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 OF POSTAL BALLOT

[Pursuant to Section 108 & 110 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014]

E-VOTING STARTS ON	E-VOTING ENDS ON
Thursday, 26th November, 2026 at 09:00 a.m. (IST)	Friday, 25th December, 2026 at 05:00 p.m. (IST)

Dear Shareholders,

NOTICE is hereby given to the Shareholders of Emami Paper Mills Limited ("Company") that pursuant to the provisions of Section 108 and 110 of the Companies Act, 2013 ("the Act"), read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("Management Rules") and other applicable provisions, if any, including any statutory modification(s) or re-enactment(s) thereof for the time being in force, the provisions of Secretarial Standard on General Meetings ("SS-2"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any amendments thereto ("SEBI Listing Regulations") and any other applicable law, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force, and in accordance with the requirements prescribed by the Ministry of Corporate Affairs through General Circular Nos. 14/2020 dated 8 April 2020 and 17/2020 dated 13 April 2020, read with the subsequent circulars issued in this regard, the latest being General Circular No. 03/2025 dated 22 September 2025 ("MCA Circulars"), the resolutions appended below are proposed to be passed by way of a postal ballot ("Postal Ballot") through remote electronic voting process ("remote e-voting/e-voting") only.

In compliance with the requirements of the MCA Circulars, this Postal Ballot Notice is being sent only through electronic mode to those shareholders whose email addresses are registered with the Company's Registrar and Share Transfer Agent, viz., Maheshwari Datamatics Pvt. Ltd. ("RTA") / Depositories. Accordingly, the hard copy of Postal Ballot Notice along with Postal Ballot Forms and pre-paid business envelope will not be sent to the shareholders for this Postal Ballot. The shareholders are required to communicate their assent or dissent through the remote e-voting system only.

The explanatory statement pursuant to Section 102 and other applicable provisions of the Act, pertaining to Item No. 1 and Item No. 2 setting out the material facts and reasons thereof is annexed herewith as Annexure – I along with instructions for remote e-voting and forms a part of this Notice. Further the information required pursuant to Regulation 36(3) of SEBI Listing Regulations and SS-2 issued by the Institute of Company Secretaries of India given in Annexure – II and also forms a part of this Notice.

In compliance with Regulation 44 of the SEBI Listing Regulations and pursuant to the provisions of Sections 108 and 110 of the Act read with the Rules, MCA Circulars and SS-2, the Company is providing remote e-voting facility to its Shareholders, to enable them to cast their votes electronically. The communication of the assent or dissent of the Shareholders would only take place through the remote e-voting system. For the purpose of providing remote e-voting facility to its Shareholders, the Company has engaged the services of the Central Depository Services (India) Limited ('CDSL').

The remote e-voting period will commence from 09:00 a.m. (IST) on Thursday, 26th November, 2026 and will end at 05:00 p.m. (IST) on Friday, 25th December, 2026. Pursuant to Rule 22(5) of the Management Rules, the Board of Directors of the Company at its meeting held on 30th October, 2026 has appointed Shri Raj Kumar Banthia, Partner of M/s. MKB & Associates, Company Secretaries in Practice, Kolkata, as the Scrutinizer ("Scrutinizer") to conduct the Postal Ballot through remote e-voting process in a fair and transparent manner. The Scrutinizer will submit his report to the Chairman of the Company, or any person authorized by him upon completion of the scrutiny of the votes cast through remote e-

voting. The results of the Postal Ballot will be announced on or before 5:00 p.m. on Tuesday, 29th December, 2026 i.e. within two (2) working days from the last date of remote e-voting. The result of the postal ballot along with the Scrutinizer's report would be intimated to BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE") and would also be placed on the website of the Company i.e. www.emamipaper.com and also on the website of Central Depository Services (India) Limited (CDSL) i.e. www.evotingindia.com. Further, the results shall be displayed on the Notice Board at the Registered Office of the Company.

