



Tamil Nadu Newsprint and Papers Limited

# 42<sup>nd</sup> Annual Report 2021-22



*Leading through innovation*

# Board of Directors



**Dr. M. Sai Kumar I.A.S**  
Chairman & Managing Director



**Thiru S Krishnan, IAS**  
Director



**Thiru N Muruganadam, IAS**  
Director



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



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



**Thiru V Chandrasekaran**  
Director



**Tmt. Soundara Kumar**  
Director



**Thiru P. B. Santhanakrishnan**  
Director



**Dr. M. Arumugam**  
Director

## Contents

Notice	31	Business Responsibility Report	144
Directors' Report	47	Independent Auditor's Report	157
Annual Report on CSR Activities	58	Comments of the Comptroller and Auditor General of India	170
Secretarial Audit Report	62	Balance Sheet	171
Report on Energy Conservation	66	Statement of Profit and Loss	172
Disclosure on Remuneration	72	Cash Flow Statement	173
Extract of Annual Return	74	Notes to the Financial Statements	175
Management Discussion And Analysis	88		
Report On Corporate Governance	99		

# Company information

## Board of Directors

**Dr M. Sai Kumar, IAS** Chairman & Managing Director  
(w.e.f 12.06.2022)

**Thiru S Krishnan, IAS** Director  
(Director upto 10.11.2021  
CMD w.e.f 10.11.2021 to 12.06.2022  
Director w.e.f 12.06.2022)

**Thiru N Muruganandam, IAS** Director  
(CMD w.e.f 30.09.2021 to 10.11.2021)  
Director w.e.f 10.11.2021)

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

**Dr Rajeev Ranjan, IAS** Chairman & Managing Director  
(from 08.05.2021 to 30.09.2021)

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

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

**Thiru V Chandrasekaran** Director

**Tmt. Soundara Kumar** Director

**Thiru P. B. Santhanakrishnan** Director

**Dr. M. Arumugam** Director

## Compliance Officer

**Tmt Anuradha Ponraj** Company Secretary  
(w.e.f 01.07.2022)

**Thiru B. Thamizhselvan** Company Secretary  
(w.e.f 01.03.2022 to 30.06.2022)

**Thiru B. Ravishankar** Company Secretary  
(w.e.f 30.06.2020 to 01.03.2022)

## Registered Office

**CIN** L22121TN1979PLC007799

### FACTORY

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

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



## Statutory Auditors

M/s A V Deven & Co., Chartered Accountants,  
"Nu Tech Janaki" Flat-E, Third Floor,  
No. 9, (Old No. 1), 27th Street,  
Ashok Nagar, Chennai - 600083  
Ph No.: 044 - 24743394 / 24743395  
Fax No.: 044 - 24743392  
Email: 1985avd@gmail.com

## Cost Auditors

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

## Secretarial Auditors

M/s M Damodaran & Associates  
Company Secretaries in Practice,  
New No.6, Old No.12, Appavoo Gramani,  
1st Street, Mandaveli, Opp. BSNL Office,  
Chennai, TamilNadu-600028.  
Phone No: +91 44-43601111  
Email Id: secretarial@mdassociates.co.in /  
info.blr@mdassociates.co.in  
Web: www.mdassociates.co.in

## Registrar and Share Transfer Agent

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

## Bankers and Financial Institutions

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

# Highlights 2021-22

**1** The Company's Revenue from Operations during the year 2021-22 is Rs. 4020.29 crore.

**2** During the year 2021-22, the Paper production was 388881 MT, equivalent to 97%.

**3** The packaging board plant production was 183770 MT during the year 2021-22, equivalent to 92% of capacity.

**4** Achieved Paper sales of 438010 MT during the year 2021-22. Domestic Sales accounts for 67% and Exports at 33%.

**5** The packaging board sales during the year 2021-22 was 184546 MT. Domestic Sales accounts for 88% and exports at 12%.

**6** Market Capitalization was Rs 1160.32 Crore as on 31st March, 2022.

**7** 306591 tonnes of Hardwood Pulp, chemical Bagasse Pulp and Deinked Pulp were produced during the year in the Pulp Mill in Unit - I.

**8** 7186.72 lakh units of power was generated of which 7058.36 lakh units was consumed and 128.36 lakh units exported to Power Grid. Power drawn from State Grid and consumed was only 3.89% of total power consumed.

**9** The bio-methanation plants have generated methane gas of 95.67 lakh m<sup>3</sup> during 2021-22. The methane gas was consumed in lime kiln and power boilers in replacement of 5073 KL of furnace oil and 256 MT of imported coal.

**10** The paper & pulp mill have implemented various water conservation projects and reduced the overall consumption of water to 35 KL/per ton of paper which is one of the lowest in paper industry.

**11** The wind farms with an installed capacity of 35.5MW capacity have generated 407.31 lakh Kwh Units of 'Green Power' during the year.

12

TNPL is the First and only company in the Indian Paper Industry to have established a cement manufacturing factory to convert the mill wastes lime sludge and flyash into high grade cement as part of its solid waste management system. During the year, the Company has manufactured 294233 MT of cement.

13

During the year 2021-22, overall borrowings decreased by Rs. 489 crore.

14

The Company won the 1st Position in the 17th National Award for Excellence in Cost Management, 2019, under the category of "Manufacturing-Public-Large" from The Institute of Cost Accountants of India.

15

TNPL won "IPMA Environment Award" for the year 2019-2020 conducted by Indian Paper Manufacturer Association (IPMA), New Delhi in January, 2022.

16

TNPL is one among the 29 companies awarded with both shield and certificate for "Industry Excellence Award 2021" conducted by Institution of Engineers - India (IEI), Kolkatta and the award was presented during 36th Indian Engineering Congress at New Delhi on Sunday, 26th December, 2021.

17

TNPL's project "Reduction of Green House Gas emission and Sodium sulphate consumption by In-House modified liquor gun firing system for Agro Based Chemical Recovery Boiler" is one among the 19 projects selected as "Most Innovative Environment Project" during CII – Environmental Best Practices Award 2021 in July, 2021.

18

TNPL has been declared as "Winner" of "Golden Peacock Award for Corporate Social Responsibility" for the year 2020 conducted by Institute of Directors (IOD), New Delhi. Awarded virtually through a specially organised 'Golden Peacock Awards Ceremony' in April, 2021.

19

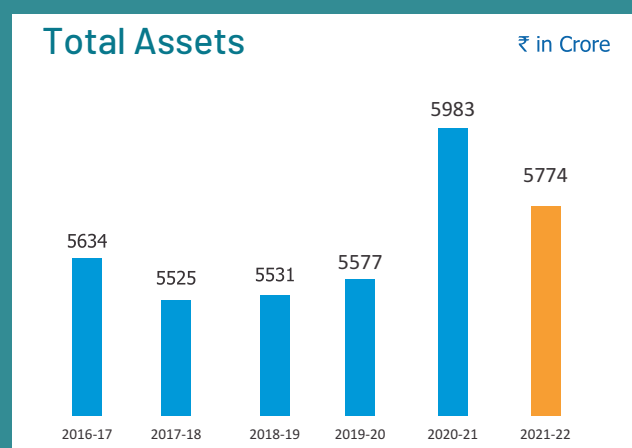
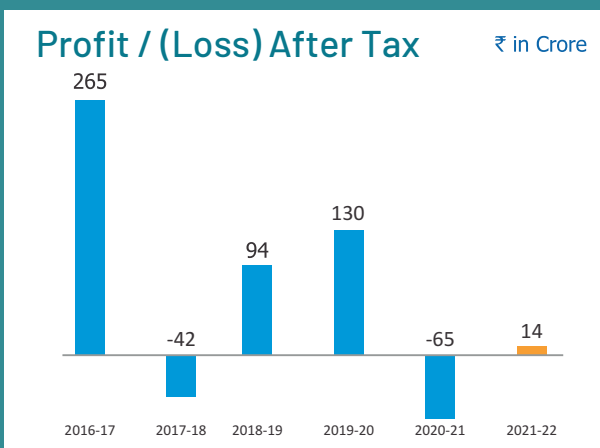
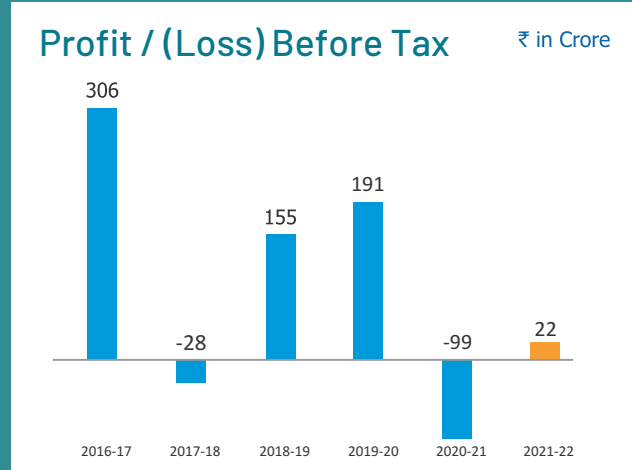
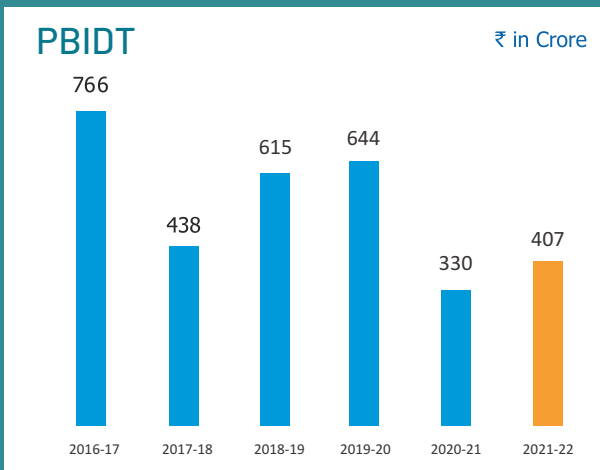
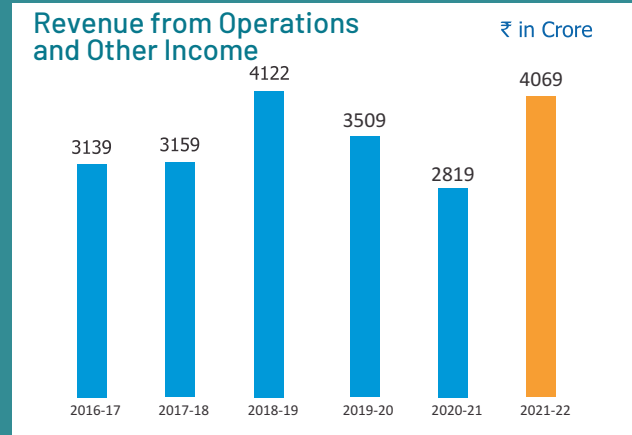
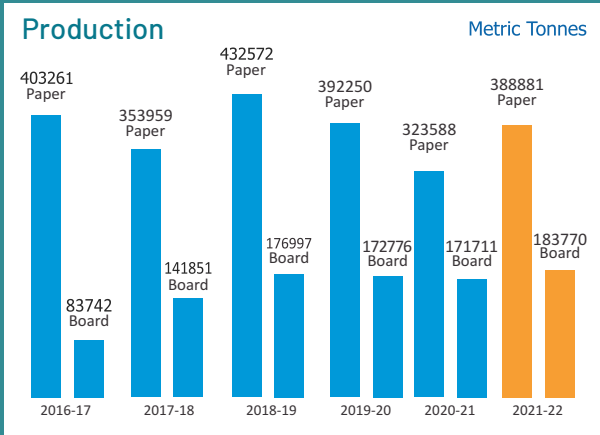
TNPL has been selected as award "winner" for Federation of Indian Chambers of Commerce and Industry – HR Score Awards 2021 conducted by Federation of Indian Chambers of Commerce and Industry along with their knowledge partner M/s Indian Institute of Management (IIM), Trichy in April, 2021.

# Financial Highlights - 10 Years at a Glance

PARTICULARS	2021-22	2020-21	2019-20	2018-19	2017-18	2016-17	2015-16	2014-15	2013-14	2012-13
<b>Revenue (Rs in Lakhs)</b>										
<b>Revenue from Operations &amp; Other Income</b>	<b>406904</b>	<b>281910</b>	<b>350864</b>	<b>412195</b>	<b>315870</b>	<b>313872</b>	<b>255384</b>	<b>215237</b>	<b>230195</b>	<b>188118</b>
PBIDT	<b>40713</b>	32997	64436	61524	43847	51389	58919	52236	52320	42207
Depreciation & Amortisation	<b>22868</b>	23533	23124	22668	22183	20768	14377	13730	19232	17500
Finance Cost	<b>15642</b>	19333	22259	23336	24463	25202	12185	15493	12821	12097
<b>Profit Before Tax (PBT)</b>	<b>2203</b>	-9869	<b>19053</b>	<b>15520</b>	<b>-2799</b>	<b>30621</b>	<b>32358</b>	<b>23013</b>	<b>20268</b>	<b>12611</b>
Income-tax	<b>770</b>	-3358	6050	6081	1417	4164	6377	6340	4150	3463
<b>Profit After Tax (PAT)</b>	<b>1433</b>	<b>-6511</b>	<b>13003</b>	<b>9439</b>	<b>-4216</b>	<b>26457</b>	<b>25981</b>	<b>16673</b>	<b>16118</b>	<b>9148</b>
<b>Balance Sheet (Rs in Lakhs)</b>										
<b>Equity</b>										
Share capital	<b>6938</b>	6938	6938	6938	6938	6938	6938	6938	6938	6938
Other Equity	<b>151976</b>	152739	164353	158230	153375	163527	144022	113226	107660	96610
<b>Shareholders Fund (Net worth)</b>	<b>158914</b>	<b>159677</b>	<b>171291</b>	<b>165168</b>	<b>160313</b>	<b>170465</b>	<b>150960</b>	<b>120164</b>	<b>114597</b>	<b>103548</b>
<b>Non-Current Liabilities</b>										
Borrowings	<b>160369</b>	194705	121140	124699	145032	165212	193872	136917	63699	65729
Deferred tax liabilities (Net)	<b>21927</b>	21531	25415	22865	22166	20853	23379	35959	31664	29046
Non-Current Liabilities - Others	<b>17172</b>	15902	14324	10847	11039	10523	10044	10133	9154	8397
<b>Current Liabilities</b>										
Borrowings	<b>38215</b>	33635	56749	28314	50857	74259	59040	47528	45040	49586
Current maturities of Long Term borrowings	<b>23679</b>	42823	39871	42851	46669	42871	15777	22121	38772	34707
Current Liabilities-Others	<b>157154</b>	130060	128875	158404	116389	79525	88799	96927	68339	57090
<b>Total Equity and Liabilities</b>	<b>577430</b>	<b>598333</b>	<b>557665</b>	<b>553148</b>	<b>552465</b>	<b>563438</b>	<b>541871</b>	<b>469750</b>	<b>371265</b>	<b>348102</b>
<b>Non Current Assets</b>										
Net Assets including CWIP and Intangible Assets	<b>465477</b>	445437	379615	390263	408901	415797	425201	304083	252819	254101
Non-Current investments	<b>61</b>	55	28	67	103	107	99	114	114	114
Non-Current assets others	<b>8394</b>	14132	17371	6494	9839	11502	10025	42119	26931	11146
<b>Current Assets</b>	<b>103498</b>	138709	<b>160651</b>	<b>156324</b>	<b>133622</b>	<b>136032</b>	<b>106545</b>	<b>123433</b>	<b>91400</b>	<b>82741</b>
<b>Total Assets</b>	<b>577430</b>	<b>598333</b>	<b>557665</b>	<b>553148</b>	<b>552465</b>	<b>563438</b>	<b>541871</b>	<b>469750</b>	<b>371265</b>	<b>348102</b>
No of shares	<b>69210600</b>	69210600	69210600	69210600	69210600	69210600	69210600	69210600	69210600	69210600
Book value Per Share ₹	<b>229.61</b>	230.71	247.49	238.65	231.63	246.30	218.12	173.62	165.58	149.61
EPS ₹	<b>2.07</b>	-9.41	18.79	13.64	-6.09	38.23	37.54	24.09	23.29	13.22
Dividend %	<b>40</b>	30	60	75	50	75	75	60	60	50
Debt (LTL) to Equity	<b>1.16</b>	1.49	0.94	1.01	1.20	1.22	1.39	1.32	0.89	0.97

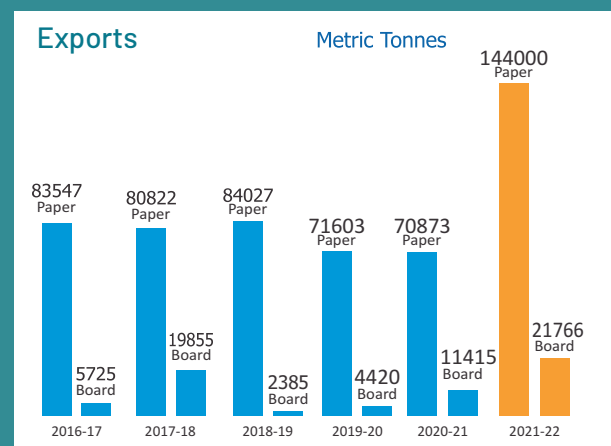
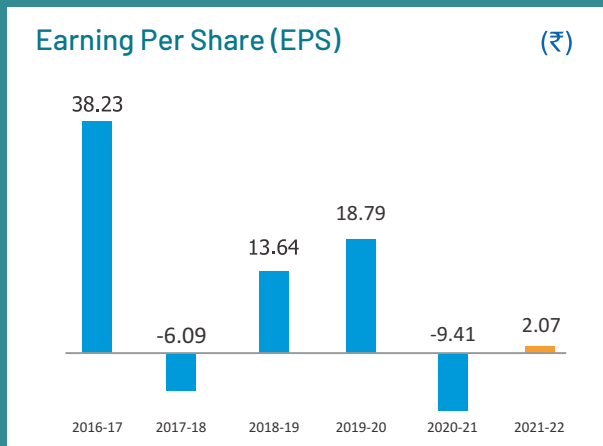
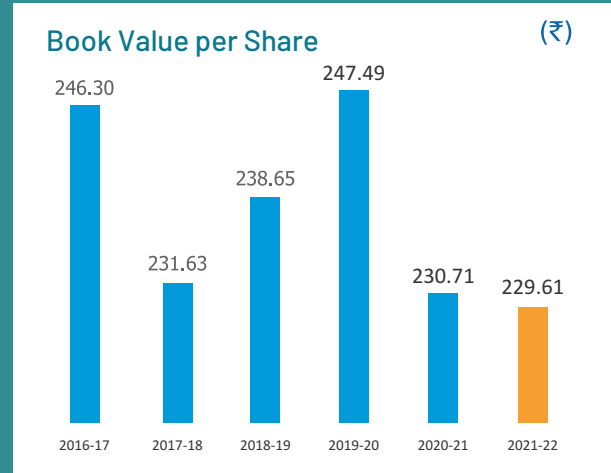
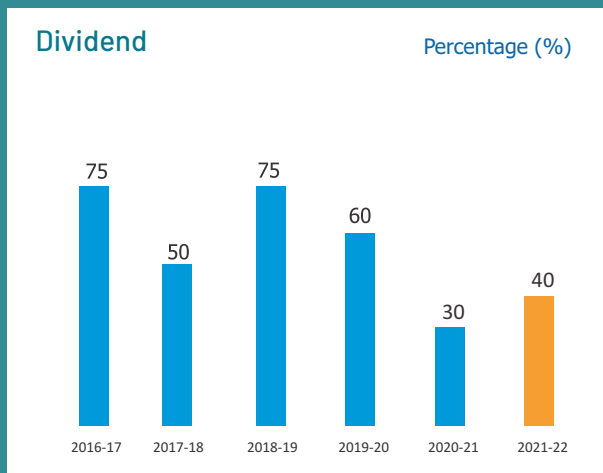
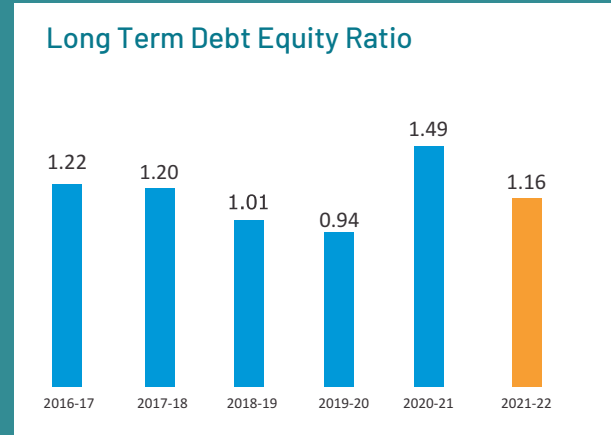
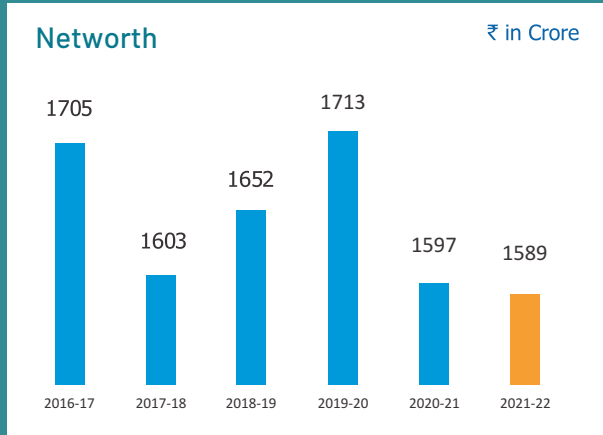
From 2012-13 to 2014-15 as per Revised Schedule VI, From 2015-16 onwards as per Ind AS.

# Figures at a Glance





# Figures at a Glance







## Innovative cutting-edge Technologies

**B**agasse is the sugar cane residue available from Sugar mills, which was otherwise burnt as in-house fuel in the Sugar mill boilers. Though Bagasse is an alternative raw material for paper making, to other fibre sources like wood, setting up a Newsprint manufacturing facility using Bagasse was considered a high risk project as the technology was not very successful commercially. However, TNPL took up the challenge of making Newsprint using Bagasse as primary raw material. TNPL commissioned the Bagasse pulping facility during 1985 and demonstrated that quality Newsprint and Fine paper can be made using Bagasse as the primary raw material. Over the years, TNPL has perfected the Bagasse pulping technology, right from its storage, preservation of quality, pulping and bleaching. Today, TNPL is an acknowledged leader in the technology of manufacture of paper from bagasse. Started with

an initial capacity of 90,000 tonnes per annum (tpa) on a single Paper Machine during 1984, the capacity of TNPL's Unit I in Kagithapuram has been enhanced to 400,000 tpa in 2011, by implementing three major brown field expansions. In its nearly four decades of mill operation, TNPL brought several new technologies in the company's fold like ECF bleaching of both Hardwood and Bagasse pulp, Oxygen delignification, Integrated Chlorine dioxide technology, Wash presses, Odour free recovery boiler, Collection and Incineration of NCG (Non-Condensable Gases), production of bio-gas from bagasse wash effluent. When the capacity expansion of the mill took place, TNPL commissioned a state-of-the-art Deinked pulp line during 2013, with three loop, two disperser system followed by Oxidative and Reductive bleaching, to produce high quality deinked pulp, used for printing and writing paper manufacture. This



*TNPL enjoys the status of the most environmentally benign mill in the country with least water consumption.*

Directors' visit to Unit 1 on 15th May 2022

Deinked pulp is first of its kind in India. Today, by way of implementing various advanced technologies, TNPL enjoys the status of the most environmentally benign mill in the country with least water consumption. Paper Industry involves water intensive operation. By employing latest technology in various mill operations

and also with maximum recycling, TNPL is one of the few mills in India, with lowest specific water consumption. The mill is also examining the possibilities of moving towards Zero Liquid Discharge, by adopting modern technologies.

In order to address the solid waste disposal related to the Lime Sludge and Fly ash, TNPL came out with a novel idea of setting up a Mini Cement Plant to convert these waste materials into high grade cement. TNPL is manufacturing about 900 tpd of high grade cement which is well received in the market. This is the first of its kind in Indian Paper Industry.

