, 28th August, 2026**, and those whose names appear as Beneficial Owners as at the close of the business hours on **Friday, 28th August, 2026** as per the details to be furnished by the Depositories, viz. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) for this purpose.

The Register of Members and Share Transfer Book of the Company will remain closed from **Friday, 28th August, 2026** to **Friday, 4th September, 2026** (both days inclusive) for AGM and payment of dividend, if approved at the Meeting.

Pursuant to the provisions of the Income-Tax Act, 2025, the Company is required to deduct tax at source (TDS) at the applicable prescribed rates on dividends paid to its members. The applicable TDS/withholding tax rate will depend on the residential status of the member and the relevant documents submitted to the Company, its Registrar and Transfer Agent (RTA), or the Depository Participant.

Accordingly, members are requested to update their residential status with their respective Depository Participants or, in the case of shares held in physical form, with the Company/RTA, on or before **Friday, 28 August, 2026.** This will enable the Company to determine and apply the appropriate TDS/withholding tax rate, as applicable.

For the prescribed TDS rates applicable to various categories of members, please refer to the provisions of the Income-Tax Act, 2025. For ease of reference, a table mapping the corresponding Sections, Rules and Forms of the Income-Tax Act, 1961 to those under the Income-Tax Act, 2025 is provided below.

Section / Rule / Form of the Income-Tax Act, 1961 read with rules framed thereunder	Section / Rule / Form of the Income-Tax Act, 2025 read with rules framed thereunder
Section 206 AA	Section 397(2)
Section 197	Section 395(1
Section 194	Section 393(1) [Table: Sl. No. 7]
Second proviso to Section 194	Section 393(4) [Table: Sl. No.10]
Section 196	Section 393(5)
Section 197A(1F)	Section 393(6)- Documentary evidence in Section 400(1)
Section 197A(1E)	Section 393(9)
Section 195(3)	Section 395(1)
Rule 37BA	Rule 203
Rule 37BA(2)	Rule 203(2)
Rule 37BC	Rule 217
Form 15G and 15H	Form 121
Form 10F	Form 41
Form 26AS	Form 168

A. Resident members:

A.1 Tax Deductible at Source for Resident members

Sr. No	Particulars	Withholding tax rate	Documents required (if any) / Remarks
1	Valid PAN updated in the Company's Register of Members	10%	No document required. In case of individual Member, if dividend does not exceed Rs 10,000, no TDS / withholding tax will be deducted. Also, please refer note (v) below.
2	No PAN / Valid PAN not updated in the Company's Register of Members/ PAN is not linked with AADHAR in case of an individual	20%	In accordance with Section 397(2) of the Income-Tax Act, 2025, tax will be deducted at source (TDS) at the rate of 20% on dividend payments, irrespective of the amount of dividend, where the Permanent Account Number (PAN) of a member other than an individual is not registered with the Company, its Registrar and Transfer Agent (RTA), or the Depository Participant. In the case of individual members, where PAN is not registered with the Company, RTA, or Depository Participant, and the aggregate dividend payable during the financial year exceeds Rs. 10,000, TDS/withholding tax will be deducted at the rate of 20% in accordance with Section 397(2) of the Income-Tax Act, 2025. Accordingly, all members are requested to update their PAN details with their respective Depository Participant (for shares held in dematerialised form) or with the Company/RTA (for shares held in physical form) on or before **Friday, 28 August 2026**. While updating the records, members holding shares in physical form are requested to quote all folio numbers under which their shareholdings are registered.
3	Availability of lower/nil tax deduction certificate issued by Income-Tax Department u/s 395(1) of the Income-Tax Act, 2025	Rate specified in the certificate	Lower tax deduction certificate obtained from Income Tax Authority to be submitted on or before **Friday, 28th August, 2026**.
4	Benefits under Income Tax Rule 203	Rates based on applicability of the Income-Tax Act, 2025 to the beneficial owner	If the member e.g. clearing member / intermediaries / stock brokers are not the beneficial shareholders of the shares and if the declaration under Income Tax Rule 203(2) is provided regarding the beneficial owner, the TDS / Withholding tax will be deducted at the rates applicable to the beneficial shareholders.