SPECIAL BUSINESS:

ITEM NO. 1

Re-appointment of Shri Amit Kiran Deb (DIN: 02107792) as an Independent Director for a Second Term of 5 (Five) Consecutive Years.

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

"RESOLVED THAT, pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), the Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable rules made thereunder, and applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force, the Articles of Association and the Nomination and Remuneration Policy of the Company, and based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, Shri Amit Kiran Deb (DIN: 02107792), who holds the office of Independent Director up to 19th January, 2027 and being eligible, offers himself for re-appointment and has submitted a declaration that he continues to meet the criteria of Independence under Section 149(6) of the Companies Act, 2013 and the SEBI Listing Regulations, and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Act proposing his candidature for the office of Director, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, for a second term of 5 (five) consecutive years commencing from 20th January, 2027 and ending on 19th January, 2032, both days inclusive.

RESOLVED FURTHER THAT, pursuant to Regulation 17(1A) and other applicable provisions of the SEBI Listing Regulations, approval of the members be and is hereby accorded to the continuation of Shri Amit Kiran Deb as a Non-Executive Independent Director of the Company during the aforesaid second term, notwithstanding that he has attained the age of seventy-five years, considering his qualifications, expertise, experience, integrity, proficiency, independent judgement, contribution to the Company and familiarity with its business and operations.

RESOLVED FURTHER THAT, the Board of Directors of the Company, including any Committee thereof, and the Whole-time Director & CEO, the Vice President (Finance) & CFO, and the Company Secretary, be and are hereby severally authorised to do all such acts, deeds, matters and things and to execute and file all such documents, forms, returns, applications and writings as may be necessary, proper, desirable or expedient; make necessary intimations and filings with the Registrar of Companies, the stock exchanges, the depositories and other statutory or regulatory authorities; and settle any question, difficulty or doubt that may arise in this regard, in order to give effect to this resolution."

ITEM NO. 2

Re-appointment of Shri Sumit Banerjee (DIN: 00213826) as an Independent Director for a Second Term of 5 (Five) Consecutive Years.

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

"RESOLVED THAT, pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), the Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable rules made thereunder, and applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force, the Articles of Association and the Nomination and Remuneration Policy of the Company, and based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, Shri Sumit Banerjee (DIN: 00213826), who holds the office of Independent Director up to 19th January, 2027 and being eligible, offers himself for re-appointment and has submitted a declaration that he continues to meet the criteria of Independence under Section 149(6) of the Companies Act, 2013 and the SEBI Listing Regulations, and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Act proposing his candidature for the office of Director, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, for a second term of 5 (five) consecutive years commencing from 20th January, 2027 and ending on 19th January, 2032, both days inclusive.

RESOLVED FURTHER THAT, pursuant to Regulation 17(1A) and other applicable provisions of the SEBI Listing Regulations, approval of the members be and is hereby accorded to the continuation of Shri Sumit Banerjee as a Non-Executive Independent Director of the Company even after he attains the age of seventy-five years during the currency of his aforesaid second term, up to 19th January, 2032, considering his qualifications, expertise, experience, integrity, proficiency, independent judgement, contribution to the Company and familiarity with its business and operations.

RESOLVED FURTHER THAT, the Board of Directors of the Company, including any Committee thereof, and the Whole-time Director & CEO, the Vice President (Finance) & CFO, and the Company Secretary, be and are hereby severally authorised to do all such acts, deeds, matters and things and to execute and file all such documents, forms, returns, applications and writings as may be necessary, proper, desirable or expedient; make necessary intimations and filings with the Registrar of Companies, the stock exchanges, the depositories and other statutory or regulatory authorities; and settle any question, difficulty or doubt that may arise in this regard, in order to give effect to this resolution."

By Order of the Board
For Emami Paper Mills Limited

Date: 30th October, 2026
Place: Kolkata

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

NOTES:

1. The Explanatory Statement pursuant to Sections 102 and 110 of the Companies Act, 2013 ("Act"), read with the applicable Rules made thereunder, setting out the material facts relating to the Special Resolutions set out in the Notice, is annexed hereto and forms part of this Notice.