As part of further growth and considering relatively higher demand for packaging grade materials, TNPL made a foray into an allied segment viz., Packaging Board. TNPL established its Unit II for manufacture of 200,000 MT per annum of Multilayer Coated Paper Board. The trial production commenced in January 2016 – with a record time of 22 months from the date



Packaging Board Plant (Unit II)



Directors' visit to Unit II – MEP Project site – 16th May 2022

of commencement of civil works. Like in Unit I, the Unit II also has several latest technologies incorporated in the mill operations. The Board machine has a four-layer forming section, first of its kind in the country. The Board machine is totally controlled by a state-of-the-art Distributed Control System (DCS) and Quality Control Systems (QCS). The project features a full-fledged Automatic Storage and Retrieval System (ASRS) with a capacity to store 30,000 MT Reels and 6,000 MT Sheets, which is again first of its kind in India. The Power plant at Unit II is equipped with a high efficient boilers operating with AFBC technology. The Turbo Generator is equipped with an Air Cooled Condenser (ACC) to conserve water. The Board machine also has facility to recover the white water and reuse to the extent possible. For optimizing the consumption, variable frequency drives have been introduced in various sections of the Board machine and power plant. The entire treated waste

water generated is being used for irrigation in TNPL's own land to an extent of 575 acres.

As part of further expansion, TNPL took up implementation of a Mill Expansion Plan (MEP) in the Unit II. The first phase of the project, covering the installation of a modern Hardwood ECF pulp mill along with a Chemical Recovery Island, has commenced trial production in January 2022. The project features latest technology in all the sections of the project, with emphasis on least environmental impact and high energy efficiency. A continuous digester will deliver consistent pulp quality with low specific consumption of water, steam and power. The Chemical Recovery Boiler will be highly energy efficient and the Evaporator plant will be with high

*For optimizing the consumption, variable frequency drives have been introduced in various sections of the Board machine and power plant.*



View of the MEP Phase 1 facilities commissioned in January 2022

steam economy. The latest generation Integrated Chlorine dioxide plant with nil effluent is in operation. A system for collection and incineration of Non-condensable gases, to make the mill odour free is also being installed. With these new technologies will

further strengthen the company's ambition to maintain the leading position and will enable TNPL to implement second phase of the MEP, for capacity enhancement of Unit II.



*The Board machine has a four-layer forming section, first of its kind in the country.*

Bird's eye view of TNPL Unit II



# Sustainability in Environment Management

**G**oing green is a very critical step in any aspect of life; industry, in particular, assumes importance as the world is in dire need of conserving resource, reducing waste, reusing & recycling the waste generated during any process. The three pillars of sustainability viz., Economy, Environment, & Society challenge the industrial sustainability. Gone are the days where the economy was given due importance and the other two pillars took back seat. Today the scenario has changed and any major deviation in any of the three pillars has ramifications on industrial sustainability.

TNPL constantly strives to achieve its environmental objectives through: a) technological interventions by adopting environmentally sound technologies; b) following the concept of 3R's - Reduce, Reuse & Recycle; c) by educating people to create awareness on environment; and also while focusing on manufacturing quality products, strives to maintain environmental capitals at highest possible standards.

TNPL is always in the forefront in bringing contemporary technology during the design phase itself by preempting the issues on environment and continuously improving its environmental performance by latest technological intervention as and when required.

TNPL is built on the concept of inclusive growth. It utilizes pulp from agricultural waste such as Bagasse, and woody raw materials sourced sustainably from local farmers for production of paper and packaging board.

## CONTRIBUTION TOWARDS INCREASE IN FOREST COVER

As TNPL is the largest bagasse based Pulp mill has perfected the technology of printing and writing paper from bagasse pulp, which consumes one million tonnes bagasse per annum. During the year about 7,78,122 MT depithed bagasse was used as a primary raw material as a production of 150657 MT of bagasse pulp has facilitated to avoid 6.57 lakh MT of pulpwood in about 25,000 acres of land.

Further TNPL has sourced more than 65% of its pulpwood raw material requirement during the year 2021-22 from farmland i.e., about 3.14 lakh MT of pulpwood harvested from 15,000 acres of farm land i.e., trees outside the forest land out of the total quantity of 4.89 lakh MT pulpwood procured during the year. In addition, company has raised plantation in 23,600 acres of farmland during the year.

Thus, the company has contributed indirectly/directly in conserving/increasing the forest cover to an extent of 63,600 acres of forest in the country.

## BIODIVERSITY CONSERVATION ZONE

Loss of biodiversity is a great cause of concern in the present century and the pace with which the loss in biodiversity is very alarming. Biodiversity provides vital services for sustaining all life forms and helps food production and nutrition for the whole world. TNPL has created biodiversity conservation zone in the block the plantation area of around 574 acres in an otherwise barren land in the Mondipatti village of Trichy district.



TNPL's commitment in protecting and conserving biodiversity is witnessed by creating man made forests by planting 7.69 lakh of various tree species in the barren land. It increased the flora, fauna and microorganisms in the plantation area of 574 acres. This helps sequester about 3 lakhs MT of CO<sub>2</sub>. The responsible forest management activities of TNPL reduce pressure on natural forest and conserves biodiversity. Loss of biodiversity and species

extinction are the major topics being discussed in many of international forums. TNPL plays a very vital role in protecting biodiversity and species loss. This has resulted in the improvement of microclimate, species diversity and increase in population of endangered species such as Grey Slendered Loris.

In addition to it, TNPL is also creating awareness on

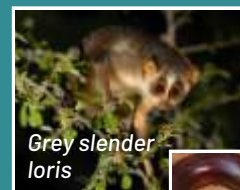
biodiversity to the local public for better understanding about benefits of biodiversity and services provided by them. About 50 school students, 165 college students, 450 TNPL employees and 200 village peoples in and around Unit II - Board Plant was trained on biodiversity conservation. Biodiversity Management Committee has been formed with local village people, TNPL officials and students for effective conservation of biodiversity. Around 300

## BIODIVERSITY DEVELOPMENT AND CONSERVATION IN UNIT 2

Details of Flora & Fauna population in the project area:



- 123 tree species
- 26 species of shrubs
- 125 species of herbs
- 16 species of grasses
- 35 species of Medicinal plants
- 91 varieties of birds
- 88 varieties of Orthopods
- 16 species of Reptiles
- 10 species Mammals
- 2 Amphibians



acres of Green belt plantation were converted and declared as biodiversity conservation zone with very little human interaction. TNPL received Green Champion Award 2021 from Govt of TamilNadu for the contribution in creating Biodiversity Conservation zone.



## WATER MANAGEMENT

Water is very critical and increasingly becoming a scarce resource. Sustained availability of water is threatened by climate change and other anthropogenic factors. Being aware of that, TNPL initiated various water management activities to improve ground water availability and to conserve water. Renovation of depleted water bodies, rainwater harvesting pits and other structures for rain water harvesting are being carried out to improve ground water level. 225 No's rain water harvesting pits has been constructed in 15 major buildings of TNPL Unit II which covers about 29,005 sq meters.



Water consumption has been brought down from 47 KL to 35KL per MT of paper in Unit I. Similarly the water consumption for board production is 10 KL/MT of board during the year 2021-2022. The newly installed Fiberline from Valmet has very low water consumption (5.5 KL/MT of pulp) with the state-of-the-art pulping technology.

TNPL has excellent facilities to treat waste water and the entire treated water is utilized in the plantation area. The treated effluent of Unit I is being utilized in about 1475 acres in TEWLIS area. Similarly the effluent generated from board making process is treated with modern treatment facility including Moving Bed Biofilm Reactor (MBBR), Biological Activated Sludge (BAS) and Dissolved Air Flotation (DAF) processes which are designed to control the out let water within the norms as stipulated by Tamil Nadu Pollution Control Board (TNPCB).

The treated effluent water is used for irrigation, through modern drip irrigation technology in the company owned plantation land. This greatly



minimizes the quantum of water requirements for inland irrigation as compared to conventional open irrigation system. Soil erosion and surface run off are controlled by these plantation activities in barren land of 574 acres.

TNPL has established Plant Propagation Center (PPC) to produce 25 million pulpwood clonal plants annually. To produce the clonal plants, around 500 m<sup>3</sup> of fresh water is being used daily. The drainage water generated from mist chambers and open nurseries are being recycled and used for watering the landscaping sites and clonal plants at open nurseries, thereby saving 36% (200 m<sup>3</sup>) of fresh water every day.

## **FUEL FROM WASTE MANAGEMENT**

The organic waste generated from the process of pulp mill is effectively utilized as a fuel to generate wealth from waste. The company has utilized 169267 MT of internally generated organic waste such as bagasse pith, wood dust, pulpwood bark etc., and utilized the same in the Power Boilers, which has resulted in the conservation of 48,353 MT of imported coal. The Unit I has generated 4,09,184 MT of Black liquor solid from hard wood pulp and chemical bagasse pulp plant during the year 2021-22 and fired the same in chemical recovery boiler to produce power and high

pressure steam. This has further reduced the consumption of 2,38,260 MT of imported coal.

The state of art Bio-methanation plant in Unit I has generated 95,67,079 cu.m which has resulted in reduction of 5073 KL of furnace oil consumption and 256 MT of imported coal in Lime kiln and Power Boiler.

## **SOLID WASTE MANAGEMENT**

The company has always been an environmentally conscious organization since its inception. The waste generated in the co-processing is effectively utilized in the production of value added products such as cement & fly ash bricks. A mini cement plant is built to convert the waste into value added product is the testimony for its circularity concept and is the first and only kind of mill in India. The cement mill is utilizing 200 MT of lime sludge, 100 MT of fly ash, 50 MT of De-inked plant sludge, 30 MT of other waste material like lime grid, omya grid, bed ash rejects, colour coating kitchen sludge to convert and produce high grade cement. During 2021-22, the cement plant has consumed about 52,770 MT of lime sludge, which is equivalent to conservation of 61,917 MT of limestone. Further 99403 MT of fly ash, 5944 MT of De-inking plant sludge, 7,795 MT of other waste material were consumed during the year to produce high grade cement. In addition to this, around 18,342 MT of fly ash was diverted to Brick manufacturing. Solid waste thus generated is effectively utilized in making value added products.

*The company has utilized 1,69,267 MT of internally generated organic waste such as bagasse pith, wood dust, pulpwood bark etc., and utilized the same in the Power Boilers, which has resulted in the conservation of 48,353 MT of imported coal.*



Mixed Liquor Suspended Solids (MLSS) is converted to manure and used in the green belt development. Around 90,000 MT of MLSS is managed through this approach.

### INITIATIVES TO REPLACE SINGLE USE THROW AWAY PLASTICS

Plastic menace is a biggest challenge to the whole world and alternate materials are being explored. TNPL has initiated online aqueous dispersible barrier coating trials to replace plastic in PE coated cup stock variety in response to the Government of India ban on single use throw away plastics. TNPL initiated online sustainable aqueous dispersible barrier coated board as an alternate to single use throw away PE-coated paper cups. Online aqueous dispersible barrier coated



paperboard trials have been conducted and the outcome of the same is encouraging. The trial product is certified for compostability by CIPET.

Signboards were erected to create the awareness on plastic pollution and use of alternatives to general public at various important locations. TNPL has banned single use plastics in its premises and also encourages others to follow the suit in an effort to eliminate single



use plastic waste. Awareness on plastic pollution and Usage of "Manjappai" are initiated jointly by TNPCB and TNPL for better environmental sustainability.

### LIVELIHOOD IMPROVEMENT

Regular Employment for the people in the surrounding villages improves economic conditions and is an important step towards inclusive growth. About 75,000 man-days employment generation is ensured to the local vulnerable communities and farm women in TNPL plantation activities. A part of profit generated is being spent on Corporate Social Responsibility (CSR).

### IMPLEMENTATION OF MANAGEMENT SYSTEMS

TNPL is certified for ISO:9001 for Quality Management System, ISO:14001 for Environment System, ISO:45001 for Health & Safety, ISO:50001 for Energy Management System, ISO:22000 for Food Safety Management System by TUV India Pvt Limited and FSC Chain of Custody – By Nepcon – Preferred by Nature. Almost all the products manufactured meets the compliance norms as per US FDA, German BfR XXVI & BIS6615.

***TNPL has banned single use plastics in its premises and also encourages others to follow suit in an effort to eliminate single use plastic waste.***



# Sustainability in Raw Material Management

## **SUSTAINED SOURCING OF PULPWOOD THROUGH RESPONSIBLY MANAGED PLANTATIONS**

**T**he company has developed pulpwood plantation with environmental and socially responsible way in its cluster operating areas for sustained sourcing of pulpwood raw material. The pulpwood plantations established by the company proves the definition of self-sustainability i.e., "Able to maintain itself without outside aid and capable of providing its own needs".

The Plantation programme implemented by the company has the desired result in green cover and thus restores the ecological balance of the operational area. The company works constantly to maintain the health of "lungs of the world" i.e., Natural Forest by reducing pressure on them through establishing man-made sustainable pulpwood plantations.

The pulpwood plantations established by the company adheres strict environmental and social criteria which ensures company's responsibility towards environment protection and sustainability of not only its business but also the welfare of the society.

Guided by the principle tenet of environmental responsibility, the company manufactures paper and boards using raw material and technology that protects the earth's natural resources and bio-diversity for generations to come. The company is committed for green production, resource conservation and responsible waste management.

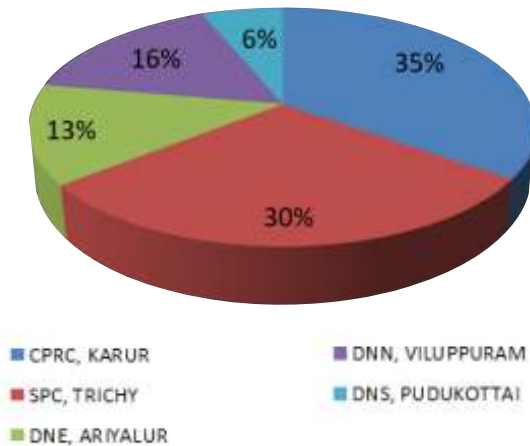
## **SELF-SUFFICIENCY THROUGH CLONAL FORESTRY**

The success of Sustainable Plantation Management depends on the supply of superior planting material in time. In line with this, the company shifted its focus on production of genetically superior clonal pulpwood plants from seedlings planting material. The greatest advantages in clonal forestry is the use of selected superior clones that are produced and deployed true-to-type with enhanced plantation productivity and economic benefits.

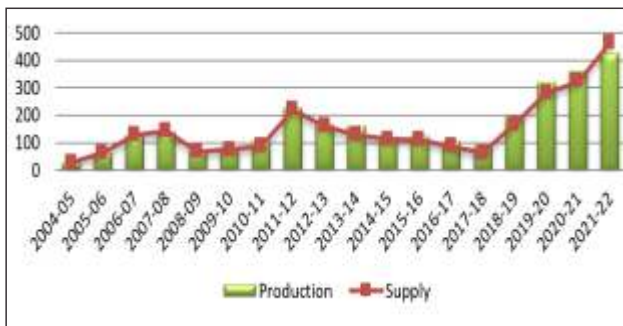
The company always having a futuristic vision to own sustainable sources of pulpwood raw material by adopting new technologies in plantations establishment. Hence, the company understood the need for clonal forestry in sustained supply of pulpwood and taken initiative in the year 2007-08 by establishing State-of-the-Art Clonal Propagation and Research Center (CPRC) at Kagithapuram with initial production capacity of 10 million plants per annum during 2008. With the growing demand and the concept of continual improvement, the company has enhanced the clonal production capacity to 55 Million clonal plants/annum from five nurseries located nearer to the planting areas.

During the year 2021-22, the company has produced 428 lakhs pulpwood saplings and supplied 464 lakhs clonal plants along with 2020-21 carry over stock of 38.80 lakhs to the farmer's field. This is the highest ever production & supply by any industry in the country during 2021-22. With this year achievement, the company has produced 293 million plants and supplied 270.60 million plants to farmer's field over the past 17 years.

**NURSERY WISE PULPWOOD CLONAL PLANTS PRODUCTION IN 2021-22**



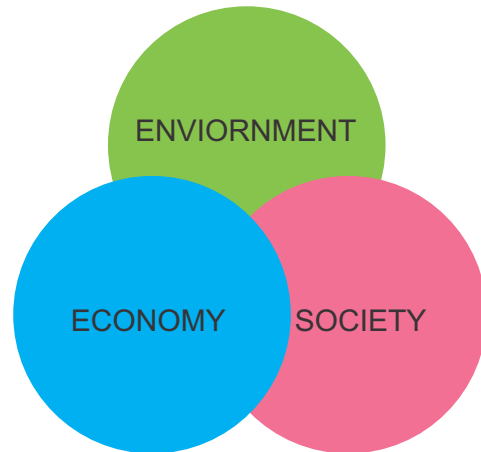
**PRODUCTION & SUPPLY OF PULPWOOD SAPLINGS FROM 2004-2022**



**Sustainable Plantation Management**

The company developed and managed its plantations based on the principles of sustainable development. The company's sustainable plantation management policy ensure the balance between three main pillars i.e., Environment, Economy and Society. The goal of sustainable plantation is not only establishing economical plantations but also maintaining biodiversity by following the natural patterns. Sustainably managed plantation is the only ideal solution to meet out the future pulpwood requirement of the company.

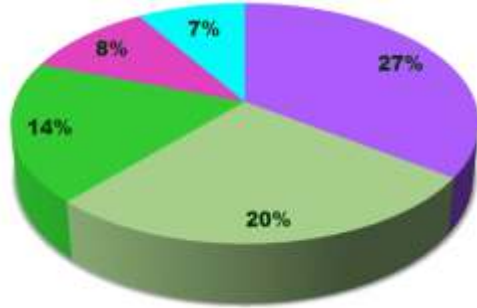
**THREE PILLARS OF SUSTAINABLE DEVELOPMENT**



In line with this policy, the company motivated the farmers to raise pulpwood plantation in an area of 23,600 acres covering 4419 farm fields during 2021-22. Out of this, short rotation Casuarina species is planted in the maximum area of 57.5% (13563 acres) and Eucalyptus plantation has been raised in 42.5% (10037 acres). With this, the cumulative plantation area promoted by the company from 2004-2022 is about 2,11,280 acres. To have an efficient and result oriented monitoring activities, the company operating its plantation establishment programme majorly in seven districts of Tamil Nadu i.e., Ariyalur, Cuddalore, Viluppuram, Pudukkottai, Sivagangai, Karur and Trichy districts.

*The company's sustainable plantation management policy ensure the balance between three main pillars i.e., Environment, Economy and Society.*

**DISTRICT WITH MAXIMUM PLANTATION IN 2021-22**



VILUPPURAM PUDUKKOTTAI ARIYALUR  
 CUDDALORE SIVAGANGA

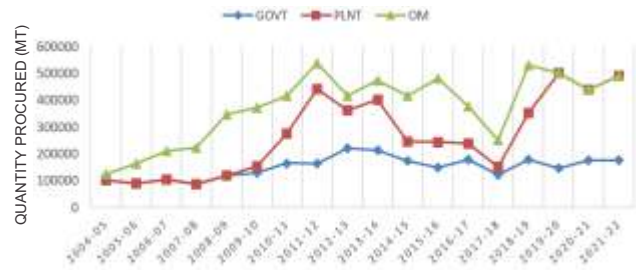
**AREA COVERED UNDER PULPWOOD PLANTATION FROM 2004-2022**



**Pursuing Sustainable and Stable Pulpwood Procurement**

The company achieved its goal of sustainability in pulpwood sourcing through direct procurement of pulpwood from farmers without dependence on open market sources. The company has procured 4,89,604 MT of debarked pulpwood in the year 2021-22, in which 1,75,685 MT (35%) from Government Sources (TAF CORN, NLC, KFDC, APFDC & Division Areas) and balance 3,13,919 MT (65%) directly from farmers field, out of which 55% is Casuarina pulpwood and 45% is Eucalyptus pulpwood. Sourcing wood from Farm Forestry is a win-win situation for both wood-based industry and farmers who want a steady source of income. From 2009, the company has procured 2.10 million tonnes of pulpwood directly from farmers without any intermediary under plantation schemes.

**PULPWOOD PROCUREMENT FROM 2004-22**



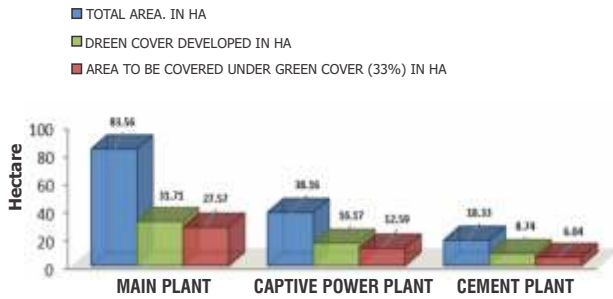
**Bio-diversity at the heart of Sustainable Development**

The Company also have a Green belt development policy with an objective to provide a buffer / barrier between the sources of pollution and the surrounding areas. The company planted around 9.37 lakh trees as a part of its effort to increase the green cover and minimize the ecological effects. These trees will not only add aesthetic quality but also helps in reducing the air pollution & improves the ecological balance. Plantation department is carrying out its environmental responsibility by raising Green belt in and around the factory both at Unit-I & Unit-II.

During 2021-22, 63,000 tree saplings belonging to 47 species has been produced in which 22000 saplings has been utilized by the Company for greenery development. Similarly 1,51,000 ornamental and medicinal plants has been produced in which 12,700 plants were utilized for the green belt development programme.

*TNPL, in line with its policy, motivated the farmers to raise pulpwood plantation in an area of 23,600 acres covering 4419 farm fields during 2021-22.*

### GREEN BELT DEVELOPMENT AT TNPL UNIT I



### FOREST STEWARDSHIP COUNCIL (FSC) CERTIFICATE

In order to ensure the protection of natural forests and sustainable use of forest resources, the company aim for 100% use of certified material or material for which advanced management can be verified. The company completed the Forest Stewardship Council audit in

January 2022 and achieved dual-certification i.e., FSC Forest management (FSC FM) and FSC Chain of Custody (FSC CoC) as part of its commitment to continuous improvement and the care.

These plantations management certification provided third party assurance that company's plantation and operations are managed responsibly to deliver social, environmental and economic benefits now and in future. FSC certification for Plantations improves forest management which leads to sound environment practices, socially beneficial and economically viable plantation establishment.





## Enriching the lives of the Community

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

In line with TNPL's CSR policy in line with the statute, TNPL has been implementing need based CSR plan, development based on the socio economic indicators, field observations and on the needs of the people assessed during the primary survey. The company is carrying out lot of structured developmental activities under various heads viz., Education, Health Care, Community Development and Infrastructure Development, Environment & Soil Quality and Culture & Heritage.

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

During the financial year 2021 – 2022, Company has spent Rs.348.39 lakhs and had done various programmes under CSR especially for COVID -19 preventive measures.

Under Health Care and Medical Service front, to battle COVID-19 Pandemic, TNPL has been providing medical equipments viz. Digital BP Apparatus,

Sanitizer, N-95 Mask, Disposable Mask, Disposable Hand gloves, Infrared Thermo meter, Pulse oximeter, Glucometer to the surrounding Government Hospitals and Primary Health Centres.

Kabasurakudineer and disposable masks to the general public, Medical assistance to the needy people, Aids and appliances to the differently abled persons were also provided.



Distributing Medical Equipments to Primary Health Centre



Distributing Kabasura Kudineer to the General Public

On Educational facade, TNPL is sponsoring the meritorious students hailing from the local surroundings to study Diploma in Paper Technology by providing free education to the downtrodden people. Besides TNPL provides basic amenities, furnitures, play materials to nearby Government schools.



Sponsoring students for studying Diploma in Paper Technology

This apart under Social Development facade, TNPL is supplying drinking water to the surrounding villages and as regard to Soil and Water Conservation, to develop agriculture, TNPL is identifying cultivable waste land / low lying lands for reclamation of these lands for cultivation and sponsors for drip irrigation to increase the yield and reducing the water consumption.

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



Noyyal Cannel After Cleaning Debris and Bushes

With respect to Livelihood and Economic Development, TNPL is conducting Skill Development Programmes for increasing the income level and creating self employment viz. Tailoring, Type writing and Computer classes to the general public and Physical training with expert coaching classes to the surrounding youths for attending Police Constables /Sub Inspector selection in Police Department.



Appreciation function for the selected Police Constable through our free coaching class

Under Culture & Heritage head, TNPL is providing financial assistance to renovate and Construct Temple, Church and Mosque and conducting Cultural development programmes etc.