A.2 No Tax Deductible at Source on dividend payment to resident members if the members submit following documents as mentioned in column no. (4) of the below table with the Company / RTA / Depository Participant on or before Friday, 28th August, 2026.

Sr. No	Particulars	Withholding tax rate	Documents required (if any)/ Remarks
(1)	(2)	(3)	(4)
1	Submission of form 121 with valid & operative PAN.	NIL	Declaration in Form No. 121 fulfilling certain conditions.
2	Member to whom section 393(1) [Table: Sl. No. 7] of the Income-Tax Act, 2025 does not apply as per section 393(4) [Table: Sl. No. 10] such as LIC, GIC. etc.	NIL	Valid documentary evidence for exemption u/s 393(4) [Table Sl. No 10] of the Income-Tax Act, 2025.

Sr. No	Particulars	Withholding tax rate	Documents required (if any)/ Remarks
(1)	(2)	(3)	(4)
3	Member covered u/s 393(5) of the Income-Tax Act, 2025 such as Government, RBI, Corporations established byCentral Act & mutual funds	NIL	Valid documentary evidence for coverage u/s 393(5) of the Income-Tax Act, 2025.
4	Category I and II Alternate Investment Fund	NIL	SEBI registration certificate to claim benefit under section 400(1) of the Income-Tax Act, 2025.
5	• Recognised provident funds • Approved superannuation fund • Approved gratuity fund	NIL	Valid documentary evidence as per Circular No. 18/2017 issued by Central Board of Direct Taxes (CBDT).
6	National Pension Scheme	NIL	No TDS as per section 393(9) of the Income-Tax Act, 2025. Valid documentary evidence (e.g., relevant copy of registration, notification, order, etc.) to be provided.
7	Any resident member exempted from TDS deduction as per the provisions of the Income-Tax Act, 2025 or by any other law or notification	NIL	Valid documentary evidence substantiating exemption from deduction of TDS.

B. Non-Resident members:

The table below shows the withholding tax on dividend payment to non-resident members. Members are requested to submit the document(s) as mentioned in column no. (4) of the below table on or before Friday, 28th August, 2026, to the Company / RTA to avail the beneficial rates, wherever applicable.

Sr. No	Particulars	Withholding tax rate	Documents required (if any)/ Remarks
(1)	(2)	(3)	(4)
1	Foreign Institutional Investors (FIIs) / Foreign Portfolio Investors (FPIs) / Other Non-Resident members	20% (plus applicable surcharge and cess) or tax treaty rate, whichever is beneficial	FPI registration certificate in case of FIIs / FPIs. To avail beneficial rate of tax treaty following tax documents would be required: 1. Tax Residency certificate issued by revenue authority of country of residence of member for the year in which dividend is received. 2. PAN or declaration as per Rule 217 of the Income-Tax Rules, 2026 in a specified format. 3. E-filed Form 41 4. Self-declaration for non existence of permanent establishment/ fixed base in India. (Note: Application of beneficial Tax Treaty Rate shall depend upon the completeness of the documents submitted by the Non-Resident member and review to the satisfaction of the Company).