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

3. In line with the MCA Circulars, the Postal Ballot Notice is being sent only by electronic mode to those shareholders whose names appear on the Register of Members/List of Beneficial Owners as on **Friday, 20th November, 2026 ("Cut-Off Date"),** received from Depositories i.e. National Securities Depository Limited ("**NSDL**")/ Central Depository Services (India) Limited ("**CDSL**") and Registrar and Share Transfer Agent of the Company i.e. M/s. Maheshwari Datamatics Pvt. Ltd. ("**RTA**") and whose email addresses are registered with the RTA/Depository Participants. Pursuant to the MCA Circulars, the physical copies of the Notice along with the Postal Ballot Forms and pre-paid business reply envelopes are not being sent to the Shareholders for this postal ballot.

4. In accordance with the MCA Circulars, the communication of assent or dissent by the Members on the resolutions shall take place only through the remote e-voting system. Votes cast through remote e-voting shall be considered valid in accordance with the applicable provisions.

5. Only those members whose names will appear in the Register of Members or List of Beneficial Owners as on **Friday, 20th November, 2026, being the cut-off date**, will be entitled to cast their votes through postal ballot by remote e-voting on the Special Resolutions set forth in this Notice and voting rights shall be in proportion of their shareholding in the paid-up equity share capital of the Company as on cut-off date.

6. It is however clarified that all Members of the Company as on the **Cut-Off date** (including those Members who may not have received this Notice due to non-registration of their email addresses with the RTA / Depositories) shall be entitled to vote in relation to the aforementioned special resolutions in accordance with the process specified in this Notice.

7. The Members may note that this Postal Ballot Notice will also be available on the Company's website, www.emamipaper.com and websites of the Stock Exchanges where the equity shares of the Company are listed i.e. BSE Limited at www.bseindia.com and National Stock Exchange of India Limited at www.nseindia.com and on the website of CDSL at www.evotingindia.com.

8. Shareholders holding shares in physical form are requested to update/register their PAN, Nomination, Contact Details i.e. Postal address with PIN Code, Mobile number, e-mail address, bank account details and specimen signature by submitting the applicable forms, including form ISR-1, ISR-2, ISR-3 and form SH-13 complete in all respects, as applicable, together with other required documents, as prescribed in these forms to the RTA, M/s. Maheshwari Datamatics Pvt. Ltd. at 23, R. N. Mukherjee Road, 5th Floor, Kolkata – 700001, Email ID contact@mdplcorporate.com, Phone – 033-2243-5029/2248-2248. The soft copies of the forms are available on the website of the RTA at www.mdpl.in.

9. **Special Window for Transfer and Dematerialisation of Physical Securities**

Pursuant to SEBI Circular No. HO/38/13/11(2)2026-MIRSD-POD/I/3750/2026 dated January 30, 2026, a special window for transfer and dematerialisation of eligible physical securities will remain open from 5 February 2026 to 4 February 2027. The window applies, subject to the conditions specified in the circular, to physical securities sold or purchased before 1 April 2019, including eligible transfer requests previously rejected, returned or not attended to because of deficiencies. Investors should refer to the complete circular and contact the RTA for the prescribed documents, eligibility conditions and exclusions.

10. **Process for those shareholders whose email addresses/mobile numbers are not registered with the Company/RTA/depositories.**

For Members holding shares in physical form- 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 Aadhaar Card) by email to Company at investor.relations@emamipaper.com or RTA at contact@mdplcorporate.com.

For Members holding shares in Dematerialised form - Please update your email ID & mobile number with your respective Depository Participant (DP), which is mandatory while e-Voting & joining virtual meetings through Depository.