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

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

According to the directions of Ministry of Environment, Forest and Climate Change[MoEF&CC], CER activities are being carried out in Unit-II under the following 5 sectors, since 2019.

1. Education
2. Health care and medical service
3. Socio economic development and security
4. Environment and sanitation
5. Culture and Heritage

During the financial year 2021-22, TNPL Unit-II has spent Rs. 37 Lakhs and had done various programmes under CER especially for COVID 19 preventive measures.

**1. Education sector:**

The company has provided Computers, Steel benches, Ceiling fans, indoor game play items to nearby four Panchayat Union Primary schools. 482 children were benefited.



**2. Health care and medical service:**

The company has provided financial assistance of Rs. 5,00,000/- to The District Collector, Trichy towards arranging Sanitizer, Face mask, Face shield, Lysol, Dustbins and Pillow covers for Covid Care centres of Trichy District.

The company provided financial assistance of Rs.50,000/- to The District Collector, Trichy towards arranging hunger relief for stray animals during Covid period.



The company distributed 'KABASURA KUDINER' 200gm Herbal drink powder packets to the public belong to nearby four panchayats. By this programme, 2569 families were benefited.





The company has provided medical equipments such as BP Apparatus, Thermal scanner, Surgical gloves, N-95 Mask and Hand sanitizer to Government Primary Health Centre, Puthanatham, through Block Medical Officer (BMO), Manapparai for the welfare of Manapparai Block rural area public. Approximately 7000 persons benefited from the scheme.



**3. Socio economic development and security:**

The company has constructed 130 meter length retaining wall to protect stream water flow inside few streets of Mondipatti Village. By this arrangement, 340 public were benefitted and their domestic animals / birds were saved.



The company arranged a weekly (Sunday) market for the rural public at Thathampatti village belong to Chithanatham panchayat.



**4. Environment and Sanitation:**

The company has organised an awareness programme through M/s. Green shadow foundation, Trichy on Bio-diversity to the public of nearby four Panchayats, of this 270 public were benefitted.



**5. Culture and heritage:**

The company has constructed 320 meter length retaining wall to prevent soil erosion at eastern bank of Mondipatti Pond.

The company provided millets (Kambu and Solam) to feed Peacocks living in the peacock sanctuary, Viralimalai.



## Product Profile - Paper

The company has modernised plants to manufacture a wide range of high quality surface sized and Non surface sized Writing and Printing Papers at Kagithapuram and virgin grades coated and uncoated boards best suited for the packing industry at Mondipatti.

### PREMIUM PAPER BRANDS

#### TNPL Elegant Printing

A surface sized paper with high gloss and brightness and low two-sidedness is ideally suited for high quality printing. It provides better visual appeal due to its subtle pink and polite blue tone resulting in unmatched readability and viewing pleasure. It provides high through put both in web offset and sheet offset for its high surface strength. It is the best choice for text books, calendars, Diaries & annual reports

#### TNPL Radiant Stationery

An ideal choice for the conversion of student exercise note books, text books, brochures and commercial grade printing. This Maplitho, a surface sized grade provides smooth surface for writing. High brightness coupled with a pleasant shade has made it a most sought after grade in the domestic and international markets.

#### TNPL Radiant Platinum

A high bulk and superior formation and even sided smoothness makes it an exception quality and much sought after product in the industry. Always a first preference from the publishers of high quality text book printing / deluxe note books for the high end four-color printing applications. The superior strength

properties and surface sizing renders this paper a robust one for demanding jobs. This grade is much sought after for calendar and computer stationery printing.

#### TNPL Copier



The superior features of TNPL COPIER are Jam free, smooth running and excellent coping qualities. This paper with good stiffness ensures high dimension stability and low drum abrasion. It is available in A3, A4 and A5 sizes and also 70, 75, 80 GSM to cater to different needs of the consumers.

#### TNPL Copy Crown

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

#### TNPL Pigmented Paper

TNPL Pigmented Paper is an ultimate extra premium grade from the House of TNPL. This matt finished two-side lightweight coated paper satisfies the

quest of quality conscious printers who want to achieve extraordinary results. This special grade is engineered to generate high print gloss with the technology of soft nip calendaring. The silky surface accentuates all the best results expected out of a printing substrate. This grade is used in applications such as high quality four colour printing jobs, FMCG covers / packets / paper sachet, High colour quality journals, High intense text book printing like medical books and High quality labels, inserts etc.

#### TNPL Printers' Choice

A grade exclusively designed for sheet fed offset printing applications. It is cut in ideal sizes to make it a 'ready to use' commodity for speciality printing jobs in sheet offset. The brightness level and the cool shade delivers outstanding printing results, faithful colour reproduction with precise details. This high smooth surface variety is apt for those who look for a versatile print media to impress perfectionists.

#### TNPL Ace Marvel

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

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

### TNPLEco Maplitho

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

### TNPLHi-tech Maplitho

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

### TNPL Green Pal



TNPL Green Pal office papers and notebooks are made from 100% bagasse and recycled pulp, ensuring that not a single tree was cut in the production of our premium office and student stationery. The brilliant shade of this stock ensures optimum brightness level and a soothing visual impact. The engineered fillers used in this grade render high opacity. Though designed for note books, this grade is highly welcomed as home stationery paper.

### TNPL Spectrum



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





# Product Profile - Paperboard

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

### Aura Fold Premium

Ideal for premium FMCG packaging



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

### Aura Fold Plus

Ideal for packaging of Premium Products



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

### Aura Fold Eco

Ideal for FMCG Cartons, POP Dangers and Menu Cards



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

### Aura Celebration

Ideal for various kinds of invitation & greeting Cards



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

### Aura Grafik

The perfect choice for high end printing and packaging



Coated Solid Bleached Sulphate Board with 100% bleached chemical pulp. It has high whiteness, brightness & brilliance, and snow white shade. This product is designed with medium density, high surface smoothness and is the perfect choice for high end and demanding packaging like Pharmaceutical Packaging, Personal Care Products, Cosmetics, Notebook Covers, Advertising and High end catalogues.

### Aura Wad Plus

Ideal for Induction Wad applications



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

**Aura Fold Blu**

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



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

**AURA SHIKSHA**

**Ideal for Publishing, Notebook Covers and Top Liners**



Topside double coated Solid beached Sulphate Board with bleached virgin chemical pulp in all three layers. Excellent visual appeal with brilliance makes customer's experience a real difference. Superior topside printability makes it an exclusive choice for Book & Note Book covers and Top liners in the corrugated box segments.

**Aura Flute**

**Ideal for Paper cups**



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

**Aura Brilliant Plus**

**Ideal for Pharma and FMCG Products**



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

**Aura Flute Supreme**

**Ideal for Multi Coloured printed Paper cups**



Clay coated cup stock range with excellent bulk, high stiffness and good top side smoothness makes it the perfect material for Paper cups. It has high stiffness, low edge wick and good stretch designed for high speed cup conversion machines for wide range of cup sizes. It is free from optical brightening agents, colouring dyes and chemicals, conforming to direct food contact applications US FDA 21.CFR.176.170 Standards.





# Sustainability in Energy Management

Pulp and Paper Industry is an Energy intensive unit and Energy cost of the Pulp and Paper Industry is around 25% of its Manufacturing cost. TNPL is taking continual efforts to reduce the carbon footprint. TNPL consumes Bio Fuel, Bio Gas and Black Liquor solids to a larger extent for manufacturing Paper in Unit-I. The Consumption of Bio Fuel, Bio Gas and Black Liquor solids accounts for 39.58% of the total Energy consumed during 2021-22.

Agro / Internally generated waste Fuels Utilised	2021-22 MT	2020-21 MT
Agro fuel	2324	146.84
Pith	169267	100147
Wood Dust/bark	0	2519
Black Liquor Solids	409184	388143

TNPL Unit-I is operating two Bio Methanation Plants to treat high organic waste water from bagasse handling and storage system to generate Bio Gas under Waste to Energy concept. The Bio Gas generated is utilized in the Lime Kiln to replace Furnace Oil. Bio Gas generation for the year 2021-22 is 95.67 Lakh m<sup>3</sup> as against 74.68 Lakh NM<sup>3</sup> in the previous year. The Bio Gas usage in the Lime Kiln and power boiler as fuel has reduced the consumption of furnace oil by 5073 KL and that of Imported Coal by 256 MT.

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

(in Lakh Units)

	Genera- tion	Self Consumption	Export	Import
<b>2021-22</b>				
<b>Captive power Unit</b>				
- Unit- I	5819.45	5984.60	46.82	211.97
- Unit- II	1367.27	1359.98	81.54	74.25
- Wind Farm	407.31	32.40	366.51	8.40
<b>Total</b>	<b>7593.93</b>	<b>7376.98</b>	<b>494.87</b>	<b>294.62</b>
<b>2020-21</b>				
<b>Captive power Unit</b>				
- Unit- I	5233.81	5218.77	83.39	68.35
- Unit- II	1243.43	1165.60	115.00	37.18
- Wind Farm	397.13	29.61	358.98	8.54
<b>Total</b>	<b>7657.48</b>	<b>7242.12</b>	<b>552.77</b>	<b>155.29</b>

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

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

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

The Ministry has also notified the PAT Cycle-II on 31st Mar 2016 and the Specific Energy Consumption (SEC) for the target year 2018-19 is 0.7234 TOE / MT of Paper. TNPL have achieved 0.6528 TOE / MT of Paper during the assessment year 2018-19. As TNPL have achieved more than the target and received 26352 Escerts.

PAT – VII Cycle will be Commencing in the year 2022-23 and covering the FY 2022-23, 2023-24 and 2024-25. The baseline Specific Energy Consumption (SEC) for TNPL is 0.5174 TOE/MT of paper. The Target SEC for TNPL is 0.5010 TOE/MT of paper for the target Year 2024-25.

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

TNPL Unit-II is covered under PAT Cycle-V (2019 to 2022) by BEE. Considering 2017-18 as baseline data BEE estimated a Specific Energy Consumption (SEC) of 0.3991 MTOE/MT of Board. BEE has fixed the SEC as 0.3761 MTOE/MT of board in 2021-2022.

### ISO - 50001

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

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

*TNPL made every effort in identifying the Energy Saving Measures on all areas.*



TNPL Unit-I have obtained the Energy Efficient Unit award for the year 2020-21 from Confederation of Indian Industry (CII). During the FY 2021-22, TNPL have saved 40.45 Lakh units of Power (previous year 27.59 Lakhs units), 256 MT of Imported coal (previous year 602 MT) and 5073 KL of furnace oil (previous year 3864 KL) by implementing various Energy saving projects



### Windfarm

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

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





## NOTICE

NOTICE is hereby given that the Forty Second Annual General Meeting of the Members of **Tamil Nadu Newsprint and Papers Limited** will be held on Thursday, 22<sup>nd</sup> September, 2022 at 10.30 AM through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") to transact the following business:

### ORDINARY BUSINESS

#### 1. Adoption of Financial Statements:

To receive, consider and adopt the Audited Statement of Profit and Loss for the year ended 31<sup>st</sup> March 2022, the Cash Flow Statement for the year ended 31<sup>st</sup> March, 2022, the Balance Sheet as at that date and the Reports of the Board of Directors and the Statutory Auditors and the comments of the Comptroller and Auditor General of India, thereon.

#### 2. Declaration of Dividend:

To declare dividend on equity shares for the year 2021-22.

#### 3. Appointment of Director:

To appoint a director in the place of Thiru Harmander Singh, I.A.S., Director (DIN - 03291250) who retires by rotation and being eligible offers himself for reappointment.

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

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

**"RESOLVED THAT** consent of the Company be and is hereby accorded for the payment of remuneration of ₹ 13,00,000/- (Rupees Thirteen Lakhs Only) plus applicable GST to M/s. A V Deven & Co (Firm Registration No.000726S), Chartered Accountants, Chennai, Statutory Auditors, besides reimbursement of Travel & out of pocket expenses (annual) at actual subject to ceiling of ₹ 1,00,000/- (Rupees One Lakh Only)

and other terms and conditions laid down by the Office of the Comptroller and Auditor General of India in their letter No., NO./CA.V/COY/TAMIL NADU, TNEWSP(1)/561 dated 23.08.2021.

### SPECIAL BUSINESS

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

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

**"RESOLVED THAT** pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Audit and Auditors) Rules 2014, (including any statutory modifications or re-enactment thereof for the time being in force) the remuneration of ₹ 3,00,000/- (Rupees Three Lakh Only) plus travelling and out of pocket expenses subject to a maximum of ₹ 30,000/- (Rupees Thirty Thousand Only) and applicable Taxes for the financial year ending 31<sup>st</sup> March, 2023 as approved by the Board of Directors of the Company to be paid to M/s. S. Mahadevan & Co. Cost Accountants, Chennai, (Firm Registration No. 000007), Cost Accountants, Chennai, appointed by the Board as Cost Auditors to conduct the audit of the cost accounts of the Company for Paper, Board Plant, Cement and Energy segments be and is hereby ratified and confirmed."

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

BY ORDER OF THE BOARD

Place : Chennai  
Date : 11.08.2022

**ANURADHA PONRAJ**  
Company Secretary

**NOTES**

1. In view of the global outbreak of the COVID-19 pandemic, the Ministry of Corporate Affairs ('MCA') has vide its Circular dated 5<sup>th</sup> May 2020 read with Circulars dated 8<sup>th</sup> April 2020, 13<sup>th</sup> April 2020, 13<sup>th</sup> January 2021, 5<sup>th</sup> May 2022 (collectively referred to as 'MCA Circulars') and Securities and Exchange Board of India ('SEBI') vide its Circular dated 15<sup>th</sup> January 2021, 13<sup>th</sup> May 2022 ('SEBI circular') permitted the holding of the Annual General Meeting ('AGM' or 'Meeting') through Video Conferencing ('VC') facility or Other Audio Visual Means ('OAVM'), without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 ('the Act'), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI LODR') and MCA Circulars, the 42<sup>nd</sup> AGM of the Company is being held through VC/OAVM on Thursday, 22<sup>nd</sup> September 2022 at 10.30 A.M. (IST).
2. A Member, entitled to attend and vote at the meeting, is entitled to appoint one or more Proxies to attend and vote on a Poll instead of himself and such Proxy need not be a Member of the Company. Since the AGM is being held in accordance with the MCA circulars through VC, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of Proxies by the members will not be available for the AGM and hence, the Proxy Form and Attendance Slip are not annexed to this notice.
3. The explanatory statement pursuant to Section 102 of the Act setting out material facts concerning the business under Item Nos. 5 to 6 of the Notice is annexed hereto. The relevant details pursuant to Regulations 26(4) and 36(3) of the SEBI LODR and Secretarial Standards on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, in respect of Directors seeking appointment/re- appointment at this AGM are also annexed.
4. The Members can join the AGM in the VC/OAVM mode 15 minutes before and 15 minutes after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The Members will be able to view the proceedings on the National Securities Depository Limited's ('NSDL') e-Voting website at [www.evoting.nsdl.com](http://www.evoting.nsdl.com). The facility of participation at the AGM through VC/OAVM will be made available to at least 1,000 Members on a first come first served basis as per the MCA Circulars. The detailed instructions for joining the meeting through VC/OAVM form part of the Notes to this Notice. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM/AGM without restriction on account of first come first served basis.
5. Institutional Investors, who are Members of the Company, are encouraged to attend the 42<sup>nd</sup> AGM through VC/ OAVM mode and vote electronically. Institutional Investors intending to appoint their authorised representatives pursuant to Sections 112 and 113 of the Act, as the case may be, to attend the AGM through VC/OAVM or to vote through remote e-Voting are requested to send a certified scanned copy (PDF/JPG Format) of the relevant Board Resolution / authority letter etc., with attested specimen signature of the duly authorised signatory (ies) who are authorized to vote to the scrutinizer by e-mail at [KJR@mdassociates.co.in](mailto:KJR@mdassociates.co.in) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in). and to the company by e-mail at [invest\\_grievances@tnpl.co.in](mailto:invest_grievances@tnpl.co.in).
6. The Register of Directors, Key Managerial Personnel and their shareholding as maintained under Section 170 of the Companies Act, 2013 and the Register of Contracts or Arrangements in which Directors are interested, as maintained under Section 189 of the Companies Act, 2013 will be available for inspection by the Members during the AGM. Members seeking to inspect such documents, can send email to [invest\\_grievances@tnpl.co.in](mailto:invest_grievances@tnpl.co.in)

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

7. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.
8. Pursuant to Section 124 of the Companies Act, 2013, all unclaimed dividends up to the financial year ended March 31, 2014 have been transferred to the Investor Education and Protection Fund established by Central Government as per Section 125 of the Companies Act, 2013.
9. Pursuant to the provisions of IEPF Rules, all shares in respect of which dividend has not been paid or claimed for seven consecutive years shall be transferred by the Company to the designated Demat Account of the IEPF Authority ("IEPF Account.") within a period of thirty days of such shares becoming due to the transferred to the IEPF Account.
10. Shares in respect of which dividend for the year ended 31st March, 2010, 31st March, 2011, 31st March, 2012, 31st March 2013 and 31st March 2014 have been transferred to the Investor Education and Protection Fund ("IEPF") of the Central Government in December 2017, November 2018, November 2019 and December 2020 and November 2021 respectively pursuant to Rule 6 of Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("Rules") read with section 124 of the Companies Act, 2013. Details of these shares are available in the Company's website and can be viewed at <https://www.tnpl.com/transfer-of-shares-to-IEPF>
11. As regards dividend pertaining to the financial year ended March 31, 2015 and thereafter, amounts remaining in the Unpaid Dividend Accounts of the company have to be transferred to 'The Investor Education and Protection Fund' established by the Central Government at the expiry of seven years from the date of transfer

to the respective year's Unpaid Dividend Account. Such transfer has already been effected with regard to the unpaid dividend for the financial years 1997-98 to 2013-2014. The unpaid dividend for the financial year 2014-15 (final) will be transferred to the above fund during November 2022. The shares in respect of dividend for the year 2013-14 will also be transferred by the Company to the 'Investor Education and Protection Fund' as per section 124 of the Companies Act, 2013 and the applicable rules. Individual notices will be sent to the members concerned requesting them to encash their unclaimed dividends failing which the corresponding shares will be transferred to IEPF. An Advertisement will also be published in the newspapers. Members are therefore requested to lodge their claims for unpaid dividend, if any, immediately with the Registrar and Share Transfer Agent or with the Company at the Company's registered office.

12. In line with the MCA Circular dated 5<sup>th</sup> May 2020 and SEBI circular dated 12<sup>th</sup> May 2020, the Notice of the AGM along with the Annual Report 2021-22 is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories. The Notice convening the 42<sup>nd</sup> AGM has been uploaded on the website of the company at [www.tnpl.com](http://www.tnpl.com) and may also be accessed from the relevant section of the websites of the stock exchanges i.e. BSE Limited and the National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively. The Notice is also available on the website of NSDL at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

13. Book Closure and Dividend:

Pursuant to the provisions of Section 91 of the Act and the Listing Regulations, **The Register of Members and the Share Transfer Books of the Company will be closed from Thursday, 15th September 2022 to Thursday, 22nd September 2022**, both days inclusive. The dividend of ₹ 4/- per equity share of ₹ 10 each (i.e. 40%), if declared by the Members at the AGM, will be paid subject to deduction of income-tax at source ('TDS') on or after day, 27th September 2022 as under:

**For Shares held in electronic form:** To all the Beneficial Owners as at the end of the day on **Wednesday, 14<sup>th</sup> September 2022** as per the list of beneficial owners to be furnished by the National Securities Depositories Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL"); and

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

**I For Resident Shareholders :**

Pursuant to the Finance Act, 2020, w.e.f. 1<sup>st</sup> April 2020, Dividend income is taxable in the hands of the shareholders and the Company would be required to deduct tax at source at the prescribed rates on the dividend paid to its shareholders. The withholding tax rate would vary depending on the residential status of the shareholder and the documents submitted by them and accepted by the Company. Accordingly, the Dividend will be paid after deducting the tax at source as follows:

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

\* Notwithstanding the above, tax would not be deducted on payment of dividend to resident shareholder, if total dividend to be paid in Financial Year 2022-2023 does not exceed ₹ 5000/- .

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

\* Form 15G/15H can be also downloaded from the web link <https://investors.cameo.india.com> to avail the benefit and email [agm@cameoindia.com](mailto:agm@cameoindia.com) by 11:50 PM IST on Wednesday, 14th September 2022. There is also provision to upload the 15G/15H in the web link viz., <https://investors.cameo.india.com> provided by the Company's Registrar and Share Transfer Agent M/s. Cameo Corporate Services Limited.

**II Non-Resident Shareholder:**

Particulars	Applicable Rate *	Document Required (if any)
Foreign Institutional Investors (FIIs)/ Foreign Portfolio Investors (FPIs)	20% (plus applicable surcharge and cess)  (or)  rate provided in relevant DTAA read with MLI whichever is more beneficial	i. Copy of the PAN card allotted by the Indian Income Tax Authorities duly attested by the shareholder or details as prescribed under Rule 378C of Income Tax Rules, 1962  ii. Copy of Tax Residency Certificate for the FY 2021-2022 obtained from the revenue/tax authorities of the country of tax residence, duly attested by the shareholder.  iii. Self-Declaration in Form 10 F.  iv. Self-Declaration by the shareholder of having no Permanent Establishment in India in accordance with the applicable Tax Treaty.

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

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

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

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

The 'specified person' means a person who has :

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

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

- IV** Shareholders who are exempted from TDS provisions through any circular or notification shall provide documentary evidence in relation to the same to enable the Company in applying the appropriate TDS on dividend payment to such shareholder.

The aforesaid documents, as applicable should be received by email to agm@cameoindia.com or before Wednesday, 14th September 2022 to enable the Company to determine the appropriate TDS withholding tax rate applicable.

No communication on the tax determination/ deduction received post 14th September 2022 shall be considered for payment of dividend.

If the tax on the said Dividend is deducted at higher rate in the absence of receipt of or satisfactory completeness of the aforementioned details/ documents by 14th September 2021, the shareholder may claim an appropriate refund in the return of income filed with their respective Tax Authorities.

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

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

We request your kind cooperation in this regard.

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

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

**15 Update of Bank particulars**

**Shares held in physical form:** Members are requested to send the following documents to our Registrar & Transfer Agents, viz., Cameo Corporate Services Limited latest by **Wednesday, 14th September 2022:**

- a) a signed request letter mentioning their name, folio number, complete address and following details relating to bank account in which the dividend is to be received:
  - i) Name and Branch of Bank and Bank Account type;
  - ii) Bank Account Number & Type
  - iii) 11 digit IFSC Code.
- b) self-attested original cancelled cheque bearing the name of the Member or first holder, in case shares are held jointly;
- c) self-attested copy of the PAN Card; and
- d) self-attested copy of any document (such as Aadhaar Card, Driving License, Election Identity Card, Passport) in support of the address of the Member as registered with the Company.

**Shares held in electronic form:** Members may please note that their bank details as furnished by the respective Depositories to the Company will be considered for remittance

of dividend as per the applicable regulations of the Depositories and the Company will not entertain any direct request from such Members for change/addition/deletion in such bank details. Accordingly, the Members holding shares in Demat form are requested to update their Electronic Bank Mandate with their respective DPs.

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

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

- 16. As per Regulation 40 of the SEBI LODR, as amended, securities of listed companies can be transferred only in dematerialised form with effect from 1<sup>st</sup> April 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, Members holding shares in physical form are requested to consider converting their holdings to dematerialised form. Members can contact the Company's Registrar and Transfer Agent, Cameo Corporate Services Limited ("Registrar") at [agm@cameoindia.com](mailto:agm@cameoindia.com) for assistance in this regard.
- 17. The format of the Register of Members prescribed by the MCA under the Companies Act, 2013 requires the Company/Registrars and Transfer Agents to record additional details of Members, including their PAN details, e-mail address, bank details for payment of dividend, etc. Members are requested to update the same. Members holding shares in physical form are requested to submit the details to the registrars of the Company at [agm@cameoindia.com](mailto:agm@cameoindia.com). Members holding shares in electronic form are requested to submit the details to their

respective DPs only and not to the Company or Registrars.