Sr. No	Particulars	Withholding tax rate	Documents required (if any)/ Remarks
(1)	(2)	(3)	(4)
2	Indian Branch of a Foreign Bank	NIL	Lower tax deduction certificate u/s 395(1) of the Income-Tax Act, 2025 obtained from Income Tax Authority. Self-declaration confirming that the income is received on its own account and not on behalf of the Foreign Bank and the same will be included in taxable income of the branch in India. In case above documents are not made available, then Withholding tax will be at 35% (plus applicable surcharge and cess).
3	Availability of Lower / NIL tax deduction certificate issued by Income Tax Authority	Rate specified in certificate	Lower tax deduction certificate obtained from Income Tax Authority.
4	Any non-resident member exempted from WHT deduction as per the provisions of the Income-Tax Act, 2025 or any other law such as The United Nations (Privileges and Immunities) Act 1947, etc.	NIL	Necessary documentary evidence substantiating exemption from WHT deduction.
5	Benefits under Income Tax Rule 203	Rates based on the applicability of the Income-Tax Act, 2025/ DTAA (whichever is beneficial) to the beneficial owner	If the member e.g. clearing member / intermediaries / stock brokers are not the beneficial shareholders of the shares and if the declaration under Income Tax Rule 203(2) is provided regarding the beneficial owner, the Withholding tax will be deducted at the rates applicable to the beneficial shareholders. The documents as mentioned against Sr. No 1 to 4 in column (4) will be required in addition to the above declaration.

Notes:

(i) The Company will issue soft copy of the TDS certificate to its members through e-mail registered with RTA post filing of TDS return as per statutory timelines specified under the Income-Tax Act, 2025. Members will be able to download Form 168 from the Income Tax Department's website https://www.incometax.gov.in

(ii) The aforesaid documents such as Form 121, documents under section 393(5), 400(1), FPI / FII Registration Certificate, Tax Residency Certificate, Lower Tax certificate, Rule 203 declaration, etc. can be uploaded on the link https://mdpl.in/form on or before Friday, 28th August, 2026 to enable the Company to determine the appropriate TDS / withholding tax rate applicable. Any documents / communication on the tax determination / deduction received after Friday, 28th August, 2026 shall not be considered

NSDL has provided a facility for submission of tax documents for claiming nil/low tax deduction from dividend whereby the Resident Non-Individual members i.e. Insurance Companies, Mutual Funds and Alternative Investment Funds (AIF) and other domestic financial institutions established in India and Non-Resident Non- Individual members i.e., Foreign Institutional Investors and Foreign Portfolio Investors may submit the relevant forms / declarations / documents through their respective custodian who is registered on NSDL platform, on or before Friday, 28th August, 2026.

(iii) Application of TDS / withholding tax rate is subject to necessary verification by the Company of the member details as available in register of members as on the Record Date, and other documents available with the Company / RTA provided by the member by the specified date.

(iv) In case TDS is deducted at a higher rate, an option is still available with the member to file the return of income and claim an appropriate refund.

(v) No TDS will be deducted in case of resident individual members whose dividend does not exceed Rs. 10,000. However, where the PAN is not updated in Company / RTA / Depository Participant records or in case of an invalid PAN and cumulative dividend payment to individual member is more than Rs. 10,000, the Company will deduct TDS / Withholding tax u/s 393(1) [Table: Sl. No. 7] with reference to Section 397(2) of the Income-Tax Act, 2025.

All the members are requested to update their PAN with their Depository Participant (if shares are held in dematerialised mode) and Company / RTA (if shares are held in physical mode) against all their folio holdings on or before Friday, 28th August, 2026.

(vi) In the event of any income tax demand (including interest, penalty, etc.) on the Company arising due to any declaration, misrepresentation, inaccurate or omission of any information provided by the member, such member will be responsible to indemnify the Company and also, provide the Company with all information / documents and co-operation in any appellate proceedings.

(vii) This Communication is not exhaustive and does not purport to be a complete analysis or listing of all potential tax consequences in the matter of dividend payment. Members should consult their tax advisors for requisite action to be taken by them.

All aforesaid documents/requests should be submitted to RTA i.e. Maheshwari Datamatics Private Limited (RTA) at 23, R N Mukherjee Road, 5th Floor, Kolkata - 700 001. Phone : 033 22435029 / 22482248 Email : mdpldc@yahoo.com and compliance@mdplcorporate.com

Thanking You,

Yours faithfully,
For **Emami Paper Mills Limited**

Sumit Jaiswal
Company Secretary & Compliance Officer
ICSI Membership No. F9485