11. The Resolutions passed by the Members through Postal Ballot shall be deemed to have been passed as if the same were passed at a general meeting of the Members convened in that regard. Further, the Resolutions, if passed by Members with requisite majority, shall be deemed to have been passed on the last date of Remote e-voting, i.e., Friday, 25th December, 2026.

12. All the material documents referred to in this Notice will be available for inspection electronically until the last date of remote e-voting. Shareholders seeking to inspect such documents can send an email to investor.relations@emamipaper.com mentioning their names, folio numbers, DP ID and Client ID.

13. A Member cannot exercise his/her vote by proxy on Postal Ballot.

14. Shareholders desiring to exercise their vote through the remote e-voting process are requested to read the instructions for remote e-voting given in the Notes section.

15. The instructions for remote e-voting are as under:
    i. In compliance with the provisions of Sections 108 and 110 of the Act read with the Rules made thereunder, and Regulation 44 of the SEBI Listing Regulations and the MCA Circulars, the Company has engaged the services of CDSL to provide the facility of remote e-voting to all the Members to enable them to cast their votes electronically in respect of the special business as mentioned in the postal ballot notice.
    ii. Voting rights of the Members shall be in proportion to the shares held by them in the paid-up equity share capital of the Company as on **Friday, 20th November, 2026 [Cut-off Date].** Only those Members whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-off date will be entitled to cast their votes by Remote e-voting. A person who is not a Member as on the Cut-off date should treat this Postal Ballot Notice for information purposes only. The Remote e-voting period will commence from **09:00 a.m. (IST) on Thursday, 26th November, 2026 and will end at 5:00 p.m. (IST) on Friday, 25th December, 2026**. The Remote e-voting module shall be disabled thereafter. Once the vote on the resolution is cast by the Member, he/she shall not be allowed to change it subsequently.
    iii. The Board of Directors of the Company has appointed Shri Raj Kumar Banthia (ACS- 17190/CP-18428), Partner of M/s MKB & Associates, Company Secretaries in Practice, Kolkata as the Scrutinizer to conduct the Postal Ballot through Remote e-voting process in a fair and transparent manner.

16. The process and manner for Remote e-voting are explained herein below:

THE INSTRUCTIONS FOR SHAREHOLDERS FOR REMOTE E-VOTING 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 09:00 a.m. (IST) on Thursday, 26th November, 2026 and will end at 5:00 p.m. (IST) on Friday, 25th December, 2026**. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on **Friday, 20th November, 2026 i.e. cut-off date** of Emami Paper Mills Limited may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

ii. The last date of receipt of vote through remote e-voting i.e. **Friday, 25th December, 2026** shall be the date on which the special resolution would be deemed to have passed, if approved by the requisite majority.

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

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 above said SEBI Circular, Login method for e-Voting **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 e-Voting is in progress as per the information provided by company. On clicking the e-Voting 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 an 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 e-Voting 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. 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 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. 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.

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.co.in 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.

(i) Login method for Remote e-Voting 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 alphanumeric 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.

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

(iii) 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.

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

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

(vi) 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.

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

(viii) 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.

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

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

(xi) 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.

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

(xiii) **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: investor.relations@emamipaper.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.
- If you have any queries or issues regarding 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, Sr. Manager, Central Depository Services (India) Limited (CDSL), 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 at toll free no. 1800 21 09911

ANNEXURE I TO THE POSTAL BALLOT NOTICE
EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 FORMING PART OF THE NOTICE

In terms of Section 102 of the Companies Act, 2013, Secretarial Standards on General Meetings (SS-2) issued by the Institute of Company Secretaries of India and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the following Explanatory Statement sets out all the material facts relating to the Special Resolutions mentioned in this Postal Ballot Notice:

ITEM NO. 1
Re-appointment of Shri Amit Kiran Deb (DIN: 02107792) as an Independent Director for a Second Term of 5 (Five) Consecutive Years.