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

18. Nomination facility: As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting the relevant forms to the Registrar in form no. SH-13 which can be downloaded from <https://www.tnpl.com/grievance>.
19. Consolidation of Physical Share Certificates: Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company or Registrar, the details of such folios together with the share certificates for consolidating their holdings in one folio. A consolidated share certificate will be issued to such Members after making requisite changes.
20. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised not to leave their Demat account(s) dormant for long. Periodic statements of holdings should be obtained from the concerned DPs and holdings should be verified from time to time.
21. Process for registering e-mail addresses to receive this Notice electronically and cast votes electronically:
  - i. **Registration of e-mail address and mobile nos permanently with Company/DP:** Members are requested to register the same with their concerned DPs, in respect of electronic holding and with registrar Cameo Corporate Services

Limited, Subramanian Building, No.1, Club House Road, Chennai – 600002. , in respect of physical holding, by clicking the link <https://investors.cameoindia.com> or emailing to them at [agm@cameoindia.com](mailto:agm@cameoindia.com) by providing the required documents. Further, those Members who have already registered their e-mail addresses are requested to keep their e-mail addresses validated/ updated with their DPs/registrar to enable servicing of notices/documents/Annual Reports and other communications electronically to their e-mail address in future.

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

1. In case shares are held in physical form, please provide Folio No., Name of the shareholder, scanned copy of the share certificate (front and back), self-attested scanned copy of PAN card, self-attested scanned copy of Aadhaar Card.
2. In case shares are held in Demat form, please provide DP ID-Client ID (8 digit DP ID+ 8 digit Client ID or 16 digit Beneficiary ID), Name, client master or copy of Consolidated Account statement, self-attested scanned copy of PAN card, self-attested scanned copy of Aadhaar Card.

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

- i. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements, Regulations, 2015 (as amended) and the MCA Circulars, the Company is providing the facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with NSDL for facilitating

- voting through electronic means, as the authorised agency. The facility of casting votes by a Member using remote e-Voting system as well as remote e-Voting during the AGM will be provided by NSDL
- ii. Members of the Company holding shares either in physical form or in electronic form as on **the cut-off date of Wednesday, 14th September 2022** may cast their vote by remote e-Voting. A person who is not a Member as on the cut-off date should treat this Notice for information purposes only. A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-Voting before the AGM as well as remote e-Voting during the AGM.
  - iii. The remote e-Voting period commences on **Saturday, 17th September 2021 at 9.00 a.m. (IST) and ends on Thursday, 22nd September 2022 at 5.00 p.m. (IST)**. The remote e-Voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently. The voting rights of the Members(both physical and demat holding) shall be in proportion to their share of the paid-up equity share capital of the Company as on the **cut-off date i.e. Wednesday, 14th September 2022**.
  - iv. Members will be provided with the facility for voting through the electronic voting system during the VC proceedings at the AGM and Members participating at the AGM, who have not already cast their vote by remote e-Voting, will be eligible to exercise their right to vote at the end of discussion on the resolutions on which voting is to be held, upon announcement by the Chairperson. Members who have cast their vote on resolution(s) by remote e-Voting prior to the AGM will also be eligible to participate at the AGM through VC/OAVM but shall not be entitled to cast their vote on such resolution(s) again.
  - v. The remote e-Voting module on the day of the AGM shall be disabled by NSDL for voting 15 minutes after the conclusion of the Meeting.
23. Thiru. M Damodaran Practicing Company Secretary (Membership No. 5837 & CP No. 5081) of M/s. M Damodaran & Associates, LLP has been appointed as the Scrutinizer by the Board for providing facility to the Members of the Company to scrutinize remote e-Voting process before the AGM as well as remote e-Voting during the AGM in a fair and transparent manner. Their email id KJR@mdassociates.co.in
  24. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the company and shall make not later than 48 hours of conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who will counter sign the same and declare the result of the voting forthwith.
  25. The results will be declared within 48 hours of conclusion of the Annual General Meeting. The results declared along with the Scrutinizer's Report shall be placed on the Company's website [www.tnpl.com](http://www.tnpl.com) and on the website of NSDL immediately after the result is declared. The Company shall simultaneously forward the results to BSE Limited ("BSE") and The National Stock Exchange of India Limited ("NSE"), where the shares of the Company are listed.
  26. Since the AGM will be held through VC or OAVM, the Route Map is not annexed in this Notice.
  27. Instructions for attending the AGM through VC/OAVM and remote e-Voting (before and during the AGM) are given below:



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

- i. The Members will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system and they may access the same at <https://www.evoting.nsdl.com> under the Shareholders/Members login by using the remote e-Voting credentials, where the EVEN of the Company i.e 121157 will be displayed. On clicking this link, the Members will be able to attend and participate in the proceedings of the AGM. Please note that the Members who do not have the User ID and Password for e-Voting or have forgotten the User ID/Password may retrieve the same by following the remote e-Voting instructions mentioned below to avoid a last-minute rush. Further, Members may also use the OTP-based login for logging into the e-Voting system of NSDL.
- ii. Members are encouraged to submit their questions in advance with regard to the financial statements or any other matter to be placed in the 42nd AGM, from the registered address, mentioning their name, DP ID and Client ID number, folio number and mobile number, to reach the Company's e-mail address at [investor\\_grievances@tnpl.co.in](mailto:investor_grievances@tnpl.co.in) before 3:00 PM (IST) **Wednesday, 14th September 2022**. Such questions by the Members shall be suitably replied by the Company.
- iii. Members who would like to express their views/ ask questions as a speaker at the Meeting may pre-register themselves by sending a request from their registered e-mail address mentioning their names, DP ID and Client ID/folio number, PAN and mobile number at [invest\\_grievances@tnpl.co.in](mailto:invest_grievances@tnpl.co.in) on or before Wednesday, 14th September 2022 (5.00 p.m. IST). Only those Members who have pre-registered themselves as a speaker will be allowed to express their views/ask questions during the AGM. The Company reserves the

right to restrict the number of speakers depending on the availability of time for the AGM.

- iv. Members who need technical assistance before or during the AGM to access and participate in the Meeting may contact NSDL on [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)/1800-222-990 or contact Mr. Amit Vishal, Senior Manager, NSDL at [amitv@nsdl.co.in](mailto:amitv@nsdl.co.in)/+91 22 2499 4360.

## B. INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER

The remote e-voting period begins on 17th September 2022 at 9:00 A.M. and ends on 22nd September 2022 at 5:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. 14th September 2022, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 14th September 2022.

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





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

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

- A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

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

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

Type of shareholders	Login Method
<p>Individual Shareholders holding securities in demat mode with NSDL</p>	<ol style="list-style-type: none"> <li>1. Existing IDEAS user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the <b>“Beneficial Owner”</b> icon under <b>“Login”</b> which is available under <b>‘IDEAS’</b> section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on <b>“Access to e-Voting”</b> under e-Voting services and you will be able to see e-Voting page. Click on company name or 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 &amp; voting during the meeting.</li> <li>2. If you are not registered for IDEAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select <b>“Register Online for IDEAS Portal”</b> or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon <b>“Login”</b> which is available under <b>‘Shareholder/Member’</b> 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 &amp; voting during the meeting.</li> <li>4. Shareholders/Members can also download NSDL Mobile App <b>“NSDL Speede”</b> facility by scanning the QR code mentioned below for seamless voting experience.</li> </ol>
	<p style="text-align: center;"><b>NSDL Mobile App is available on</b></p> <div style="display: flex; justify-content: center; gap: 20px;"> <div style="text-align: center;">  <b>App Store</b> </div> <div style="text-align: center;">  <b>Google Play</b> </div> </div> <div style="display: flex; justify-content: center; gap: 20px; margin-top: 10px;">   </div>
<p>Individual Shareholders (holding securities in demat mode) login through their depository participants.</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL 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 &amp; voting during the meeting</p>

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022- 23058738 or 022-23058542-43

**B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.**

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

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
4. Alternatively, if you are registered for NSDL eservices i.e. IDEA you can logi-in at <http://eservices.nsdl.com/> with your existing IDEAS login. Once your log-in credentials, click on e-voting and you can proceed to Step 2 i.e. Cast your vote electronically.

5. Your User ID details are given below :

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

6. Password details for shareholders other than Individual shareholders are given below:

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password' you need to enter the 'initial password' and the system will force you to change your password.
- c) How to retrieve your 'initial password'?
  - (i) If your email ID is registered in your demat account or with the Company, your 'initial password' is communicated to you on your

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

(ii) If your email ID is not registered, please follow steps mentioned in process for those shareholders whose email ids are not registered.

7. If you are unable to retrieve or have not received the 'Initial Password' or have forgotten your password:
  - a) Click on "Forgot User Details/Password?" (if you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsd.com](http://www.evoting.nsd.com).
  - b) Physical User Reset Password?" (If you are holding shares in physical mode) option available on [www.evoting.nsd.com](http://www.evoting.nsd.com).
  - c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
  - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
8. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
9. Now, you will have to click on "Login" button.
10. After you click on the "Login" button, Home page of e-Voting will open.

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

### **How to cast your vote electronically and join General Meeting on NSDL e-Voting System**

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is active status.
2. Select "EVEN" of company (TNPL) which is 121157 to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VS/OAVM" link placed under "Join General Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution you will not be allowed to modify your vote.

#### **General Guidelines for shareholders**

1. Institutional shareholders ( i.e. other than individuals, HUF, NRS etc.) are required to send scanned copy( PDF/JPG Format) of the relevant Board Resolution/Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by email to [KJR@mdassociates.co.in](mailto:KJR@mdassociates.co.in) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-Voting website will be disabled upon

five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on [www.nsdl.com](http://www.nsdl.com) to reset the password.

3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-Voting user manual for shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no: 1800 1020 990 and 1800 22 44 30 or send a request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or contact Ms Sarita Mote, Asst Manager, National Securities Depository Limited, at designated email-ID: [saritam@nsdl.co.in](mailto:saritam@nsdl.co.in).

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to [agm@cameoindia.com](mailto:agm@cameoindia.com).
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to [agm@cameoindia.com](mailto:agm@cameoindia.com). If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.
3. Alternatively shareholder/members may send a request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020

on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

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

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

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

1. Member will be provided with a facility to attend the EGM/AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for Access to NSDL e-Voting system. After successful login, you can see link of "VC/OAVM link" placed under "Join General Meeting" menu against company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/ Member login where the EVEN of Company will be displayed. Please note that the members who do

not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

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

Registered Office :  
67 Mount Road Guindy  
Chennai-600032

Place: Chennai  
Date: 11.08.2022

BY ORDER OF THE BOARD

**ANURADHA PONRAJ**  
Company Secretary

## ANNEXURE TO THE NOTICE

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

### Profile of Directors being appointed/ reappointed

#### ITEM NO. 3

#### Profile of Thiru Harmander Singh, I.A.S.

Name	Thiru Harmander Singh, I.A.S.,
Age	53 years
Qualification	MSc (Botany), PG(Diploma in Democratization Public Policy & Governance (The Hague, Netherlands), Certificate Course on EDLC at WMDC Denver, USA).
Experience	Thiru Harmander Singh, I.A.S., aged 59 years, belongs to 1989 batch of Indian Administrative Service. Thiru Harmander Singh, I.A.S., has over 30 years of service in various departments of Government of Tamil Nadu. Currently, Thiru Harmander Singh, I.A.S., holds the position of Commissioner of Sugar and Managing Director, Tamilnadu Sugar Corporation Limited.
Inter-se Director Relationship	Thiru Harmander Singh, I.A.S., is not having any inter se relation with other Directors of the Company.
Shareholding	Thiru Harmander Singh, I.A.S., does not hold any share in TNPL.
Directorships and Committee Memberships of other companies	Thiru Harmander Singh, I.A.S., is having Directorships and Committee Memberships in the following Companies/ organizations':

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

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

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

#### ITEM NO.4

The Central Government in exercise of the powers conferred by Section 139 of the Companies Act, 2013 have appointed M/s A. V. Deven & Co, Chartered Accountants as Statutory Auditors of the Company for the Financial Year 2021-2022 vide letter No., NO./CA.V/COY/TAMIL NADU, TNEWSP(1)/561 dated 23.08.2021 of the Office of the Comptroller and Auditor General of India

The Board of Directors at their meeting held on 23rd September, 2021 have approved the appointment of M/s. A. V. Deven & Co. (Firm Registration No. 000726S), Chartered Accountants, Chennai as Statutory Auditors to conduct the audit of Accounts of the Company for the financial year 2021-22 at a remuneration given in the resolution in the notice.

As per section 142 of the Companies Act, 2013, the remuneration of Statutory Auditors is to be fixed by the company in the Annual General Meeting (AGM). Accordingly, the resolution is placed before the members for consideration and approval.

None of the Directors and Key Managerial Personnel either directly or through their relatives are in any way concerned or interested whether financially or otherwise in the proposed resolution. The Board recommends the passing of the resolution as set out under item no. 4 as an ordinary resolution.

**ITEM NO.5**

The Board of Directors at their meeting held on 18th May, 2022 have approved the appointment of M/s. S. Mahadevan & Co. Cost Accountants, Chennai, (Firm Registration No. 000007), Cost and Management Accountants, Chennai as Cost Auditors to conduct the audit of the Cost Accounts of the Company pertaining to Paper, Cement, Energy and Paper Board for the financial year 2022-23 at a remuneration given in the resolution in the notice.

As per Rule 14 of the Companies (Audit and Auditors) Rules 2014, the remuneration payable to the Cost Auditors is to be ratified by the shareholders. Accordingly, the resolution is placed before the members for consideration and approval.

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

Registered Office :  
67 Mount Road Guindy  
Chennai-600032

BY ORDER OF THE BOARD

Place: Chennai  
Date: 11.08.2022

**ANURADHA PONRAJ**  
Company Secretary



## DIRECTORS' REPORT

### TO THE MEMBERS

Your Company's Directors are pleased to present the 42nd Annual Report of the Company along with Audited Financial Statements for the financial year ended 31st March, 2022.

### 1. FINANCIAL RESULTS

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

(₹ in Crore)

Particulars	2021-22	2020-21
Revenue from operations	4020.29	2768.18
Other Income	48.75	50.92
<b>Operating Profit (PBIDT/EBIDTA)</b>	<b>407.13</b>	329.97
Finance cost	156.42	193.33
<b>Gross Profit (PBDT)</b>	<b>250.71</b>	136.64
Depreciation & Amortization expense	228.68	235.33
<b>Profit / (Loss) before tax (PBT)</b>	<b>22.03</b>	(98.69)
Tax Expense	7.70	(33.58)
<b>Profit / (Loss) after tax (PAT)</b>	<b>14.33</b>	(65.11)
Other Comprehensive Income	(1.20)	(9.51)
<b>Total Comprehensive Income (Net of Taxes)</b>	<b>13.14</b>	(74.62)

The company has achieved a higher PBDT and PAT compared to the previous year despite adverse conditions in the domestic and export markets and increase in input costs. This financial performance is indeed commendable achievement by the management.

### 2. DIVIDEND

In accordance with "The Companies (Declaration and Payment of Dividend) Rules, 2014, your director's recommend a dividend of 40% (i.e. ₹ 4.00/- per share) for the year ended 31<sup>st</sup> March, 2022. The dividend, if approved by the shareholders at the Annual General Meeting, will be paid to the equity

shareholders whose names appear in the Register of Members as on 22<sup>nd</sup> September 2022. The cash outgo on the proposed dividend will be ₹ 27.68 Crore.

### 3. TRANSFER FROM / TO RESERVES

For the financial year 2020-21, the company has declared and paid Dividend @ ₹ 3/- per share to the shareholders out of free reserves of the company in accordance with Rules. Accordingly, the company utilized ₹ 39.17 crore of General Reserve.

For the financial year 2021-22, the Company has not transferred any amount to General Reserve due to inadequate available profit for appropriation. The Cumulative General Reserve as on 31.03.2022 is ₹ 1343.85 Crores.

### 4. PERFORMANCE HIGHLIGHTS OF THE YEAR

#### a. Operations

1. The Company's Revenue from Operations during the year 2021-22 is ₹ 4020.29 crore.
2. Profit before tax is ₹ 22.03 crore and Profit after tax ₹ 14.33 crore.
3. During the year, the Paper production was 388881 MT.
4. Achieved Paper sales of 438010 MT during the year 2021-22. Domestic Sales accounts for 67% and Exports at 33%.
5. The packaging board plant production was 183770 MT during the year 2021-22, equivalent to 92% of capacity.
6. The packaging board sales during the year 2021-22 was 184546 MT. Domestic Sales accounts for 88% and exports at 12%.
7. 306591 tonnes of Hardwood Pulp, Chemical Bagasse Pulp and Deinked Pulp were produced during the year in Unit – I.
8. 7186.72 lakh units of power was generated of which 7058.36 lakh units of power was consumed and 128.36 lakh units exported to the Power Grid . Power drawn from State Grid and consumed only 3.89% of total power consumed.

9. The bio-methanation plants have generated methane gas of 95.67 lakh m<sup>3</sup> during 2021-22. The methane gas was consumed in lime kiln and power boilers in replacement of furnace oil 5073 KL and imported coal 256 MT
10. The paper & pulp mill have implemented various water conservation projects and reduced the overall consumption of water to 35 KL/per ton of paper which is one of the lowest in paper industry.
11. The wind farms with an installed capacity of 35.5 MW capacity have generated 407.31 lakh Kwh Units of 'Green Power' during the year.
12. TNPL is the First and only company in the Indian Paper Industry to have established a cement manufacturing factory to convert the mill wastes lime sludge and flyash into high grade cement as part of its solid waste management system. During the year, the Company has manufactured 294233 MT of cement.
13. During the year 2021-22, overall borrowings decreased by ₹ 489 crore.
14. Market Capitalization was ₹ 1160.32 crores as on 31<sup>st</sup> March, 2022

**b. Projects Implemented / Under implementations:**

**Key Projects**

**Mill Expansion Plan of TNPL Unit II – Phase I**

As part of its growth plan, TNPL has embarked on a Mill Expansion Plan (MEP) to enhance the capacity of TNPL Unit II by 1,65,000 MT per annum, by installing a Paper Machine along with captive pulping facility, at an estimated capital outlay of ₹ 2520 Crore. The formal Environment clearance for the project was received from the Ministry of Environment, Forest and Climate Change (MOEFCC), New Delhi, vide its order dated April 04, 2019. TNPL is implementing the project in two phases. The Phase 1 of the project features installation of a state-of-the-art chemical hardwood pulping along with chemical recovery facility and augmentation of service utilities viz., Captive power plant and Waste water treatment plant. By February 2020, the company completed ordering of all the major, long delivery plant and machineries like Hardwood Pulp Mill, Chemical

Recovery Boiler, Black liquor Evaporator, 20 MW Turbo Generator, Air Cooled Condenser, Lime Kiln, Reausticizing plant, etc. Following the pandemic situation caused by COVID-19 outbreak during March 2020, all the major suppliers, both from overseas and domestic, served Notice of Force Majeure, as the manufacturing activities were affected in their respective workshops and sub-suppliers' workshop. After resumption of normalcy during August 2020, it was noted that there is an impact of about 2½ to 3 months in the overall commissioning target. Therefore, as against the original schedule of May 2021, the revised target for project commissioning was set as July 2021. Subsequently, starting from third week of April 2021, the second wave of COVID 19 impacted project progress. The normalcy started returning only from June 2021. When the momentum picked up during July 2021, incessant rains during October and November 2021, impacted the progress of all outdoor works, which were being carried out in the final phase of project execution. As a result, the section wise commissioning trials could be commenced only during end December 2021. After commissioning various sub-sections in the project scope like Chipper, Chlorine dioxide plant, Oxygen generation plant, Recovery Boiler, Evaporator and Reausticizing the trial production in Pulp Mill was commenced from January 31, 2022. The quality of the pulp with respect to cleanliness is found to be good, right from day one. During trial run, all initial teething troubles associated with start-up of such complex project shall be addressed and fine tuned.

**Projects under Implementation**

**Revamp of Steam and Power system in Unit 1 - Paper**

In order to retire the old low pressure boilers and to have reliable supply of utilities like steam and power for the mill operations, it has been planned to carry out the revamp of the existing steam and power system in Unit 1. The project envisages installation of two high pressure boilers with steam generation of 125 tph each, at 105 ata, 515°C, along with a TG of 40 MW, at an estimated capital outlay of ₹ 235 Crore.

As application has been filed with TNPCB, for according Environmental Clearance (EC) for

the project. Other pre-project activities will commence from the FY 2022-23. The project is scheduled for commissioning during FY 2024-25.

### **Health Restoration of Recovery Boiler # 3 in Unit 1 – Paper**

As the RB#3 had clocked 1 lakh running hours, a Remnant Life Assessment (RLA) study was carried out, complying with the IBR regulations, during April 2020. Based on the finding of RLA study, it is found essential to carry out replacement of superheater tubes, economizer tubes and internal of the Electro static precipitator, besides improving the performance of the auxiliaries like soot blowers, Air distribution system etc. The project, estimated at ₹ 50 Crore, will be taken up during April/May 2023, involving a total shut down for 30 days. This will enhance reliability on the boiler for trouble free mill operations with improved environmental performance. Plans have been drawn to ensure continuous run of the paper production during the shutdown of the boiler.

### **c) Contribution to Environment**

- 1) Production of 150657 MT of bagasse pulp and 54469 MT of Deinked pulp during the year has facilitated conservation of 8.74 Lakh MT of pulpwood.
- 2) “World Environment Day”, “International Ozone Day” and “World Water Day” were celebrated internally only due to COVID-19.
- 3) The Company has generated about 407.31 Lakh KWH Wind energy during 2021-22.
- 4) 95.67 Lakh m<sup>3</sup> methane generated in the Bio-methanation plant was consumed in lime kiln and Power Boilers saving 5073 KL of Furnace oil and 256 Mt of imported coal.

### **d. Corporate Social Responsibility (CSR)**

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

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

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

1. The company nurtures creativity and innovation through its R&D activities which are carried out largely in-house. A few activities are out sourced when warranted.
2. The R&D activities focus on product development, process improvement, raw material substitution, development of new products and protection of the environment.
3. The company has spent ₹ 11.87 Crores on R & D activities during the year.

### **f. Awards**

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

- a. Tamil Nadu Newsprint and Paper Limited (TNPL), a prominent Bagasse based Paper manufacturing Company has won the 1<sup>st</sup> Position in the 17<sup>th</sup> National Award for Excellence in Cost Management, 2019, under the category of “Manufacturing-Public-Large”. TNPL has won this prestigious award for the Fourth time. The award is conferred by The Institute of Cost Accountants of India, a premier Cost and Management Accounting body, which instituted the National Awards for Excellence in Cost Management in the year 2003 to recognize and honour organizations which have succeeded through efficient and innovative approaches in Cost Management.
- b. TNPL won “IPMA Environment Award” for the year 2019-2020 conducted by Indian Paper Manufacturer Association (IPMA), New Delhi in January, 2022.
- c. TNPL is one among the 29 companies awarded with both shield and certificate for “Industry Excellence Award 2021” conducted by Institution of Engineers - India (IEI), Kolkatta and the award was presented during 36<sup>th</sup> Indian Engineering Congress at New Delhi on Sunday, 26<sup>th</sup> December, 2021.
- d. TNPL's project “Reduction of Green House Gas emission and Sodium sulphate consumption by In-House modified liquor gun firing system for Agro Based Chemical Recovery Boiler” is

one among the 19 projects selected as “Most Innovative Environment Project” during CII – Environmental Best Practices Award 2021 in July, 2021.

- e. TNPL has been declared as “Winner” of “Golden Peacock Award for Corporate Social Responsibility” for the year 2020 conducted by Institute of Directors (IOD), New Delhi. Awarded virtually through a specially organised ‘Golden Peacock Awards Ceremony’ in April, 2021.
- f. TNPL has been selected as award “winner” for Federation of Indian Chambers of Commerce and Industry – HR Score Awards 2021 conducted by Federation of Indian Chambers of Commerce and Industry along with their knowledge partner M/s Indian Institute of Management (IIM), Trichy in April, 2021.

## 5. MARKET TRENDS

### a) Printing and Writing Paper

The Indian Printing and Writing Paper Industry was moderate during the first three quarters of 2021-22 due to the 3<sup>rd</sup> wave of Covid-19 pandemic. By February, 2022, the impact of Covid reduced resulting in better confidence levels and Educational Sectors opened. This resulted in reduction of stocks on hand and the company achieved “Nil” Stock of Paper as on 31<sup>st</sup> March, 2022. We also increased our prices which was on all time high. Imports of paper during the year was very low because of very low demand and uncertain market scenario. We exported 144000 MT of paper during the FY 2021-22.

### b) Packaging Boards

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

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

to the market. Overall, the performance of packaging boards business was much better.

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

## OUTLOOK

### a) Printing and Writing Paper

The opening of Educational sector, the demand of printing and writing paper grades has peaked by end of Q4 - 2021-22 which is expected to continue in the Q1 of the FY-2022-23 also. The requirements from Government was also intact. The appreciation of USD due to the war between Russia & Ukraine and costlier sea freight has kept the imports on the lower side which is expected to continue for some more time. This war has also resulted in costlier Imported Pulp resulting in increase of Variable cost going forward. In spite of substantial price increase, the contribution is lower due to higher increase in variable cost. We expect that the price of paper to be stable for the remaining part of the year. Reopening of Offices, Educational institutions and courts has lead to regularization of demand. The international prices of pulp and paper continue to be firm which should keep imports in check. Overall, the year should be positive for the company.

### Packaging Board

The growth in demand in packaging boards is expected to continue with an anticipated growth of 12%-15% per annum in Virgin Fiber based packaging boards. Recycled boards is expected to grow at 8-9% per annum Some pricing pressure is expected in the second half of the year as additional capacity is expected to be commissioned in the domestic market. Overall, with minimum imports expected in this segment, the market is expected to be stable in 2022-23.

## 6. DIRECTORS & KEY MANAGERIAL PERSONNEL

The details of Directors/ Key Managerial Personnel who were appointed or have ceased to be Director/ KMP of the Company during the year 2021-22 are as follows:

Sl. No.	Name of Director/KMP	Date of Appointment / Cessation	Appointment / Cessation
1.	Thiru S Sivashanmugaraja, I.A.S.,	08.05.2021	Ceased to be a Managing Director
2.	Dr Rajeev Ranjan, I.A.S.,	08.05.2021	Appointed as Chairman and Managing Director
3.	Dr R Anandakumar, I.A.S.,	25.06.2021	Ceased to be a Director
4.	Thiru Harmander Singh, I.A.S.,	25.06.2021	Appointed as Director
5.	Dr Rajeev Ranjan, I.A.S.,	30.09.2021	Ceased to be a Chairman and Managing Director
6.	Thiru N Muruganandam, I.A.S.,	30.09.2021	Appointed as Chairman and Managing Director
7.	Thiru N Muruganandam, I.A.S.,	10.11.2021	Ceased as Chairman and Managing Director - Redesignated as Director
8.	Thiru S Krishnan, I.A.S.,	10.11.2021	Appointed as Chairman and Managing Director

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

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

In accordance with the provisions of the Companies Act, 2013 and in terms of the Memorandum and Articles of Association of the Company, Thiru Harmander Singh, I.A.S., , Director retires by rotation at the forthcoming Annual General Meeting. He is eligible for reappointment as Director. For the retirement by rotation, Chairman and Managing is not liable for retirement as per Article 141 of the Articles of Association.

### 6.1 Declaration from Independent Directors on Annual Basis

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

### 6.2 Remuneration Policy

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

### 6.3 Meetings

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

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

### 6.4 Board Evaluation

Pursuant to the provisions of the Companies Act, 2013 and Regulation 17(10) of the SEBI Regulations, the Board has internally carried out an annual performance evaluation of its own performance, the directors individually as well as the evaluation of the working of its Audit and Nomination & Remuneration Committees for the financial year ended 31<sup>st</sup> March, 2022. The guidance note dated January 5, 2017 as suggested by

SEBI was referred to, while carrying out the annual performance evaluation. A structured questionnaire was prepared after taking into consideration inputs received from the Directors, covering various aspects of the Board's functioning such as adequacy of the composition of the Board and its Committees, Board culture, execution and performance of specific duties, obligations and governance.

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

The performance evaluation of the Chairman and Managing Director and the Non Independent Directors was carried out by the Independent Directors in their meeting held on 17.03.2022. The Directors expressed their satisfaction with the evaluation process.

## 7. INTERNAL COMPLAINTS COMMITTEE

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

1. Tmt. R. S. TAMILARASY, Senior Manager (Lab)  
– Presiding Officer
2. Thiru. K. S. SIVAKUMAR, Manager  
– HR / Member
3. Tmt. M. PEMILA BEHAM, Assistant Manager  
– HR / Member
4. Thiru. M. VELLINGIARI, President Kanmani Trust,  
Karur – Member representing NGO

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

## 8. AUDITORS

### a) Statutory Auditors:

The Comptroller and Auditor General of India appointed M/s. A V Deven & Co., Chartered Accountants, Chennai, as the Statutory Auditors of the Company for the financial year 2021-22.

### b) Cost Auditors :

Pursuant to Section 148 of the Companies Act, 2013 read with The Companies (Cost Records and Audit) Amendment Rules, 2014, the cost audit records maintained by the company in respect of its paper, cement and energy activities are required to be audited. Your Directors had, on the recommendation of the Audit Committee, appointed M/s Geeyes & Co, to audit the cost accounts of the company for the year 2021-22. The cost audit report for the year 2021-22 will be submitted to the Central Government before the due date. Cost Audit report for the financial year 2020-21 was filed in scheduled time.

### c) Secretarial Auditor:

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

## 9. NON- CONVERTIBLE DEBENTURES

The company has not issued any Non-Convertible Debentures (NCD) during the year and there was no NCD outstanding as on 31<sup>st</sup> March, 2022.

## 10. FIXED DEPOSITS

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

## 11. RISK MANAGEMENT COMMITTEE/ FRAMEWORK

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

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

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

The risk details and mitigation plans are placed before the Risk Management Committee of the Board bi-annually as per the requirements of SEBI (LODR), Regulations, 2015.

## 12. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

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

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

periodically with the Management, External-Internal auditors, Internal Auditors, Statutory Auditors and reviews the Annual Audit plans and internal controls. All significant observations of the Auditors are acted upon. The Audit Committee met 8 times during the financial year. The review of Management Response to Audit Observations constitutes an important aspect of the Agenda for each meeting.

## 13. VIGIL MECHANISM/ WHISTLE BLOWER POLICY

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

## 14. PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS

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

## 15. TRANSFER TO INVESTOR EDUCATION AND PROTECTION FUND

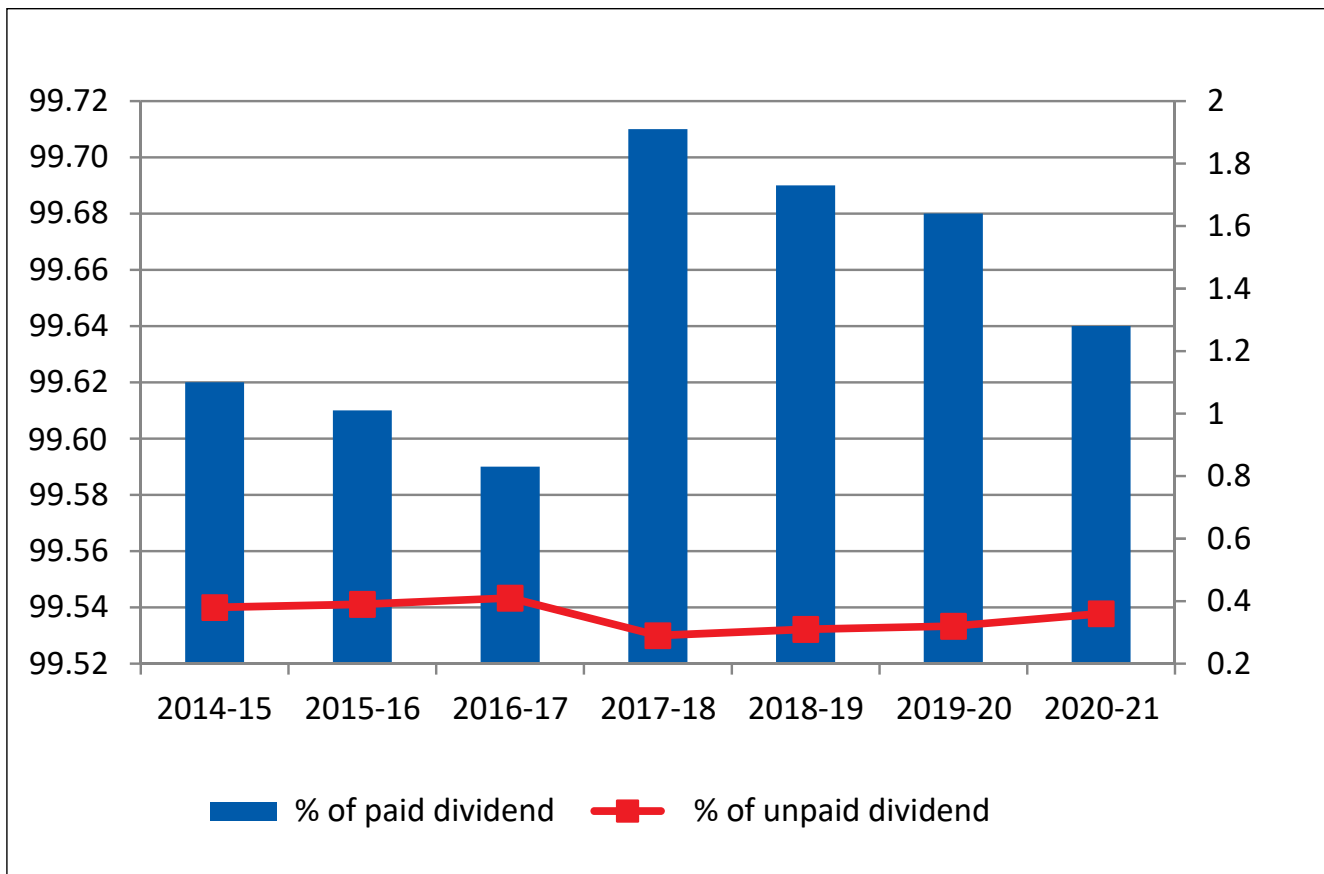
During the year, the company has transferred ₹ 18,95,472/- being the Dividend amount which was due and payable and remained unclaimed and unpaid for a period of seven years, to the Investor Education and Protection Fund, as required under Section 124(5) of the Companies Act, 2013.

## 16. UNPAID DIVIDEND STATUS

Dividend was remaining unpaid due to non-confirmation of their new addresses by the concerned shareholders. The unpaid dividend warrants were returned by the postal authorities. Effective follow-up by the Company has resulted in Unpaid Dividend being consistently equal or below 0.5% of the total dividend. As and when the shareholders communicate the new address, the dividend is sent to the shareholders. At the end of seven years, the unpaid dividend is transferred to Investor Education and Protection Fund. The table and graph given below summarize the status of Unpaid Dividend.

**DIVIDEND STATUS FOR THE LAST 7 YEARS**

SL No.	YEAR	PAID-UP SHARE CAPITAL	DIVIDEND%	DIVIDEND AMOUNT (₹ In lakhs)	DIVIDEND PAID	DIVIDEND UNPAID AS ON 31.3.2022	% OF PAID DIVIDEND	% OF UNPAID DIVIDEND
1	2014-15	6921.06	60	4152.63	4136.91	15.72	99.62	0.38
2	2015-16	6921.06	75	5190.80	5170.47	20.33	99.61	0.39
3	2016-17	6921.06	75	5190.80	5169.77	21.03	99.59	0.41
4	2017-18	6921.06	50	3460.53	3450.44	10.09	99.71	0.29
5	2018-19	6921.06	75	5190.80	5174.69	16.11	99.69	0.31
6	2019-20	6921.06	60	4152.63	4139.60	13.03	99.68	0.32
7	2020-21	6921.06	30	2076.32	2068.78	7.54	99.64	0.36





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

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

## 18. HEALTH

An Occupational Health Centre (OHC) is functioning on round the clock basis in both the units. In Unit – I, there are four Medical Officers, two Nurses, two Pharmacists, one ANM (Auxiliary Nursing Midwifery) and five attenders and Unit-II has two Medical Officers, four Nurses and three attenders to render Medical Assistance for the employees and their dependents. In addition, one specialist Doctor in cardiology, General Medicines, Ortho, Skin, Eye, Dental, ENT, visits the occupational Health Centre regularly.

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

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

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

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

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

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

## 19. SAFETY

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

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

## 20. PARTICULARS OF EMPLOYEES

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

## 21. CASH FLOW STATEMENT

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

## 22. EXPORT HOUSE STATUS

TNPL has been awarded status of “Three Star Export House” by DGFT - Government of India in accordance with Foreign Trade Policy.

## 23. INDUSTRIAL AND PERSONNEL RELATIONS

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

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

## 24. ENHANCING SHAREHOLDERS' VALUE

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

## 25. DIRECTORS' RESPONSIBILITY STATEMENT

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

1. in the preparation of the annual accounts for the year ended 31<sup>st</sup> March, 2022, the applicable accounting standards have been followed along

with proper explanation relating to material departures, if any;

2. the directors had selected accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the company for that period;
3. the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
4. the Annual Accounts were prepared for the financial year ended 31<sup>st</sup> March, 2022 on a going concern basis;
5. the directors have laid down proper internal financial controls to be followed by the company and that such internal financial controls are adequate and are operating effectively;
6. the directors have devised proper systems to ensure compliance with the provisions of all applicable laws and such systems are adequate and are operating effectively.

## 26. EXTRACT OF ANNUAL RETURN

Pursuant to Section 92(3) read with Section 134(3) (a) of the Act, the Annual Return is available on the Company's website at [www.tnpl.com](http://www.tnpl.com). The details forming part of the extract of the Annual Return in Form MGT 9 is attached as “Annexure V”.

## 27. MANAGEMENT DISCUSSION AND ANALYSIS AND CORPORATE GOVERNANCE

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

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

## 28. BUSINESS RESPONSIBILITY REPORT

The 'Business Responsibility Report' (BRR) of the Company for the year 2021-22 forms part of the Annual Report as required under Regulation 34(2) (f) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is attached as "Annexure VIII"

## 28. RELATED PARTY TRANSACTIONS

All Related Party Transactions during the year 2021-22 were on an arm's length basis and were in the ordinary course of business. They have been disclosed in Note No. 39(e) of the financial statements. None of these transactions is likely to have a conflict with the company's interest.

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

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

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

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

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

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

## 30. MATERIAL CHANGES OCCURRED AFTER END OF FINANCIAL YEAR

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

## 31. CEO/CFO CERTIFICATION

As required by Regulation 17(8) of the SEBI Regulation, a Certificate on the Financial Statements

and Cash Flow statement of the company for the year ended 31<sup>st</sup> March, 2022 duly signed by the Chairman and Managing Director was submitted to the Board of Directors at their meeting held on 18<sup>th</sup> May, 2022.

## 32. ACKNOWLEDGEMENT

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

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

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

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

## 33. CAUTIONARY STATEMENT

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

For and on behalf of the Board

Place: Chennai

**S Krishnan, I.A.S.**

Date: 18<sup>th</sup> May 2022 Chairman and Managing Director

## ANNEXURE - I

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

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

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

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

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

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

## 2. Composition of the CSR Committee

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

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

Composition of the CSR committee shared above and is available on the Company's website on

<https://www.tnpl.com/Corporate-Governance#>

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

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

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

Not Applicable.

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

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

6. Average net profit of the Company as per Section 135(5): ₹ 8234 Lakhs
7. (a) Two percent of average net profit of the Company as per section 135(5) : ₹ 164.69 Lakhs
- (a1) Additional amount sanctioned by CSR Committee for on going activities and Covid-19 preventive measures : ₹ 207 Lakhs
- (b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years : NIL
- (c) Amount required to be set off for the financial year, if any : NIL
- (d) Total CSR obligation for the financial year (7a+7a1+7b-7c) : ₹ 371.69 Lakhs
8. (a) CSR amount spent or unspent for the financial year:

Total Amount Spent for the Financial Year (₹ In Lakhs)	Amount Unspent (₹ In crore)				
	Total Amount transferred to Unspent CSR Account as per Section 135(6)		Amount transferred to any fund specified under Schedule VII as per second proviso to Section 135(5)		
	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer
348.39	-	-	-	-	-

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

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

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

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	
Sr. No.	Name of the Project	Item from the list of activities in schedule VII to the Act	Local area (Yes/No)	Location of the project		Amount spent for the project (₹ In lakhs)	Mode of implementation- Direct (Yes/No)	Mode of implementation - Through implementing agency	
				State	District			Name	CSR registration number
1	Sponsoring of students to undergo diploma in paper technology at SIT, Trichy:	(ii)	Yes	Tamilnadu	Karur	7.25	Yes	-	-
2	Free Education to the downtrodden Children.	(ii)	Yes	Tamilnadu	Karur	12.36	Yes	-	-
3	Running Industrial Training Institute	(ii)	Yes	Tamilnadu	Karur	47.43	Yes	-	-
4	COVID-19 support - Medical equipments to PHC etc.,	(i)(xii)	Yes	Tamilnadu	Karur	138.75	Yes	-	-
5	Infrastructure Development (Canal cleaning, Government Building renovation etc.)	(i)(ii)	Yes	Tamilnadu	Karur	5.14	Yes	-	-
6	Supplying Drinking water	(i)	Yes	Tamilnadu	Karur	131.43	Yes	-	-
7	Livelihood and Economic Development – Police Constable Selection Training, Computer, Tailoring, Typewriting classes	(ii) (iii)	Yes	Tamilnadu	Karur	2.85	Yes	-	-
8	Environment & Sanitation - Greenery Development	(iv)	Yes	Tamilnadu	Karur	2.05	Yes	-	-
9	Culture & Heritage	(v)	Yes	Tamilnadu	Karur	0.41	Yes	-	-

**(d) Amount spent in Administrative Overheads: NIL**

**(e) Amount spent on Impact Assessment, if applicable: NIL**

**(f) Total amount spent for the Financial Year (8b+8c+8d+8e) : ₹ 348.39 Lakhs**

**(g) Excess amount for set off, if any**

Sr. No.	Particular	Amount (₹ In Lakhs)
(i)	Two percent of average net profit of the Company as per Section 135(5)	164.69
(ii)	Total amount spent for the Financial Year	170.10
(iii)	Excess amount spent for the financial year [(ii)-(i)]	178.29
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	NIL
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	178.29

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

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

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

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

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

**(a) Date of creation or acquisition of the capital asset(s) :** NIL

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

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

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

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

**Thiru S Krishnan, I.A.S.,**  
Chairman and Managing Director

**Tmt Soundara Kumar**  
Chairman, Corporate Social Responsibility Committee

**ANNEXURE - II**

**Form No. MR - 3**

**SECRETARIAL AUDIT REPORT**

**FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH, 2022**

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

To  
The Members,  
**TAMILNADU NEWSPRINT AND PAPERS LIMITED**  
CIN: L22121TN1979PLC007799  
67, Mount Road, Guindy,  
Chennai- 600 032.

I M. Damodaran, Managing Partner of M Damodaran & Associates LLP, Practicing Company Secretaries, Chennai have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **M/s. TAMILNADU NEWSPRINT & PAPERS LIMITED** (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of **M/s. TAMILNADU NEWSPRINT & PAPERS LIMITED's** books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on **31.03.2022** complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter

I have examined the books, papers, minute books, forms and returns filed and other records maintained by **M/s. TAMILNADU NEWSPRINT & PAPERS LIMITED** ("the Company") for the financial year ended on **31.03.2022** according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;

- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of External Commercial Borrowings. There are no Foreign Direct Investment & Overseas Direct Investments during the year under review.
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') including amendment/ re-enactment made thereto:-
  - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - c) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
  - d) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI LODR');
- (vi) Other laws as may be applicable specifically to the company – NIL:

I have also examined compliance with the applicable regulations and clauses of the following:

- i. The Listing Agreements entered into by the Company with the National Stock Exchange of India Limited and BSE Limited under The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and



- ii. Secretarial Standards (SS-1) for Board Meeting and Secretarial Standards (SS-2) for General Meeting issued by The Institute of Company Secretaries of India.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Circulars, Guidelines, Standards, etc. mentioned above subject to the following Observations: **NIL**

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

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting. As per the minutes of the meetings duly recorded and signed by the Chairman, the decisions of the Board were unanimous and no dissenting views have been recorded.

**I further report that** there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

**I further report that** during the audit period there was no specific/major events in the Company.

Place :Chennai  
Date :18<sup>th</sup> May, 2022

For **M DAMODARAN & ASSOCIATES LLP**

M. DAMODARAN  
Managing Partner  
Membership No.: 5837  
COP. No.: 5081  
FRN: L2019TN006000  
PR 1374/2021  
ICSI UDIN:F005837D000338378

(This report is to be read with my letter of even date which is annexed as *Annexure 1* and forms an integral part of this report)

**‘ANNEXURE -1’**

To  
The Members,  
**TAMILNADU NEWSPRINT AND PAPERS LIMITED**  
CIN: L22121TN1979PLC007799  
67, Mount Road, Guindy,  
Chennai– 600 032.

My Secretarial Audit Report of even date is to be read along with this letter.

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

Place : Chennai  
Date :18<sup>th</sup> May, 2022

For **M DAMODARAN & ASSOCIATES LLP**

M. DAMODARAN  
Managing Partner  
FCS No.: 5837  
COP. No.: 5081  
FRN: L2019TN006000  
PR 1374/2021  
ICSI UDIN:F005837D000338378

## CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(Pursuant to Regulation 34 (3) and Schedule V Para C Sub clause (10) (i) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,  
The Members,  
TAMIL NADU NEWSPRINT & PAPERS LIMITED  
(CIN: L22121TN1979PLC007799)  
67, Mount Road, Guindy, Chennai TN 600 032. IN

I, M. Damodaran, Managing Partner of M Damodaran & Associates LLP, Practicing Company Secretaries have examined the relevant registers, records, forms, returns and disclosures received from the Directors of TAMILNADU NEWSPRINT & PAPERS LIMITED having CIN - L22121TN1979PLC007799 and having registered office at 67, Mount Road, Guindy Chennai 600032 Tamil Nadu (hereinafter referred to as 'the Company'), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the portal [www.mca.gov.in](http://www.mca.gov.in)) as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31<sup>st</sup> March 2022 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority.