The Members of the Company by way of Postal Ballot (remote e-voting) on 10th March, 2022 approved appointment of Shri Amit Kiran Deb (DIN: 02107792) as an Independent Director of the Company, for a term of five consecutive years commencing from 20th January, 2022 to 19th January, 2027, both days inclusive, and not liable to retire by rotation. He is eligible for re-appointment for a second term as an Independent Director of the Company.

The Nomination and Remuneration Committee at its meeting held on 30th October, 2026 on the basis of the report of performance evaluation of Independent Director and his consent for re-appointment, has recommended re-appointment of Shri Amit Kiran Deb for a second term of five years from 20th January, 2027 and ending on 19th January, 2032, both days inclusive, as Independent Director on the Board of the Company.

The Board at its meeting held on 30th October, 2026, based on the performance evaluation of Independent Director and as recommended by the Nomination and Remuneration Committee (NRC), also considers that, given his background, experience and substantial contributions made by him during his tenure, the continued association of Shri Amit Kiran Deb would be beneficial to the Company and it is desirable to continue availing his services as Independent Director. The Board, therefore, proposed to re-appoint Shri Amit Kiran Deb as an Independent Director of the Company, not liable to retire by rotation, for a second consecutive term of 5 (five) years commencing from 20th January, 2027 and concluding on 19th January, 2032, both days inclusive. Shri Amit Kiran Deb has been actively participating in all Board and Committee proceedings.

The Company has received notice in writing from a member under Section 160 of the Companies Act, 2013 ("the Act") proposing the candidature of Shri Amit Kiran Deb for the office of Independent Director of the Company. The notice is

available for inspection by the members in electronic mode.

Shri Amit Kiran Deb, an Ex- IAS Officer and holds a Master's Degree in Political Science from Allahabad University. He joined the Indian Administrative Service (IAS) in 1971 and was assigned to the West Bengal cadre. Thereafter he served the Governments of West Bengal and Tripura as well as the Union Government in various capacities. He served as Home Secretary and then Chief Secretary to the Government of West Bengal before his retirement.

While recommending his re-appointment, the NRC considered the skills, expertise and competencies required on the Board in the context of the business and sectors in which the Company operates. Based on the outcome of the performance evaluation and an assessment of his qualifications, experience, knowledge and contribution during his first term, the NRC concluded that Shri Amit Kiran Deb possesses the skills and capabilities required to continue in the role of an Independent Director of the Company.

The Board is of the opinion that Shri Amit Kiran Deb possesses the requisite integrity, knowledge, experience, expertise and competencies necessary for the effective discharge of his duties as an Independent Director. Shri Amit Kiran Deb has already attained the age of seventy-five years. Having regard to his extensive administrative and governance experience, strategic insight, understanding of regulatory and public-policy matters, independent judgement and contribution to the deliberations of the Board and its Committees during his first term, the Board considers his continued association and guidance to be in the best interests of the Company. Accordingly, the approval of the Members is also being sought pursuant to Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") for his continuation as a Non-Executive Independent Director during the proposed second term.

The Company has received the requisite consent, declarations, disclosures and confirmations from Shri Amit Kiran Deb in connection with his proposed re-appointment. He has confirmed that he continues to meet the criteria of independence prescribed under Section 149(6) of the Act, read with the rules made thereunder, and Regulation 16(1)(b) of the SEBI Listing Regulations.

In terms of Regulation 25(8) of the SEBI Listing Regulations, Shri Amit Kiran Deb has further confirmed that he is not aware of any circumstance or situation that exists or may reasonably be anticipated to exist which could impair or impact his ability to discharge his duties as an Independent Director of the Company.

The Company has also received from Shri Amit Kiran Deb: (i) consent to act as Director in writing in Form DIR-2 pursuant to Rule 8 of Companies (Appointment and Qualification of Directors) Rules, 2014; (ii) disclosure in Form DIR-8 pursuant to Rule 14(1) of the Companies (Appointment and Qualification of Directors) Rules, 2014 to the effect that he is not disqualified under sub-sections (1) and (2) of Section 164 of the Act; (iii) declaration to the effect that he meets the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Act, the Rules made thereunder and under the SEBI Listing Regulations; and (iv) declaration to the effect that he is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualification of Directors) Rules, 2014, with respect to his registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs. The directorships held by him are within the limits as prescribed under the Act and Regulation 25 of the SEBI Listing Regulations.