Sr. No.	Name of the Director	DIN	Date of Appointment in Company
1.	Mr. Muruganandam Narayanaswamy	00540135	04/03/2019
2.	Mr. Arumugam Murukiah Pillai	01439166	19/09/2019
3.	Ms. Soundara Kumar	01974515	30/06/2017
4.	Mr. Narayanan Natarajan	03076340	19/09/2019
5.	Mr. Venkatadri Chandrasekaran	03126243	13/11/2017
6.	Mr. Pillappakkam Santhanakrishnan Bahukutumbi	03213653	19/09/2019
7.	Mr. Harmander Singh	03291250	25/06/2021
8.	Mr. Saranyan Krishnan	03439632	16/07/2019

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

Place : Chennai  
Date : 18.05.2022

For **M DAMODARAN & ASSOCIATES LLP**  
M. DAMODARAN  
Managing Partner  
Membership No.: 5837  
COP. No.: 5081  
FRN: L2019TN006000  
PR 1374/2021  
ICSI UDIN : F005837D000338565

## ANNEXURE - III

**PARTICULARS UNDER SECTION 134 (3) (m) OF THE COMPANIES ACT, 2013 READ WITH RULE 8(3) OF THE COMPANIES (ACCOUNTS) RULES, 2014.****REPORT ON ENERGY CONSERVATION - 2021-2022****I (A) Energy Conservation Measures taken****UNIT I - PAPER**

1. Downsizing of Turbo Air compressor cooling water pump from 90 KW to 55 KW resulted in annual power savings of 64,800 Units and cost savings of ₹ 3.40 Lakhs.
2. Downsizing of Soft water transfer pump from 55 KW to 30 KW resulted in annual power savings of 1,75,200 Units and cost savings of ₹ 9.20 Lakhs
3. Replacing Cyclone Separator Vortex Finders LHS & RHS in Power Boiler# 7 resulted in annual power savings of 1,67,732 Units and cost savings of ₹ 8.81 Lakhs.
4. Stopping of one Hard Wood refiner street in Paper Machine#3 resulted in annual power savings of 2,29,407 Units and cost savings of ₹ 12.04 Lakhs
5. Optimizing the operation of Reel Pulper agitator during broke feeding in Paper Machine#3 resulted in annual power savings of 2,37,600 Units and cost savings of ₹ 12.47 Lakhs.
6. Optimizing the operation of PDS Pulper agitator during broke feeding in Paper Machine#3 resulted in annual power savings of 2,37,600 Units and cost savings of ₹ 12.47 Lakhs.
7. Downsizing of Evaporator#1 SCBL tank agitator in SRP from 15 KW to 7.5 KW resulted in annual power savings of 48,697 Units and cost savings of ₹ 2.56 Lakhs.
8. Replacement of 296 Nos. of 150 W Metal Halide (MH) Lamps with 45 W LED lamps in RB#3 and Lime Kiln area, 223 Nos. of 36 W tube lights with 20 W LED lamps in ETP & Gas plant area resulted in annual power savings of 93,299 Units and cost savings of ₹ 4.90 Lakhs.
9. Replacement of 48 Nos. of 400 W MH Lamps with 250 W LED lamps, 36 Nos. of 250 W MH Lamps with 150 W LED lamps, 75 Nos. of 150 W MH Lamps with 90 W LED lamps, 100 Nos. of 150 W MH Lamps with 45 W LED lamps, 200 Nos. of 150 W MH Lamps with 40 W LED lamps and 53 Nos. of 36 W tube lights with 18 W LED Lamps in Energy Department resulted in annual power savings of 2,13,543 Units and cost savings of ₹ 11.21 Lakhs.
10. Replacement of 21 Nos. of 400 W MH lights with 250 W LED lamps, 27 Nos. of 400 W MH lights with 200 W LED lamps, 41 Nos. of 250 W MH lights with 150 W LED lamps, 25 Nos. of 150 W MH lights with 90 W LED lamps, 70 Nos. of 150 W MH lights with 40W LED lamps, 28 Nos. of 150 W MH lights with 70 W LED lamps, 255 Nos. of 36 W tube lights with 18 W LED lamps in Paper Machine Department resulted in power saving of 1,18,827 Units and cost savings of ₹ 6.24 Lakhs.
11. Replacement of 24 Nos. of 400 W MH lights with 250 W LED lamps, 34 Nos. of 400 W MH lights with 150 W LED lamps, 30 Nos. of 250 W MH lights with 150 W LED lamps, 91 Nos. of 150 W MH lights with 90 W LED lamps, 20 Nos. of 150 W MH lights with 75 W LED lamps, 204 Nos. of 150 W MH lights with 40 W LED lamps, 25 Nos. of 108 W MH lights with 36 W LED lamps in Pulp Mill Department resulted in power saving of 1,49,464 Units and cost savings of ₹ 7.85 Lakhs.
12. Stopping of Air Cooled Condenser fans by utilizing seasonal effects resulted in annual power savings of 2,60,552 Units and cost savings of ₹ 13.68 Lakhs.
13. Stopping of one Air Drier based on demand pattern of Instrument air resulted in annual power savings of 80,000 Units and the cost savings of ₹ 4.20 Lakhs.
14. Optimization of Co-Generation Cooling Tower (TG#4) Fan operation by utilizing seasonal effects resulted in annual power savings of 1,33,749 Units and cost savings of ₹ 7.02 Lakhs.
15. Optimization of Cooling Tower Fan operation by utilizing seasonal effects resulted in annual power savings of 40,176 Units and cost savings of ₹ 2.11 Lakhs.

16. Installation of 10 KW Solar Power Plant at the terrace of Staff Club in Colony resulted in annual power savings of 13,644 Units and cost savings of ₹ 0.72 Lakhs.
  17. 1,83,161 M<sup>3</sup> of Bio Gas consumption in Power Boilers resulted in savings of 256 MT of Imported Coal and the net cost savings of ₹ 22.09 Lakhs.
  18. 84,55,302 M<sup>3</sup> of Bio Gas consumption in Lime Kiln resulted in annual savings of 5,073 KL of Furnace oil and the net cost savings of ₹ 1,957.40 Lakhs.
  19. Downsizing of PM#2 filter water pump from 110 KW to 37 KW in WTP resulted in annual power savings of 1,66,320 Units and cost savings of ₹ 8.73 Lakhs.
  20. By isolating one number of first stage causticizing unit in SRP resulted in annual power savings of 1,57,608 units and cost savings of ₹ 8.27 Lakhs.
  21. Stopping the operation of one agitator and one pump by suitable modification of Broke preparation system in PM#2 resulted in annual power savings of 2,77,200 Units and cost savings of ₹ 14.55 Lakhs.
  22. Replacing high capacity vacuum pump by low capacity vacuum pump in New Evaporator#2 resulted in annual power savings of 2,11,680 Units and cost savings of ₹ 11.11 Lakhs.
  23. Installation of VFD for sweetener stock pump in PM#2 resulted in annual power savings of 1,10,880 Units and cost savings of ₹ 5.82 Lakhs.
  24. Elimination of Bagasse collection conveyor in CBP#3 wet washing area by providing a chute resulted in annual power savings of 40,986 Units and cost savings of ₹ 2.15 Lakhs.
  25. Stopping of broke dilution pump in PM#3 by modification of pipe line resulted in annual power savings of 47,520 Units and cost savings of ₹ 2.49 Lakhs.
  26. Downsizing the LMCD feed pump in Soda Recovery Plant resulted in annual power savings of 2,05,920 Units and cost savings of ₹ 10.81 Lakhs.
  27. Stopping of soft wood refiners street in Paper Machine#3 resulted in annual power savings of 5,62,464 Units and cost savings of ₹ 29.53 Lakhs
- (a) Cost savings by energy conservation measures - ₹ 2191.85 Lakhs
  - (b) Additional investment incurred for implementing the above - ₹ 82.13 Lakhs
  - (c) Impact of measures at (a),(b) in reduction of energy consumption - ₹ 2109.72 Lakhs
  - (d) Impact on the cost of production of paper - ₹ 542.51 per ton

#### **UNIT II - BOARD**

1. Out of two heaters in Instrument air drier (25KW & 45KW), only 25KW heater kept in operation and 45KW heater kept in switched off condition. Dew point temperature could be maintained with only 25KW Heater. Resulted in annual savings of 295,650 Units of power and cost savings of ₹ 19.21 Lakhs.
  2. VAM Cooling tower fan angle increased from 10 to 12.5 deg, resulted increase in fan efficiency. Instead of running five fans (22KW), presently four fans are sufficient for cooling. Resulted in annual savings of 163812 Units of power and cost savings of ₹ 10.64 Lakhs.
  3. Highmast tower lighting provided in marketing area shifted to Chipper house area and replaced 400W Metal Halide lamps in to 200W LED lamps resulted in annual savings of 10512 Units of power and cost savings of ₹ 0.68 Lakhs.
  4. Replacement of 32 Nos. of 150W Metal Halide lamps with 70 W LED Light fittings in Mill-wide Street lights resulted in annual savings of 11213 Units of power and cost savings of ₹ 0.73 Lakhs.
  5. Replacement of 100 Nos. of 150W Metal Halide lamps with 40 W LED Light fittings in Boiler 1 & 2 floors resulted in annual savings of 48180 Units of power and cost savings of ₹ 3.13 Lakhs.
  6. Replacement of 25 Nos. of 150W Metal Halide lamps with 40 W LED Light fittings in CHP Conveyor gallery resulted in annual savings of 12045 Units of power and cost savings of ₹ 0.78 Lakhs.
- (a) Cost savings by energy conservation measures - ₹ 35.17 Lakhs
  - (b) Additional investment incurred for implementing the above - ₹3.00 Lakhs

- (c) Impact of measures at (a),(b) in reduction of energy consumption - ₹32.17 Lakhs
- (d) Impact on the cost of production of board - ₹17.70 per ton

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

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

The various Research and Development (R & D) measures was carried out during the year 2021-2022 and the benefits achieved are discussed below.

**Pulping and Bleaching:**

**Enhancement of Virgin Pulp Production :**

R & D and Pulp Mill process team conducted a trial using Probiotic Oxygen based delignification catalyst to enhance the virgin pulp production within the available Total Active Alkali & Chlorine dioxide. The trial was conducted between March 2021 and September 2021.

The overall benefits from this trial is as follows:

- Virgin pulp production enhanced by 50 MT per day.
- Alkali usage per MT of pulp reduced marginally
- Partial reduction in Pulp Mill effluent load

On satisfactory results, this chemical is being used on regular basis.

**Applied Research and Development activities are carried out in Unit II is as follows:**

**Development of Sustainable Barrier Products**

One of the biggest issues confronted by the world today is plastic pollution. There is a growing concern among the general public regarding the pollution created by plastics. Presently the cupstock is polycoated with polyethelene (PE) resin to achieve water barrier properties. Government of Tamil Nadu has banned single use plastics vide GO No. 84 dated 25.06.2019 & GO No. 37 dated 05.06.2020. Hence it is

mandatory to switch over to alternate materials to replace the PE layer in the paperboard. TNPL Unit II has taken online barrier coating trials to impart water barrier properties to cupstock as a replacement to PE layer. Cup making trials were conducted and the results are encouraging. The barrier coated cupstock has been certified for compostability by Central Institute of Petrochemicals Engineering and Technology (CIPET).

**Unit I – Paper Machine:**

**Process Improvements:**

**Oxidized biocide Programs**

To maintain the wet end hygiene in paper machine system, healthiness with respect to deposits, slime growth and odor, a monochoramine based oxidized biocide program was recommended. A series of trials were taken with oxidized biocide from the leading suppliers to assess the real time performance of the recommended oxidized biocide. The trials were taken in all three paper machines and completed in the year 2021-22. The trial results are encouraging and achieved results are reduction of Caustic/Acid boil out frequency from 4-5 boil out to 2.5-3.0 boil out per annum and at the same time maintained the system cleanliness without any deposits when compares to existing normal biocide program. During the above trials the Oxidative – Reduction Potential (ORP) was maintained more than +200mV. Evaluation of the technical specification for the oxidized biocide is under process.

**Replacement of BCTMP 80% ISO Brightness with BCTMP 70% ISO Brightness**

R & D Team has explored the possibilities of reducing the cost of Bleached Chemi Thermo Mechanical Pulp (BCTMP) which is being imported and used to maintain the paper bulk. Towards this, R & D team has studied by replacing BCTMP 80% ISO Brightness with lesser cost of BCTMP 70% ISO Brightness. The study reveals that the bulk of the paper

is maintained with reduced consumption of BCTMP 70% ISO Brightness against normal consumption and did not indicate any adverse in Optical Whitening Agent (OSA) consumption to achieve the final Brightness of Paper. Usage of BCTMP 70% ISO Brightness has helped to reduce the consumption of BCTMP as it has higher bulk than high bright BCTMP and thereby achieved cost reduction by 25% in the usage of BCTMP in Paper Machine.

#### **Bulk enhancer trial in PM#2**

To further reduce the consumption of imported BCTMP, the Bulk enhancer was used in PM #2 and the results indicates that the desired caliper in Paper Machine # 2 paper was achievable when the BCTMP consumption was reduced and replaced with the Bulk enhancer chemical. During the trial in Paper Machine#2, usage of the Bulk enhancer chemical at the rate of 2.0-2.2 Kg/MT of paper eliminated the 100% BCTMP consumption. The Cost benefit achieved by the usage of Bulk Enhancer chemical was approximately ₹ 270/MT of paper when 75% BCTMP was replaced.

#### **New Chemical specification for regular procurement**

R & D Team completed the development of the testing procedure and the quality specification for transparent tape. Activities are in process for development of testing procedure and the quality specification for Oxidized biocide, shrink film, stretch film, double sided gum tape and Bulk enhancer.

#### **SODA RECOVERY PLANT: - Unit I**

##### **Reduce the equivalent Furnace Oil Consumption in Lime Kiln – 2**

R & D team along with Process and Mechanical team members of Soda Recovery Plant Studied the equivalent furnace oil consumption in Lime Kiln and found that one of the root causes for the additional biogas consumption is the entry of condensate from Biogas into burner of Lime Kiln. Hence the team has decided to install

auto drain vale in the biogas line of Lime Kiln and this activity alongwith othe good practices resulted in reduction to the extent of two (2) liters of equivalent furnace oil consumption in Lime Kiln #2. Further studies in the above activity are in progress.

##### **Soda Recovery Plant (SRP) Waste water Utilisation in the Bagasse Yard**

To reduce the Non-Process Elements in the Pulp Mill-Soda Recovery close loop system, R & D analysed and recommended utilisation of SRP wastewater in the bagasse yard in place of the treated effluent water to the possible extent. The expected benefits of this implementation is

- Reduction of Total Dissolved Solids (TDS) - Inorganic load to around 2 MT per day.
- Reduction of Non Process Elements (NPE's) like Potassium and Chloride contents in the final effluent.
- Improved washing of residual sugar from the stored bagasse as SRP Wastewater's temperature is around 50 degree celcius.

#### **ENVIRONMENT:**

##### **Pilot Plant trial run by using Reverse Osmosis Process for Recovery of Process Water from Pre-treated Bleach Plant Effluents:**

R & D Team conducted trail on the pre-treated effluents of Hard Wood and Chemical Bagasse bleach plant effluent by using Reverse Osmosis (RO) process (Sea Water Membrane) to recover process water from pre-treated bleach plant effluents. The suitability of the products permeates and rejects for process use were evaluated. Around 70% process water can be recovered irrespective of the effluent by RO technology. Rejects having more of chlorides and sulphates can be separated as individual component by adopting Vacuum Evaporation method of Sulphate recovery and Chloride removal system.

##### **Purification of Biogas:**

R & D team has explored the possibility to purify

the Biogas being flared via Hydrogen Sulphide scrubbing, Compression / Pressurizing, Inline Moisture Separator, Oil and Particle Micron Filtration, Gas Dryer and Biogas Membrane separation. The main objective of the study is to utilise the purified biogas for other high value applications.

### **Alternate to Conventional Cement Floor at Bagasse storage yard:**

R & D team evaluated a new method for pavement of fibre reinforced concrete M40 in Bagasse yard by using Ground Granulated Blast furnace slag (GGBS), silica fume, and poly propylene fibre. A pilot scale trial road of around 10 square meter was laid with the material composition of cement (OPC 53 Grade), GGBS, Silica fume, 12 mm coarse aggregate, M-Sand, Super Plasticizers in bagasse yard. The laid flooring is under observation for a period of three months for its performance of durability for longer period of time with the normal movement of men and machinery.

### **Unit I - Paper**

#### **Paper Machine and Wet End Chemistry:**

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

To suit the market requirement, R & D team has developed the product “**Radiant Natural Lottery Printing (RNL)**” after incorporating various inputs received from the customers. The validation of the product “**Radiant Natural Lottery Printing (RNL)**” is in progress.

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

To meet the customer satisfaction requirements and to enhance the customer base, R & D team identified two new products in the current financial year namely.

- ❖ OPAL
- ❖ Base Paper for cup stock

#### **OPAL:**

It is a new product with shade towards neutral blue having good visual and print appeal when compared to existing grades.

### **Cup Stock Base Paper:**

Emerging trends such as online, digital transformation in the market indicate lower demand of Writing & Printing (W & P) papers. The lower demand is further exaggerated by the COVID pandemic. Product sustainability is one of the most important and critical aspect in the customer driven market. Therefore, it is proposed to diversify the product portfolio in TNPL Unit I Paper from low demand papers to comparatively high demand paper or paperboards in the market to have better machine coverage and product mix. In this context, a couple of trials to manufacture the base paper for Cup making were attempted.

Accordingly, a plan was drawn up to produce Cupstock 140GSM variety in PM 1. About 110MT trial quantity was produced by fixing tentative furnish and quality properties. The performance of the trial lot is encouraging with respect to the key properties, such as , cracking, edge wick and sealing. As the trial lot performance is encouraging, the requirements, such as refining, pulp requirement and pumping capacity is in the process of modification to make consistent quality of cup stock base paper.

### **Unit II – Board Plant**

#### **New Products:**

#### **Aura Siksha Natural**

A coated Solid Bleached Sulphate (SBS) Board, free from OBA and dye, developed for notebook & textbook segments. It's strength, particularly high burst factor and endurance, and premium topside printability makes it a natural choice for note and text book segments.

#### **Aura Flute Supreme for Liquid Packaging Applications**

The grade is redesigned from Aura flute Supreme and is suitably modified for liquid packaging requirements by optimizing furnish



and chemical combinations to suit the functional requirements. It is a topside double coated board. The board has undergone the stringent requirements of aseptic applications right from the sterile to conversion to liquid filling. The customer is satisfied by performance of the product.

## II FUTURE PROJECTS

- Improvement in Cup Stock base paper.
- ASA sizing programme instead of AKD sizing to achieve better Ash % and higher filler & fiber retention.
- FPAR% improvement trial in lower GSM with high speed in PM#2.
- Development of Antimicrobial paper.
- Reduction of Black Liquor viscosity for improving the recovered recovery efficiency.
- Replacement of coal with alternate (Biomass) fuels in power boilers.
- Feasibility studies on reduction of process water consumption by adopting Membrane Technology.
- Optimization studies on Total Dissolved solids inorganic (TDS-In) of Various generated waste water from the process.
- Studies to reduce the moisture in kiln feed lime sludge.
- Improving the Total Active Alkali (TAA) production
- Optimization studies on the salt cake addition.
- Study on consumption of Sodium hydrosulphate reduction in Deinking Plant.

## III EXPENDITURE ON R&D

(₹ In lakhs)

a) Capital	0.91
b) Recurring	1186.10

c) Total	1187.01
d) Total R&D expenditure as a percentage on turnover	0.30%

## I (C) FOREIGN EXCHANGE EARNINGS

### a. Activities relating to Exports

During the year company exported 165766 metric tonnes of paper and paper board to 30 countries. Top few countries are Sri Lanka, Iran, Nigeria, Sudan, Uganda, Turkey, Kenya, South Africa, Malaysia, Ghana.

### b. Foreign Exchange Earnings

	(₹ In lakh)
Export of PWP & Board (C&F value)	88197.38

## I (D) FOREIGN EXCHANGE OUTGO

### a. Imports (on CIF basis)

(₹ In lakh)

Raw materials	67776.37
Components, Spare parts & Chemicals	2869.31
Imported coal	43256.90
Capital goods	5388.69
<b>Total</b>	<b>119291.27</b>

### b. Other than imports

(₹ In lakh)

Engineering & Supervision charges	73.70
Interest	123.37
Others	12.67
<b>Total</b>	<b>209.74</b>

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

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

**a. The ratio of the remuneration of each Director/Key Managerial Personnel (KMP) to the Median remuneration of the employees of the Company for the financial year.**

Sl. No.	Name of Director / KMP	Designation	Ratio to median Remuneration
1.	Thiru S. Sivashanmugaraja I.A.S.,	Managing Director	1.07
2.	Dr. Rajeev Ranjan, I.A.S.,	Chairman and Managing Director	2.14
3.	S. Krishnan, I.A.S.,	Chairman and Managing Director	0.32
4.	Tmt Sathya Aanth	General Manager (Finance) & Chief Financial Officer	3.83
5.	Thiru B. Ravishankar	Company Secretary	2.90
6.	Thiru B. Thamizh Selvan	Company Secretary	0.45

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

Sl. No.	Name of Director / KMP	Designation	% increase in remuneration in the financial year
1.	Thiru S. Sivashanmugaraja I.A.S.,	Managing Director	NA *
2.	Dr Rajeev Ranjan, I.A.S.,	Chairman and Managing Director	NA @
3.	S Krishnan, I.A.S.,	Chairman and Managing Director	NA \$
4.	Tmt Sathya Aanth	General Manager (Finance) & Chief Financial Officer	NA #
5.	Thiru B. Ravisankar	Company Secretary	NA &
6.	Thiru B. Thamizh Selvan	Company Secretary	NA ^

\* Thiru S. Sivashanmugaraja, I.A.S., ceased from Managing Director with effect from 08<sup>th</sup> May, 2021. Hence salary for the financial years 2020-21 and 2021-22 are not comparable.

@ Dr. Rajveev Ranjan, I.A.S., was Chairman and Managing Director with effect from 08<sup>th</sup> May, 2021 to 30<sup>th</sup> September, 2021. Hence he did not have comparable salary with corresponding previous year 2020-21 and hence not comparable.

\$ Thiru S Krishnan, I.A.S., was Chairman and Managing Director with effect from 10<sup>th</sup> November, 2021 to 31<sup>st</sup> March, 2021. Hence he did not have comparable salary with corresponding previous year 2020-21 and hence not comparable.

# Tmt Sathya Ananth was KMP from 11<sup>th</sup> February, 2021 to 31<sup>st</sup> March, 2021 during the financial year 2020-21. Hence salary for the financial years 2020-21 and 2021-22 are not comparable.

& Thiru B. Ravishankar has been appointed as Company Secretary on 30<sup>th</sup> June, 2020. He resigned from the company on 28<sup>th</sup> February, 2022. Hence salary for the financial years 2020-21 and 2021-22 are not comparable.

^ Thiru B. Thamizh Selvan has been as Company Secretary on 1<sup>st</sup> March 2022. Hence salary for the financial years 2020-21 and 2021-22 are not comparable.

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

**c. The percentage increase in the Median remuneration of Employees in the Financial Year : 11.14%**

**d. The number of permanent employees on the rolls of Company (March 2021). : 2371**

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

For the financial year 2021-22, excluding KMPs, the total head count is 2532 and remuneration is ₹ 256.43 Crore. For the financial year 2020-21, excluding KMPs, the total head count is 2526 and remuneration is ₹ 226.61 Crore. Thus increase in remuneration of employees other than KMPs is ₹ 13.16% during the financial year 2021-22 over financial year 2020-21. The total head count of KMPs in 2021-22 is Nine (9) and the total remuneration is ₹ 0.86 Crore. The total head count of KMPs in 2020-21 is six (6) and the total remuneration is ₹ 0.88 Crore. Thus increase in remuneration of KMPs is (-)2.60% during the financial year 2021-22 over the financial year 2020-21.

**f. Affirmation that the remuneration is as per the remuneration policy of the company:**

The Company affirms remuneration as per the remuneration policy of the Company.

**g. The statement containing particulars of employees as required under Section 197(12) of the Act read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.**

'NIL'.