In the opinion of the Board, Shri Amit Kiran Deb fulfils the conditions specified under the Act, the rules made thereunder and the SEBI Listing Regulations for his re-appointment as an Independent Director. The Board is also satisfied that he is independent of the management and possesses the requisite integrity, expertise, experience and proficiency to continue as an Independent Director of the Company.

Copy of draft letter of appointment of Shri Amit Kiran Deb setting out the terms and conditions of re-appointment shall be available for inspection by the Members in electronic mode. Members can inspect the same by sending an email to investor.relations@emamipaper.com.

Pursuant to Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India, the requisite particulars of Shri Amit Kiran Deb, including his brief profile, qualifications, experience, skills, expertise, other directorships and committee positions, are provided in **Annexure II** to the Postal Ballot Notice.

Accordingly, the Board recommends the **Special Resolution** set out at **Item No. 1** of the Postal Ballot Notice for the approval of the Members.

Except Shri Amit Kiran Deb, being the appointee, and his relatives, none of the other Directors, Key Managerial Personnel of the Company or their respective relatives is, in any way, concerned or interested, financially or otherwise, in the proposed resolution.

ITEM NO. 2

Re-appointment of Shri Sumit Banerjee (DIN: 00213826) as an Independent Director for a Second Term of Five Consecutive Years.

The Members of the Company by way of Postal Ballot (remote e-voting) on 10th March, 2022 approved appointment of Shri Sumit Banerjee (DIN: 00213826) as an Independent Director of the Company, for a term of five consecutive years commencing from 20th January, 2022 to 19th January, 2027, both days inclusive, and not liable to retire by rotation. He is eligible for re-appointment for a second term as an Independent Director of the Company.

The Nomination and Remuneration Committee at its meeting held on 30th October, 2026 on the basis of the report of performance evaluation of Independent Director and his consent for re-appointment, has recommended re-appointment of Shri Sumit Banerjee for a second term of five years from 20th January, 2027 and ending on 19th January, 2032, both days inclusive, as Independent Director on the Board of the Company.

The Board at its meeting held on 30th October, 2026, based on the performance evaluation of Independent Director and as recommended by the Nomination and Remuneration Committee (NRC), also considers that, given his background, experience and substantial contributions made by him during his tenure, the continued association of Shri Sumit Banerjee would be beneficial to the Company and it is desirable to continue availing his services as Independent Director. The Board, therefore, proposed to re-appoint Shri Sumit Banerjee as an Independent Director of the Company, not liable to retire by rotation, for a second consecutive term of 5 (five) years commencing from 20th January, 2027 and concluding on 19th January, 2032, both days inclusive. Shri Sumit Banerjee has been actively participating in all Board and Committee proceedings.

The Company has received notice in writing from a member under Section 160 of the Companies Act, 2013 ("the Act") proposing the candidature of Shri Sumit Banerjee for the office of Independent Director of the Company. The notice is available for inspection by the members in electronic mode.

Shri Sumit Banerjee is a Mechanical Engineering graduate from IIT, Kharagpur and has completed his Management Education Program (MEP) from IIM Ahmedabad. He has been the Vice-Chairman of Reliance Cement and CEO at Reliance Infrastructure Ltd. He held the position of MD and CEO at ACC Limited. He is a seasoned business leader with a formidable background in manufacturing and infrastructure.

While recommending his re-appointment, the NRC considered the skills, expertise and competencies required on the Board in the context of the business and sectors in which the Company operates. Based on the outcome of the performance evaluation and an assessment of his qualifications, experience, knowledge and contribution during his first term, the NRC concluded that Shri Sumit Banerjee possesses the skills and capabilities required to continue in the role of an Independent Director of the Company.