**ANNEXURE V****Form No. MGT - 9****EXTRACT OF ANNUAL RETURN****as on the financial year ended on 31<sup>st</sup> March, 2022****[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12 (1) of the Companies (Management and Administration) Rules, 2014]****I. REGISTRATION AND OTHER DETAILS:**

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

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

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

Sl. No.	Name and Description of main products / services	NIC Code of the Product / service	% to total turnover of the company
1.	Paper and Board	1701	92.86%

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

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

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

##### i. Category-wise Share Holding

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

<b>B.</b>	<b>PUBLIC SHAREHOLDING</b>									
<b>1.</b>	<b>INSTITUTIONS</b>									
i.	FPI (INDIVIDUAL) CATEGORY II-	0	0	0	0.0000	0	0	0	0.0000	0.0000
a.	MUTUAL FUNDS/ UTI	9926216	0	9926216	14.3420	8476530	0	8476530	12.2474	-2.0946
b.	FINANCIAL INSTITUTIONS/ BANKS	405568	1400	406968	0.5880	4429175	1400	4430575	6.4015	5.8135
c.	CENTRAL GOVERNMENT/ STATE GOVERNMENT(S)	2453950	354630	2808580	4.0580	2453950	354630	2808580	4.0580	0.0000
e.	INSURANCE COMPANIES	7351407	400	7351807	10.6223	832413	400	832813	1.2033	-9.4190
f.	FOREIGN INSTITUTIONAL INVESTORS	0	0	0	0.0000	0	0	0	0.0000	0.0000
g.	FOREIGN VENTURE CAPITAL INVESTORS	0	0	0	0.0000	0	0	0	0.0000	0.0000
h.	QUALIFIED FOREIGN INVESTOR	0	0	0	0.0000	0	0	0	0.0000	0.0000
i.	ANY OTHER									
	Alternate Investment Funds	0	0	0	0.0000	160000	0	160000	0.2311	0.2311
	Foreign Portfolio Investor (Corporate) Category I	728234	0	728234	1.0522	1006800	0	1006800	1.4546	0.4024
		<b>728234</b>	<b>0</b>	<b>728234</b>	<b>1.0522</b>	<b>1166800</b>	<b>0</b>	<b>1166800</b>	<b>1.6858</b>	<b>0.6336</b>
	<b>SUB - TOTAL (B)(1)</b>	<b>20865375</b>	<b>356430</b>	<b>21221805</b>	<b>30.6626</b>	<b>17358868</b>	<b>356430</b>	<b>17715298</b>	<b>25.5962</b>	<b>-5.0664</b>
<b>2.</b>	<b>NON-INSTITUTIONS</b>									
a.	BODIES CORPORATE	4662696	176880	4839576	6.9925	7597669	175680	7773349	11.2314	4.2389
b.	INDIVIDUALS -									
	I INDIVIDUAL SHAREHOLDERS HOLDING NOMINAL SHARE CAPITAL UPTO ₹ 1 LAKH	8735345	265561	9000906	13.0050	9452997	254858	9707855	14.0265	1.0214
	II INDIVIDUAL SHARE HOLDERS HOLDING NOMINAL SHARE CAPITAL IN EXCESS OF ₹ 1 LAKH	8117773	0	8117773	11.7290	7826186	0	7826186	11.3077	-0.4213
c.	QUALIFIED FOREIGN INVESTOR	0	0	0	0.0000	0	0	0	0.0000	0.0000
d.	ANY OTHER									
	CLEARING MEMBERS	308227	0	308227	0.4453	279914	0	279914	0.4044	-0.0409
	FOREIGN CORPORATE BODIES	0	100	100	0.0001	0	100	100	0.0001	0.0000
	FOREIGN NATIONALS	0	0	0	0.0000	1600	0	1600	0.0023	0.0023
	HINDU UNDIVIDED FAMILIES	677225	0	677225	0.9784	867930	0	867930	1.2540	0.2755

	IEPF	136818	0	136818	0.1976	143853	0	143853	0.2078	0.0101
	NON RESIDENT INDIANS	420170	15900	436070	0.6300	430665	15500	446165	0.6446	0.0145
	TRUSTS	27200	0	27200	0.0393	3250	0	3250	0.0046	-0.0346
	TRUSTS OTHERS	0	0	0	0.0000	200	0	200	0.0002	0.0002
		<b>1569640</b>	<b>16000</b>	<b>1585640</b>	<b>2.2910</b>	<b>1727412</b>	<b>15600</b>	<b>1743012</b>	<b>2.5184</b>	<b>0.2273</b>
	<b>SUB - TOTAL (B)(2)</b>	<b>23085454</b>	<b>458441</b>	<b>23543895</b>	<b>34.0177</b>	<b>26604264</b>	<b>446138</b>	<b>27050402</b>	<b>39.0841</b>	<b>5.0664</b>
	<b>TOTAL PUBLIC SHAREHOLDING (B) = (B)(1)+(B)(2)</b>	<b>43950829</b>	<b>814871</b>	<b>44765700</b>	<b>64.6804</b>	<b>43963132</b>	<b>802568</b>	<b>44765700</b>	<b>64.6804</b>	<b>0.0000</b>
	<b>TOTAL (A)+(B)</b>	<b>68395729</b>	<b>814871</b>	<b>69210600</b>	<b>100.0000</b>	<b>68408032</b>	<b>802568</b>	<b>69210600</b>	<b>100.0000</b>	<b>0.0000</b>
<b>C.</b>	<b>SHARES HELD BY CUSTODIANS AND AGAINST WHICH DEPOSITORY RECEIPTS HAVE BEEN ISSUED</b>									
	Promoter and Promoter Group	0	0	0	0.0000	0	0	0	0.0000	0.0000
	Public	0	0	0	0.0000	0	0	0	0.0000	0.0000
	<b>TOTAL CUSTODIAN (C)</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
	<b>GRAND TOTAL (A)+(B)+(C)</b>	<b>68395729</b>	<b>814871</b>	<b>69210600</b>	<b>100.0000</b>	<b>68408032</b>	<b>802568</b>	<b>69210600</b>	<b>100.0000</b>	<b>0.0000</b>

**(ii) Shareholding of Promoters**

SI No.	Share holder's Name	Shareholding at the beginning of the year As on 1 <sup>st</sup> April, 2021			Shareholding at the end of the year As on 31 <sup>st</sup> March, 2022			
		No. of Shares	% of total Shares of the company	% of Shares Pledged/ encumbered Total shares	No. of Shares	%of total Shares of the company	%of Shares Pledged/ encumbered Total shares	%change in shareholding during the year
1.	Governor of Tamil Nadu	24444900	35.3195	0.00	24444900	35.3195	0.00	0.00

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

Sl. No.	Particulars	Shareholding at the beginning of the year as on 1 <sup>st</sup> April, 2021		Shareholding at the end of the year as on 31 <sup>st</sup> March, 2022	
		No. of shares	%of total shares of the company	No. of shares	% of total shares of the company
1.	At the beginning of the year	No change during the year			
2.	Date wise Increase/Decrease in Promoters Shareholding during the year specifying the reason for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc;)	No change during the year			
3.	At the end of the year	No change during the year			

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

SI No	Name of the Share holder	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No of shares	% of total shares of the company	No of shares	% of total shares of the company
1	<b>LIFE INSURANCE CORPORATION OF INDIA</b>				
	At the beginning of the year 01-Apr-2021	4908920	7.0927	4908920	7.0927
	Sale 13-Aug-2021	-4908920	7.0927	0	0.0000
	At the end of the Year 31-Mar-2022	0	0.0000	0	0.0000
	HAVING SAME PAN				
1	<b>LIFE INSURANCE CORPORATION OF INDIA</b>				
	At the beginning of the year 01-Apr-2021	0	0.0000	0	0.0000
	Purchase 13-Aug-2021	4908920	7.0927	4908920	7.0927
	Sale 18-Feb-2022	-50000	0.0722	4858920	7.0204
	Sale 25-Feb-2022	-105000	0.1517	4753920	6.8687
	Sale 04-Mar-2022	-160719	0.2322	4593201	6.6365
	Sale 11-Mar-2022	-154530	0.2232	4438671	6.4132
	Sale 18-Mar-2022	-84896	0.1226	4353775	6.2906
	At the end of the Year 31-Mar-2022	4353775	6.2906	4353775	6.2906
2	<b>HDFC TRUSTEE COMPANY LTD - A/C HDFC HYBRID EQUITY FUND</b>				
	At the beginning of the year 01-Apr-2021	4896900	7.0753	4896900	7.0753
	At the end of the Year 31-Mar-2022	4896900	7.0753	4896900	7.0753
	HAVING SAME PAN				
2	<b>HDFC TRUSTEE CO LTD A/C HDFC RETIREMENT SAVINGS FUND- EQUITY PLAN</b>				
	At the beginning of the year 01-Apr-2021	600000	0.8669	600000	0.8669
	At the end of the Year 31-Mar-2022	600000	0.8669	600000	0.8669
	HAVING SAME PAN				
2	<b>HDFC TRUSTEE CO LTD A/C HDFC RETIREMENT SAVINGS FUND- HYBRID-EQUITY PLAN</b>				
	At the beginning of the year 01-Apr-2021	196310	0.2836	196310	0.2836
	At the end of the Year 31-Mar-2022	196310	0.2836	196310	0.2836
	HAVING SAME PAN				
2	<b>HDFC TRUSTEE CO LTD A/C HDFC RETIREMENT SAVINGS FUND- HYBRID-DEBT PLAN</b>				
	At the beginning of the year 01-Apr-2021	5000	0.0072	5000	0.0072
	At the end of the Year 31-Mar-2022	5000	0.0072	5000	0.0072
3	<b>LOK PRAKASHAN LTD</b>				
	At the beginning of the year 01-Apr-2021	1865526	2.6954	1865526	2.6954
	Purchase 09-Apr-2021	86483	0.1249	1952009	2.8203
	Purchase 16-Apr-2021	275048	0.3974	2227057	3.2177
	Purchase 23-Apr-2021	65000	0.0939	2292057	3.3117



SI No	Name of the Share holder	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No of shares	% of total shares of the company	No of shares	% of total shares of the company
	Purchase 30-Apr-2021	225704	0.3261	2517761	3.6378
	Purchase 07-May-2021	162839	0.2352	2680600	3.8731
	Purchase 14-May-2021	58985	0.0852	2739585	3.9583
	Purchase 17-Sep-2021	10000	0.0144	2749585	3.9727
	Purchase 24-Sep-2021	470964	0.6804	3220549	4.6532
	Purchase 30-Sep-2021	75000	0.1083	3295549	4.7616
	Purchase 26-Nov-2021	42235	0.0610	3337784	4.8226
	Purchase 03-Dec-2021	2914	0.0042	3340698	4.8268
	Purchase 04-Mar-2022	10000	0.0144	3350698	4.8413
	Purchase 11-Mar-2022	92380	0.1334	3443078	4.9747
	Sale 18-Mar-2022	-10000	0.0144	3433078	4.9603
	At the end of the Year 31-Mar-2022	3433078	4.9603	3433078	4.9603
4	<b>ICICI PRUDENTIAL MULTI-ASSET FUND</b>				
	At the beginning of the year 01-Apr-2021	1778015	2.5689	1778015	2.5689
	Sale 09-Apr-2021	-178015	0.2572	1600000	2.3117
	Sale 16-Apr-2021	-150720	0.2177	1449280	2.0940
	Sale 25-Jun-2021	-167468	0.2419	1281812	1.8520
	At the end of the Year 31-Mar-2022	1281812	1.8520	1281812	1.8520
	HAVING SAME PAN				
4	<b>ICICI PRUDENTIAL INFRASTRUCTURE FUND</b>				
	At the beginning of the year 01-Apr-2021	497168	0.7183	497168	0.7183
	At the end of the Year 31-Mar-2022	497168	0.7183	497168	0.7183
	HAVING SAME PAN				
4	<b>ICICI PRUDENTIAL COMMODITIES FUND</b>				
	At the beginning of the year 01-Apr-2021	484988	0.7007	484988	0.7007
	Purchase 25-Jun-2021	152994	0.2210	637982	0.9217
	Sale 03-Sep-2021	-58945	0.0851	579037	0.8366
	Sale 15-Sep-2021	-204928	0.2960	374109	0.5405
	Sale 17-Sep-2021	-68539	0.0990	305570	0.4415
	Sale 24-Sep-2021	-271251	0.3919	34319	0.0495
	Sale 08-Oct-2021	-15305	0.0221	19014	0.0274
	Sale 22-Oct-2021	-5023	0.0072	13991	0.0202
	Sale 29-Oct-2021	-13991	0.0202	0	0.0000
	At the end of the Year 31-Mar-2022	0	0.0000	0	0.0000
	HAVING SAME PAN				
4	<b>ICICI PRUDENTIAL MANUFACTURE IN INDIA FUND</b>				
	At the beginning of the year 01-Apr-2021	220035	0.3179	220035	0.3179
	At the end of the Year 31-Mar-2022	220035	0.3179	220035	0.3179
	HAVING SAME PAN				
4	<b>ICICI PRUDENTIAL BHARAT CONSUMPTION FUND-SERIES 3</b>				

SI No	Name of the Share holder	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No of shares	% of total shares of the company	No of shares	% of total shares of the company
	At the beginning of the year 01-Apr-2021	186449	0.2693	186449	0.2693
	Sale 07-May-2021	-48995	0.0707	137454	0.1986
	Sale 21-May-2021	-48469	0.0700	88985	0.1285
	Sale 15-Sep-2021	-30229	0.0436	58756	0.0848
	Sale 17-Dec-2021	-35636	0.0514	23120	0.0334
	Sale 31-Dec-2021	-23120	0.0334	0	0.0000
	At the end of the Year 31-Mar-2022	0	0.0000	0	0.0000
	HAVING SAME PAN				
4	<b>ICICI PRUDENTIAL BHARAT CONSUMPTION FUND - SERIES 1</b>				
	At the beginning of the year 01-Apr-2021	129084	0.1865	129084	0.1865
	Sale 30-Apr-2021	-10389	0.0150	118695	0.1714
	Sale 03-Sep-2021	-3557	0.0051	115138	0.1663
	Sale 10-Sep-2021	-41897	0.0605	73241	0.1058
	Sale 15-Sep-2021	-32423	0.0468	40818	0.0589
	Sale 17-Sep-2021	-3848	0.0055	36970	0.0534
	Sale 08-Oct-2021	-9207	0.0133	27763	0.0401
	Sale 15-Oct-2021	-27763	0.0401	0	0.0000
	At the end of the Year 31-Mar-2022	0	0.0000	0	0.0000
5	<b>GENERAL INSURANCE CORPORATION OF INDIA</b>				
	At the beginning of the year 01-Apr-2021	1610074	2.3263	1610074	2.3263
	Sale 14-May-2021	-100000	0.1444	1510074	2.1818
	Sale 21-May-2021	-50000	0.0722	1460074	2.1096
	Sale 28-May-2021	-100000	0.1444	1360074	1.9651
	Sale 04-Jun-2021	-180000	0.2600	1180074	1.7050
	Sale 11-Jun-2021	-70000	0.1011	1110074	1.6039
	Sale 09-Jul-2021	-133791	0.1933	976283	1.4105
	Sale 16-Jul-2021	-16653	0.0240	959630	1.3865
	Sale 06-Aug-2021	-70000	0.1011	889630	1.2853
	Sale 13-Aug-2021	-80000	0.1155	809630	1.1698
	Sale 03-Sep-2021	-90000	0.1300	719630	1.0397
	Sale 10-Sep-2021	-110000	0.1589	609630	0.8808
	Sale 24-Sep-2021	-126140	0.1822	483490	0.6985
	Sale 30-Sep-2021	-328668	0.4748	154822	0.2236
	Sale 01-Oct-2021	-154822	0.2236	0	0.0000
	At the end of the Year 31-Mar-2022	0	0.0000	0	0.0000
6	<b>ADITYA BIRLA SUN LIFE TRUSTEE PRIVATE LIMITED A/C ADITYA BIRLA SUN LIFE DIVIDEND YIELD FUND</b>				
	At the beginning of the year 01-Apr-2021	909567	1.3142	909567	1.3142
	Sale 30-Sep-2021	-44770	0.0646	864797	1.2495
	Sale 01-Oct-2021	-27697	0.0400	837100	1.2094

SI No	Name of the Share holder	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No of shares	% of total shares of the company	No of shares	% of total shares of the company
	Sale 08-Oct-2021	-57513	0.0830	779587	1.1263
	Sale 15-Oct-2021	-282	0.0004	779305	1.1259
	At the end of the Year 31-Mar-2022	779305	1.1259	779305	1.1259
7	<b>JHP SECURITIES PVT. LTD.</b>				
	At the beginning of the year 01-Apr-2021	903713	1.3057	903713	1.3057
	At the end of the Year 31-Mar-2022	903713	1.3057	903713	1.3057
	HAVING SAME PAN				
7	<b>JHP SECURITIES (P) LTD</b>				
	At the beginning of the year 01-Apr-2021	55010	0.0794	55010	0.0794
	At the end of the Year 31-Mar-2022	55010	0.0794	55010	0.0794
	HAVING SAME PAN				
7	<b>JHP SECURITIES (P) LTD</b>				
	At the beginning of the year 01-Apr-2021	40000	0.0577	40000	0.0577
	At the end of the Year 31-Mar-2022	40000	0.0577	40000	0.0577
8	<b>HARDIK BHARAT PATEL JT1 : MINAL BHARAT PATEL</b>				
	At the beginning of the year 01-Apr-2021	868291	1.2545	868291	1.2545
	Sale 30-Jul-2021	-868291	1.2545	0	0.0000
	At the end of the Year 31-Mar-2022	0	0.0000	0	0.0000
9	<b>HARDIK B. PATEL</b>				
	At the beginning of the year 01-Apr-2021	760291	1.0985	760291	1.0985
	Sale 23-Jul-2021	-260000	0.3756	500291	0.7228
	Sale 25-Mar-2022	-150000	0.2167	350291	0.5061
	Sale 31-Mar-2022	-163960	0.2369	186331	0.2692
	At the end of the Year 31-Mar-2022	186331	0.2692	186331	0.2692
10	<b>RADHAKISHAN SHIVKISHAN DAMANI</b>				
	At the beginning of the year 01-Apr-2021	600000	0.8669	600000	0.8669
	Sale 30-Sep-2021	-100000	0.1444	500000	0.7224
	At the end of the Year 31-Mar-2022	500000	0.7224	500000	0.7224
11	<b>TAMILNADU INDUSTRIAL DEVELOPMENT CORPORATION LTD</b>				
	At the beginning of the year 01-Apr-2021	600000	0.8669	600000	0.8669
	Purchase 02-Jul-2021	250000	0.3612	850000	1.2281
	At the end of the Year 31-Mar-2022	850000	1.2281	850000	1.2281
12	<b>TAMILNADU SUGAR CORPORATION LIMITED</b>				
	At the beginning of the year 01-Apr-2021	560200	0.8094	560200	0.8094
	At the end of the Year 31-Mar-2022	560200	0.8094	560200	0.8094
13	<b>WARBURG VALUE FUND</b>				
	At the beginning of the year 01-Apr-2021	550000	0.7946	550000	0.7946
	At the end of the Year 31-Mar-2022	550000	0.7946	550000	0.7946

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

Sl. No	Name of the Directors and KMP	Shareholding at the beginning of the year (As on 1 <sup>st</sup> April, 2021)		Cumulative shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	Thiru N. Muruganandam, I.A.S., Director At the beginning of the year Date wise Increase/Decrease At the end of the year	- - -	- - -	-	-
2	Thiru S. Sivashanmugaraja, I.A.S., Managing Director At the beginning of the year Date wise Increase/Decrease At the end of the year	- - -	- - -	-	-
3	Thiru S. Krishnan, I.A.S., <sup>2</sup> Chairman and Managing Director At the beginning of the year Date wise Increase/Decrease At the end of the year	- - -	- - -	-	-
4	Thiru Harmander Singh, I.A.S., <sup>3</sup> Director At the beginning of the year Date wise Increase/Decrease At the end of the year	- - -	- - -	-	-
5	Dr R Anandakumar, I.A.S., <sup>4</sup> Director At the beginning of the year Date wise Increase/Decrease At the end of the year	- - -	- - -	-	-
6	Thiru N Narayanan, I.A.S., (Retd.) Director At the beginning of the year Date wise Increase/Decrease At the end of the year	- - -	- - -	-	-
7	Tmt. Soundara Kumar Director At the beginning of the year Date wise Increase/Decrease At the end of the year	- - -	- - -	-	-

Sl. No	Name of the Directors and KMP	Shareholding at the beginning of the year (As on 1 <sup>st</sup> April, 2021)		Cumulative shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
8	Thiru V Chandrasekaran Director At the beginning of the year Date wise Increase/Decrease At the end of the year	- - -	- - -	- -	- -
9	Thiru P. B. Santhanakrishnan Director At the beginning of the year Date wise Increase/Decrease At the end of the year	- - -	- - -	- -	- -
10	Dr M. Arumugam Director At the beginning of the year Date wise Increase/Decrease At the end of the year	- - -	- - -	- -	- -
11	Thiru B. Ravishankar <sup>5</sup> Company Secretary At the beginning of the year Date wise Increase/Decrease At the end of the year	5 - -	- - -	5 - -	- - -
12	Thiru B Thamizh Selvan <sup>6</sup> Company Secretary At the beginning of the year Date wise Increase/Decrease At the end of the year	- - -	- - -	- -	- -

1. Thiru S Sivashanmugaraja, I.A.S., ceased to be a Managing Director w.e.f. 08.05.2021
2. Dr Rajeev Ranjan, I.A.S., was appointed as Chairman and Managing Director w.e.f 08.05.2021 to 30.09.2021.
3. Thiru Harmander Singh, I.A.S., was appointed as Director w.e.f 25.06.2021.
4. Dr Anandakumar, I.A.S., was ceased as Director w.e.f. 25.06.2021
5. Thiru B Ravishankar ceased to be Company Secretary w.e.f. 01.03.2021.
6. Thiru B Thamizh Selvan was appointed as Company Secretary w.e.f. 01.03.2022.

**V. INDEBTEDNESS**

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

(₹ in Lakh)

	Secured Loans Excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year (01.04.2021)</b>				
i) Principal Amount				
- Other than Debentures	2,37,528.37	-	-	2,37,528.37
- Debentures	-	-	-	-
ii) Interest accrued but not paid				
- Other than Debentures	-	-	-	-
- Debentures	-	-	-	-
iii) Interest accrued but not due				
- Other than Debentures	858.46	-	-	858.46
- Debentures	-	-	-	-
<b>Total (i+ii+iii)</b>	<b>2,38,386.83</b>	<b>-</b>	<b>-</b>	<b>2,38,386.83</b>
<b>Change in Indebtedness during the financial year</b>				
i) Addition				
- Other than Debentures	-	-	-	-
- Debentures	-	-	-	-
ii) Reduction*				
- Other than Debentures	53,480.28	-	-	53,480.28
- Debentures	-	-	-	-
iii) Interest Accrued but not paid				
- Other than Debentures	-	-	-	-
- Debentures	-	-	-	-
iv) Interest accrued but not due				
- Other than Debentures	-	-	-	-
- Debentures	482.66	-	-	482.66
<b>Net Change</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Indebtedness at the end of the financial year</b>				
i) Principal Amount				
- Other than Debentures	1,84,048.09	-	-	1,84,048.09
- Debentures	-	-	-	-
ii) Interest Accrued but not paid				
- Other than Debentures	-	-	-	-
- Debentures	-	-	-	-
iii) Interest accrued but not due				
- Other than Debentures	375.80	-	-	375.80
- Debentures	-	-	-	-
<b>Total (i+ii+iii)</b>	<b>1,84,423.89</b>	<b>-</b>	<b>-</b>	<b>1,84,423.89</b>

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

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

(₹ in Lakh)

Sl. No	Particulars of Remuneration	Thiru S Krishnan, I.A.S., Chairman and Managing Director	Thiru S Sivashanmugaraja, I.A.S., Managing Director	Dr Rajeev Ranjan, I.A.S., Chairman and Managing Director	Total Amount
1.	<b>Gross salary</b>				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	2.66	7.14	15.74	25.54
	(b) Value of perquisites under Section 17(2) of the Income-tax Act, 1961	-	0.18	-	0.18
	(c) Profits in lieu of salary under Section 17(3) of the Income-tax Act, 1961	-	-	-	-
2.	Stock Option	-	-	-	-
3.	Sweat Equity	-	-	-	-
4.	Commission				
	- as % of profit	-	-	-	-
	- Others, specify	-	-	-	-
5.	Others, Pension, Leave Salary contribution, Provident fund, Reimbursement of medical expenses, tuition fees.	-	0.83	-	0.83
	<b>Total(A)</b>	<b>2.66</b>	<b>8.15</b>	<b>15.74</b>	<b>26.55</b>
	Ceiling as per the Act (5% of Net Profit)				<b>143.30</b>

**B. REMUNERATION TO OTHER DIRECTOR**

(₹ in Lakh)

Sl. No	Particulars of Remuneration	Name of Directors					Total Amount
		Thiru N. Narayanan I.A.S., (Retd.)	Tmt. Soundara Kumar	Thiru V. Chandrasekaran	Thiru P B Santhanakrishnan	Dr M Arumugam	
1.	Independent Directors						
	Fee for attending Board/ Committee Meetings	7.60	5.45	7.30	7.60	7.60	35.55
	Commission	-	-				
	Others, please specify	-	-				
	<b>Total (1)</b>						<b>35.55</b>

Sl. No	Particulars of Remuneration	Name of Directors				Total Amount
2.	Other Non-Executive Directors	Thiru N. Muruganandam, I.A.S.,	Thiru S Krishnan, I.A.S.,	Dr R Anandakumar, I.A.S., *	Thiru Harmander Singh, I.A.S.,#	
	• Fee for attending Board/ Committee Meetings	0.70	1.40	0.35	1.05	3.50
	• Commission	-	-	-	-	
	• Others, please specify	-	-	-	-	
<b>Total (2)</b>						<b>3.50</b>
<b>Total (B) = (1+2)</b>						<b>39.05</b>
<b>Total Managerial Remuneration (A) + (B)</b>						<b>65.60</b>
<b>Overall Ceiling as per the Act (11%of Net Profit)</b>						<b>157.65</b>

\* Ceased to be a Director w.e.f. 25.06.2021

# appointed as Director w.e.f. 25.06.2021

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

(₹ in Lakh)

Sl. No	Particulars of Remuneration	Key Managerial Personnel			Total
		Tmt Sathya Ananth General Manager Finance & Chief Financial Officer	Thiru B Ravishankar Company Secretary	Thiru B. Thamizh Selvan Company Secretary	
1.	Gross Salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	27.07	28.88	2.40	58.35
	(b) Value of perquisites under Section 17(2) Income-tax Act, 1961	1.79	1.27	0.19	3.25
	(c) Profits in lieu of salary under Section 17(3) Income-tax Act, 1961	-	-	-	-
2.	Stock Option	-	-	-	-
3.	Sweat Equity	-	-	-	-
4.	Commission - as % of profit	-	-	-	-
	- Others, specify	-	-	-	-
5.	Others, please specify - Provident Fund & Superannuation	4.91	3.93	0.30	9.14
	<b>Total</b>	<b>33.77</b>	<b>34.08</b>	<b>2.89</b>	<b>70.74</b>