The Board is of the opinion that Shri Sumit Banerjee possesses the requisite integrity, knowledge, experience, expertise and competencies necessary for the effective discharge of his duties as an Independent Director. Shri Sumit Banerjee will attain the age of seventy-five years during the proposed second term. Having regard to his extensive leadership experience in the manufacturing, cement and infrastructure sectors, strategic and operational expertise, independent judgement and contribution to the deliberations of the Board and its Committees, the Board considers his continued association and guidance, including after he attains the age of seventy-five years and for the remainder of the proposed second term, to be in the best interests of the Company. Accordingly, approval of the Members is also being sought pursuant to Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") for his continuation as a Non-Executive Independent Director after attaining the age of seventy-five years and until the conclusion of the proposed second term.

The Company has received the requisite consent, declarations, disclosures and confirmations from Shri Sumit Banerjee in connection with his proposed re-appointment. He has confirmed that he continues to meet the criteria of independence prescribed under Section 149(6) of the Companies Act, 2013 ("Act"), read with the rules made thereunder, and Regulation 16(1)(b) of the SEBI Listing Regulations.

In terms of Regulation 25(8) of the SEBI Listing Regulations, Shri Sumit Banerjee has further confirmed that he is not aware of any circumstance or situation that exists or may reasonably be anticipated to exist which could impair or impact his ability to discharge his duties as an Independent Director of the Company.

The Company has also received from Shri Sumit Banerjee: (i) consent to act as Director in writing in Form DIR-2 pursuant to Rule 8 of Companies (Appointment and Qualification of Directors) Rules, 2014; (ii) disclosure in Form DIR-8 pursuant to Rule 14(1) of the Companies (Appointment and Qualification of Directors) Rules, 2014 to the effect that he is not disqualified under sub-sections (1) and (2) of Section 164 of the Act; (iii) declaration to the effect that he meets the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Act, the Rules made thereunder and under

the SEBI Listing Regulations; and (iv) declaration to the effect that he is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualification of Directors) Rules, 2014, with respect to his registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs. The directorships held by him are within the limits as prescribed under the Act and Regulation 25 of the SEBI Listing Regulations.

In the opinion of the Board, Shri Sumit Banerjee fulfils the conditions specified under the Act, the rules made thereunder and the SEBI Listing Regulations for his re-appointment as an Independent Director. The Board is also satisfied that he is independent of the management and possesses the requisite integrity, expertise, experience and proficiency to continue as an Independent Director of the Company.

Copy of draft letter of appointment of Shri Sumit Banerjee setting out the terms and conditions of re-appointment shall be available for inspection by the Members in electronic mode. Members can inspect the same by sending an email to investor.relations@emamipaper.com.

Pursuant to Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India, the requisite particulars of Shri Sumit Banerjee, including his brief profile, qualifications, experience, skills, expertise, other directorships and committee positions, are provided in **Annexure II** to the Postal Ballot Notice.

Accordingly, the Board recommends the **Special Resolution** set out at **Item No. 2** of the Postal Ballot Notice for the approval of the Members.

Except Shri Sumit Banerjee, being the appointee, and his relatives, none of the other Directors, Key Managerial Personnel of the Company or their respective relatives is, in any way, concerned or interested, financially or otherwise, in the proposed resolution.

By Order of the Board
For Emami Paper Mills Limited

Date: 30th October, 2026
Place: Kolkata

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

ANNEXURE II TO THE POSTAL BALLOT NOTICE

(Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India)

Name of the Director	Shri Amit Kiran Deb	Shri Sumit Banerjee
DIN	02107792	00213826
Date of Birth	26.12.1948	21.07.1956
Age	77 years as on the date of the Notice	70 years as on the date of the Notice
Date of first appointment on the Board	20th January, 2022	20th January, 2022
Qualification	M.A. in Political Science from Allahabad University in 1969, Joined Indian Administrative Service (IAS) in 1971	B. Tech (H) from IIT Kharagpur and also completed Management Education Program (MEP) from IIM, Ahmedabad.
Experience	Over 50 years' experience in Administration, strategy formulation, and Management	He is a professional with top management level exposure to various core sector industries, such as Non-Ferrous Metals, Steel Processing, Cement, and Infrastructure.
Nature of expertise in specific functional areas	Shri Amit Kiran Deb has sufficient breadth of skills in areas of Administration, strategy formulation, and Management. The Company believes that his skills, knowledge, and experience on the Board will complement the effective functioning of the Company.	Shri Sumit Banerjee is a professional having top management level exposures and has sufficient breadth of skills in areas of Administration, strategy formulation, and Management. The Company believes that his skills, knowledge, and experience on the Board will complement the effective functioning of the Company.
Skills and capabilities required for the role and the manner in which the proposed Independent Director meets such requirements	Shri Amit Kiran Deb has sufficient breadth of skills in areas of Leadership & Management, Financial & Accounting, Technical, Operations &	The Board is of the opinion that Shri Sumit Banerjee possesses the requisite skills, experience, expertise and integrity required for the position of an

	Information Technology, Behaviour & Equanimity, Global Business, Corporate Strategy & Arrangements and Board Governance & Ethics. The Company believes that his skills, knowledge and experience on the Board will complement the effective functioning of the Company.	Independent Director. The Company believes that his extensive experience in leadership, administration, strategic planning and management will bring valuable insights to the Board and contribute to the effective governance and long-term growth of the Company.
Terms and conditions of appointment	Proposed to be re-appointed as an Independent Director for a second term of 5 (five) consecutive years, not liable to retire by rotation, from 20th January 2027 to 19th January 2032, subject to the approval of the members.	Proposed to be re-appointed as an Independent Director for a second term of 5 (five) consecutive years, not liable to retire by rotation, from 20th January 2027 to 19th January 2032, subject to the approval of the members.
Details of remuneration last drawn (FY 2025-26)	Sitting fees for attending Board and Committee Meetings- ₹5,80,000	Sitting fees for attending Board and Committee Meetings- ₹5,60,000
Details of remuneration sought to be paid	He will continue to be paid sitting fees for attending Board and Committee Meetings.	He will continue to be paid sitting fees for attending Board and Committee Meetings.
Directorships in other Companies (excluding foreign companies and Section 8 companies)	**Listed Companies:** • B & A Limited • Century Plyboards (India) Ltd. • Star Cement Limited • Emami Realty Limited **Unlisted Companies:** • Bengal Ambuja Housing Development Ltd. • Century Panels Limited	**Listed Companies:** • JSW Cement Limited • NCC Limited **Unlisted Companies:** Nil
Membership/ Chairpersonship of Committees in other companies (excluding foreign companies) ***(Only Audit Committee and Stakeholders Relationship Committee positions have been considered)***	• Emami Realty Limited – Chairman of Audit Committee • Century Plyboards (India) Limited – Member of Audit Committee & Chairman of Stakeholders Relationship Committee • Star Cement Limited – Chairman of Audit Committee • Bengal Ambuja Housing Development Ltd. – Member of Audit Committee	• JSW Cement Limited – Member of Audit Committee • NCC Limited – Member of Audit Committee
Listed entities from which the Director has resigned from Directorship in last 3 (three) years	Nil	Clean Max Enviro Energy Solutions Limited
No. of Board Meetings attended during FY 2026-27 (up to the date of this Notice)	Attended 3 out of 3 Board Meetings.	Attended 3 out of 3 Board Meetings.
Inter-se relationship with other Directors and Key Managerial Personnel of the Company	None	None
No. of shares held (as on the date of this Notice):		
(a)Own	NIL	NIL
(b)For other persons on a beneficial basis	NIL	NIL

By Order of the Board
For Emami Paper Mills Limited

Date: 30th October, 2026
Place: Kolkata

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