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

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

**ANNEXURE VI**

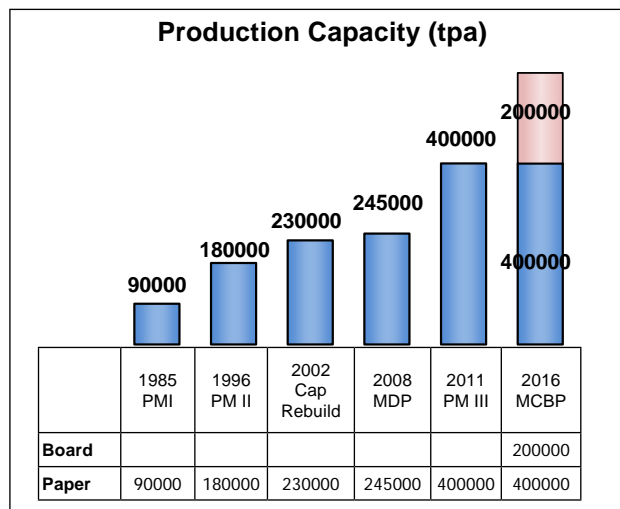
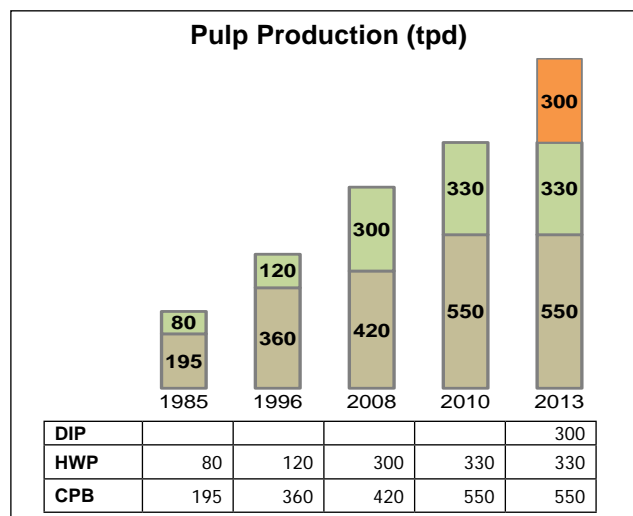
**MANAGEMENT DISCUSSION AND ANALYSIS**

**I. INTRODUCTION**

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

**TNPL has the following production facilities**

Particulars	UOM	As of date
Paper Production	tpa	4,00,000
Board Packaging Production	"	2,00,000
Pulp Production - CBP	tpd	550
- HWP	"	330
- DIP	"	300
<b>Total</b>	"	<b>1,180</b>
Cement Plant	tpd	900
Captive Power Plant	MW	133.62
Wind Farm	MW	35.50



**II. INDUSTRY SCENARIO**

Broadly, the industry is classified into four main segments- namely, Writing and Printing paper, Industrial Packaging paper, Specialty paper and Newsprint. India holds 15<sup>th</sup> rank among paper producing countries in the world with a total installed capacity of 19 million tonnes. The demand is estimated at 20 million tonnes. The per capita consumption is around 13.7 kgs against the Asian average of 26 kgs and World average of 58 kgs. India is considered as the fastest growing market for paper in the world with a historical average annual growth of 6%. The domestic consumption is expected to rise to 20.5 million tonnes by 2022-23.

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

**III. STRATEGY**

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

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

## 1. Innovation and Technology

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

TNPL has set up a 900 tpd Capacity Cement plant for producing high grade cement from inorganic solid wastes-lime sludge and fly ash. TNPL is the first and only paper mill in the country to have set up a cement plant within the factory premises to produce cement from mill wastes. During 2021-22, TNPL has consumed 52770 MT of lime sludge for cement manufacturing in conservation of 61917 MT of lime stone.

Two bio-methanation plants consisting of six numbers of UASB reactors set up within the factory premises have generated cumulatively 95.67 lakh m<sup>3</sup> of methane gas during 2021 - 22. The methane gas is consumed in lime kilns in replacement of furnace oil and power boilers in replacement of coal. With this, TNPL has saved usage of 5073 KL of high cost furnace oil and 256 MT of imported coal during the year.

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

## 2. Customer Centric

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

TNPL is an ISO 9001 & ISO 14001 certified company. TNPL has exported 165766 mts of paper and paper board to 30 countries during the year 2021-22.

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

## 3. Management of Human Resources

Vision of TNPL is translated into reality by its team of dedicated Executives, Staff and

Workmen. Training is imparted to improve the knowledge and skill of the employees at all levels. Senior Executives are deputed to management programs conducted by leading Management Institutes.

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

## 4. Efficient Cost Management

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

## 5. Financial Re-Engineering:

TNPL has implemented a sound Forex Risk Policy. The expansion schemes are funded through an appropriate mix of internal generation and borrowed funds. High cost loans are replaced with lower cost loans on regular basis. Continuous monitoring and readjusting of loan portfolio have enabled the company to keep the cost of borrowing at the minimum level. The average cost of loans outstanding as on 31.3.2022 is 6.97% (31.03.2021: 7.24%).

## 6. Continuous and Sustainable Growth:

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

**IV. THE SUCCESS DRIVERS**

**Environment Management**

TNPL treats environment improvement as a priority area. Continuous studies are undertaken to reduce the water consumption with improvement in the quality of effluent. Compliance to pollution control norms and CREP regulations are strictly adhered to. The mill has implemented several water conservation measures and reduced water consumption to 35 KL per ton of paper during 2021-22 which is one of the lowest in the paper industry. Continuous efforts are taken to reduce the water consumption to maximum possible extent at all stages.

**Responsible sourcing of Pulpwood- Wood for Good**

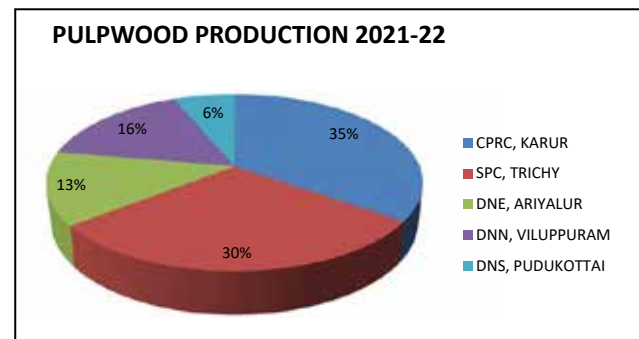
“Self-sufficiency is the greatest among all wealth”, the concept behind TNPL Plantation Programme. Sustainability is the ability to continue defined activities indefinitely. Environmental Sustainability is effective, only when the regeneration is higher than the rate of harvest. TNPL Completely proves the definition of self-sustainability from the year 2007, i.e., “Able to maintain itself without outside aid and capable of providing its own needs”. The Plantation programme implemented by the company has the desired result in green cover and thus restores the ecological balance of the operational area. Further, by establishing pulpwood raw material outside the forest area, an equal amount to this area of natural forest is protected without disturbance for pulpwood and firewood.

Guided by the principle tenet of environmental responsibility, the company manufactures paper and Boards using raw material and technology that protects the earth’s natural resources and bio-diversity for generations to come. The company is committed to green production, resource conservation and responsible waste management.

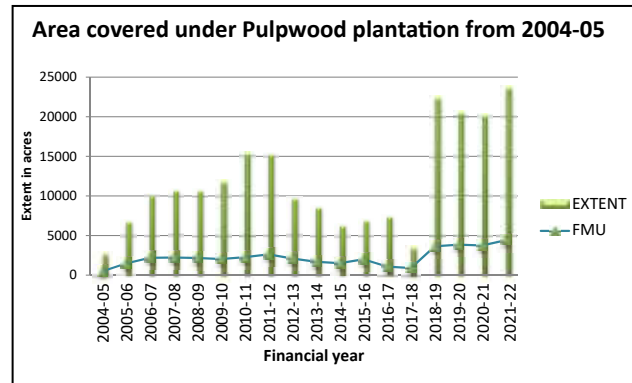
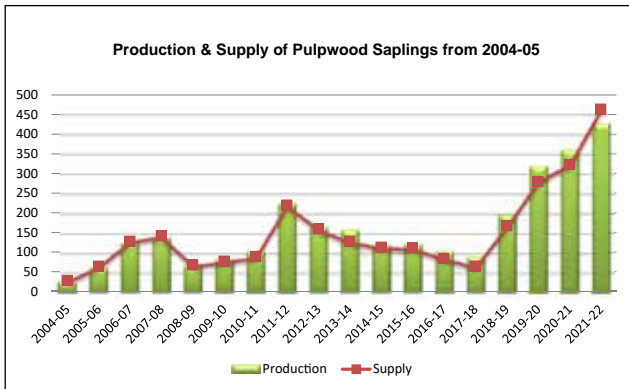
**Sustainability in Clonal Forestry:**

Many wood based industries, paper and paper industries are involved in Plantation establishment programme using clonal forestry approaches in the recent past. It is very important to develop fast and economical methods of raising superior planting stock in the intensive management of forests, . The clonal approach to plantation improvement plays a significant

role in many forestry Plantation. TNPL realizes productivity and profitability of Pulpwood Plantation have been revolutionized with the development of genetically improved, fast growing and high yielding clonal planting stock. TNPL understood the need for clonal forestry to have a sustained supply of pulpwood raw material and taken initiative in the year 2007-08 and established State-of the-Art Clonal Propagation and Research Center (CPRC) at Kagithapuram with a production capacity of 10 million plants per year. The capacity was further enhanced to produce 32 million clonal plants per year. Similarly, a Hi-tech Pulpwood Plants Propagation Center (PPC) was established in Unit-2 Mondipatti during 2019-20 with a Capacity to Produce 15 million plants per annum. The capacity was further enhanced to produce 23 million clonal plants per year from 2021-22. With this, the total production Capacity of clonal propagation was enhanced to 55 million clonal plants per annum. In order to supply of clonal plants to the farmers during manson, the company has established decentralized nurseries at Ariyalur, Pudukkottai and Viluppuram districts where the rooted clonal plants are processed and dispatched to the farmer’s field in time.



The Company has produced 428.00 lakh pulpwood saplings during this year, out of which 362.50 lakhs are Casuarina species and 65.50 lakhs are Eucalyptus, Melia, Gmelina & Subabul and Sissoo species. This is the first time our company has produced 428.00 lakh plants and supplied 464.00 lakh clonal plants along with 2020-21 carry over stock of 38.80 lakhs to the farmer’s field in a year. This is also the highest ever production & supply by any industry in the country during this year. So far, the company has produced 2930 lakh plants and supplied 2706 lakh plants to farmer’s field over the past 17 years.



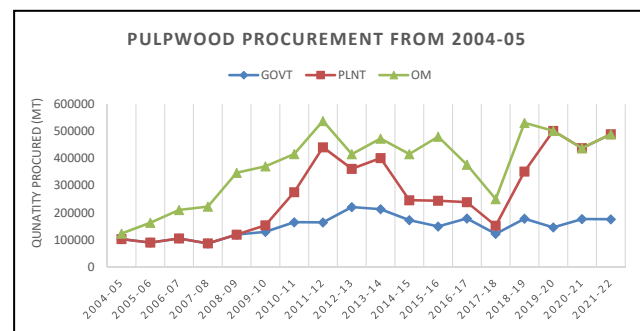
### Sustainability in Plantation Establishment

Sustainable forest management is the process of managing forest with regard to the production of a continuous flow of desired forest products and services without undue reduction in future productivity and undesirable effects on the physical and social environment. Sustainably managed Plantation offer a great opportunity and the only feasible means for meeting future wood demand. In line with this policy, the Company motivated the farmers to raise pulpwood plantation on an area of 23600 acres covering 4419 farm fields during the year. Short rotation Casuarina species is covered in the maximum area of 57.5% (13563 acres) and Eucalyptus plantation has been covered in 42.5% (10037 acres). With this the cumulative plantation area promoted by the company from 2004-05 is about 211280 acres. Plantation were raised mainly in the coastal Districts, where the pulpwood species are better established. About 76% of the total area is covered only in five districts viz., Viluppuram, Pudukkottai, Ariyalur, Cuddalore and Sivaganga districts. In addition, about 10% of the Plantations are in Karur and Trichy where the mill is located. Hence, 86% of the total area has been covered within these seven districts, which is convenient to operate and monitor the plantation activities in effective manner. The Company executed Captive Plantation in vacant lands available in various educational institutions and Research stations under the control of TNAU as per the agreements signed during last year.

### Pursuing sustainable and stable wood resource procurement:

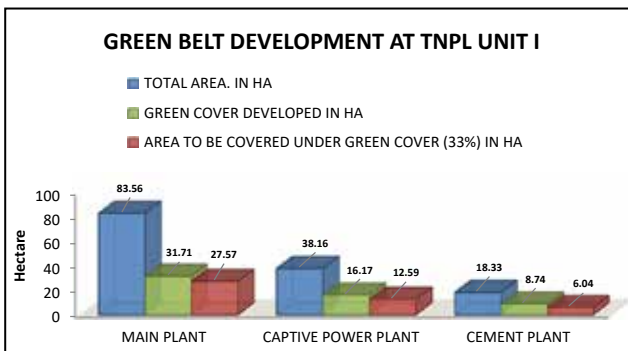
The company achieved the goal of Sustainability in pulpwood sourcing for the financial year 2021-22 by procuring pulpwood directly from farmers without dependence on open market sources. The growing demand for sustainably produced wood and paper-based goods can lead to improved sustainable forest management.

The company has procured 4,89,604 MT of debarked pulpwood during the year, in which 1,75,685 MT from Government Sources (TAF CORN, NLC, KFDC, APFDC & Division Areas) and balance 3,13,919 MT directly from farmers field, in which 55% is Casuarina pulpwood and 45% is Eucalyptus pulpwood. Sourcing wood from Farm Forestry is a win-win situation for both wood-based industry and farmers who want a steady source of income. From 2009, the company has procured 2.1 million tonnes of pulpwood directly from farmers without any intermediary under plantation schemes. The maximum pulpwood requirement is met from the districts where the plantation schemes are implemented i.e., Ariyalur, Pudukkottai, Cuddalore, Viluppuram, Chengalpattu, Sivagangai, Karur and Trichy.



**Bio diversity at the heart of Sustainable Development:**

The Company also have a Green belt development policy with an objective to provide a buffer / barrier between the sources of pollution and the surrounding areas. About a 9.37 Lakh trees were planted as a part of its effort to increase the green cover. These trees will not only add aesthetic value but also helps in reducing the air pollution & improves the ecological balance. Plantation department is carrying out its environmental responsibility by raising Green belt in and around the factory both at Unit-I & Unit-II.



During the year, 63000 tree saplings belonging to 47 species has been produced in which 22000 saplings has been utilized by the Company for greenery development. Similarly 1,51,000 ornamental and medicinal plants has been produced in which 12,700 plants were utilized for the landscape management.

**Plantation Research for Sustainable Development**

Varying climatic conditions, soil types, fluctuating water availability and diminishing land availability, pose the challenge of cultivating more trees in lesser space. Eucalyptus and Casuarina species are mainly used for raising the Plantation to meet out the growing raw material demand. Simultaneously, screening of alternate pulpwood species with enhanced pulp recovery, tree improvement programme and many other silvicultural management activities are being carried out to improve the productivity per unit area and ensure sustained availability of pulpwood raw material in future. Plantation productivity improvement is a continuous process, for which the Forestry Research work is designed in such a way

that the introduction of new genetic material either through natural selection or by hybridization. The company has already released three new improved varieties in Eucalyptus during 2019-20.

In order to improve the productivity further, about 38 multi-location field trials were established, which includes 35 are breeding and selection trial and 3 are silvicultural trials. The forestry research wing has shortlisted 30 number of new germplasm in Eucalyptus and the same is mass multiplied for establishment of multi-location trials during this year. In addition to these, 9 Eucalptus clones are shortlisted from existing germplasm for On-Farm trial. This paves the way for selection of new clones suitable for different agro-climatic zones in the coming years.

**Forest Stewardship Council (FSC) certificate**

In order to ensure the protection of natural forests and sustainable use of forest resources, the company aim for 100% use of certified material or material procured are legally verified through reputed global agencies. The company completed the Forest Stewardship Council audit in January 2022 and achieved dual-certification i.e., FSC Forest management (FSC FM) and FSC Chain of Custody (FSC CoC) as part of our commitment to continuous improvement and the environmental care.

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

FSC certification for Plantations initiate improvement in forest management practices and leads to sound environment production measures, socially beneficial and economically viable plantation. R & D team was involved as the central focus during the Annual Audit conducted for Forest Stewardship Council – Chain of Custody Certification and Controlled Wood with certification body M/s. Nepcon.

**ISO 9001 & 14001 Certification**

Second surveillance audit for Recertification was conducted for Quality Management system for “Design, Manufacture and Supply of Writing and

Printing Paper” during the year. The certification body M/s TUV India Private Limited in association with Research and Development team members conducted TNPL’s Environment Management system for “Development and Manufacture of Writing and Printing Paper” both based on 2015 version. The audit was completed successfully by Feb’2022 and the audit team had recommended for the maintenance of ISO 9001 and ISO 14001 certificates in TNPL Unit I.

### ISO 50001 Certification

First surveillance audit after Recertification in the year 2021 was conducted the Energy Management system for “Design and Manufacture of Pulp and Paper” based on 2018 version by the certification body M/s TUV India Private Limited in association with Research and Development team members.

The audit was completed successfully by Mar’2022 and the audit team had recommended for the maintenance of ISO 50001 certificates in TNPL Unit I.

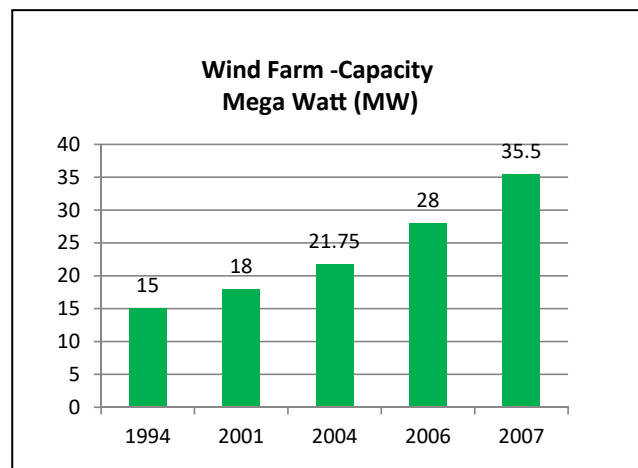
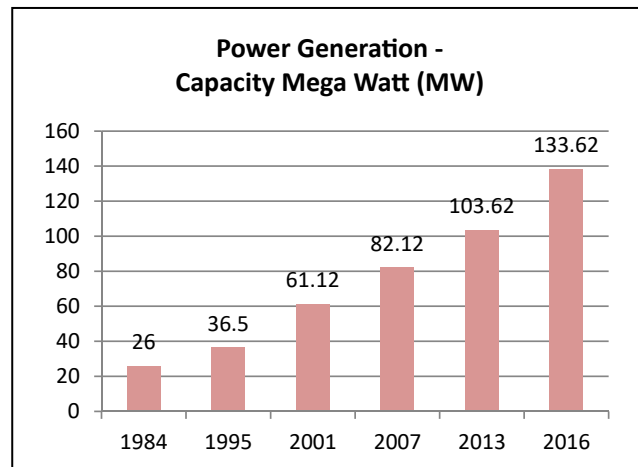
### Water Management

TNPL sources water from the river Cauvery for both the units. TNPL has installed a series of rain water harvesting structures in the factory campus. Various measures are being initiated to conserve water, both in technology and with process improvement measures. With the implementation of various water conservation measures, the overall water consumption is reduced to 35 KL per ton of paper- the lowest in the Industry.

### Energy Management

TNPL Unit I has four power boilers and four Turbo-Generators with generation capacity of 103.62 MW. TNPL is 100% self sufficient in power. Surplus power is exported.

TNPL Unit -2 has two power boilers and one Turbo generator with generation capacity of 30MW. TNPL is 100% self sufficient in power. Surplus power is exported.



### Marketing Management

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

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

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

## Research and Development

### Pulping and Bleaching:

R & D in coordination with Pulp Mill process team conducted trial on Enhancement of Virgin Pulp Production by dosing Probiotic Oxygen bases delignification catalyst. The available Total Active Alkalo & Chlorine dioxide with addition of Probiotic catalyst resulted in enhancement of virgin pulp production by 50 MT per day and reduction in alkali usage per MT of pulp, which has positive impact on partial reduction in Pulp Mill effluent load.

### Paper Machine – Product Design:

“Radiant Natural Lottery Printing (RNL)” a new product with natural shade developed by R & D team reduces the use of dye and Optical Whitening Agent. This would aid to improve the environment performance of the mill.

The new product identified in the current financial year namely OPAL & Base Paper for cup stock will enhance the customer satisfaction requirements and customer base.

### Paper Machine – Process Improvements:

- ❖ The Oxidized biocide Programs reduces Caustic/Acid boil out frequency from 4-5 boil out to 2.5-3.0 boil out per annum with the same wet paper machine system healthiness.
- ❖ Replacements of BCTMP 80% ISO Brightness with

BCTMP 70% ISO Brightness for bulk improvements reduces the cost in the consumption of BCTMP in Paper Machine by 25% and also reduces the usage of bleaching chemical during BCTMP manufacture else were.

- ❖ Usage of Bulk enhancer chemical in Paper Machines further reduce the BCTMP consumption with the desired caliper in paper.

## Soda Recovery Island:

Diversion of Soda Recovery Plant (SRP) Wastewater in the Bagasse Yard reduces the Non Process Elements in the Pulp Mill Soda Recovery close loop system.

## Quality Control

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

In Unit II, Board quality is being monitored on real time basis with installed online Quality Control system on six locations in the board machine. The final board quality after manufacture however is subjected to stringent Quality testing with state of the art Autolab, to meet customer requirements and satisfaction. Customer feedback has been the main input to improvement in quality, and our board quality has been well ahead of our competitors in the market

## Excellence in Corporate Governance

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



## V. RESOURCES & LIQUIDITY

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

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

Term loans outstanding as on 31.3.2022 is ₹ 1840.48 Crore. The working capital loans outstanding as on 31.3.2022 is ₹ 382.15 Crore. The weighted average cost of loan outstanding as on 31.3.2022 is 6.97%.

## VI. OUTLOOK, OPPORTUNITIES AND CHALLENGES

With Covid 19 and the Russia Ukraine war, the last two years have been tumultuous for the Global and Indian economy. Paper industry, being closely linked with the economy has had a tough time too.

The situation was more challenging for the company since most of the paper produced is used for education, writing and printing and other office applications. Covid 19 led to the closure of all educational institutions, offices and Government institutions and demand for paper was significantly reduced. Being in a highly capital intensive industry, where fixed costs are very high, the profitability of the company suffered tremendously due to this poor demand, high inventory and low market prices.

The year 2021-22 began on a slow note with poor demand. During the second wave of Covid international and domestic markets again went into a tailspin. The company was able to keep all the machines running due to the extensive dealer network within India and our wide presence in the international markets.

With the successful nationwide Covid vaccination program and efforts of the government the country was able to contain the pandemic and gradually schools, colleges and offices started opening up. Towards the end of last quarter of the year markets were buoyant and were able to sell all the accumulated inventory and achieved zero stocks at Unit I after eight years.

The year was reasonably good for the packaging segment. While order books and demand were strong, there were pressures due to very high raw material costs and logistics issues. Covid 19 led to a delay in the installation of our new pulp mill and consequently our proposed shift towards 100% virgin grades on the packaging board machine got affected. However, as a strategy, we gradually increased our focus towards the fast-growing high value-added cup stock segment which uses more of our indigenous pulp.

Educational demand of paper is cyclic which leads to periods of low demand and very high demand. Since customer demands are specific made to order sizes and additionally demand forecasting is poor, a lot of inventory accumulation and price corrections happen during the lean periods. Considering this typical nature of the market, your company has started to increase its focus towards industrial uses of paper which will ensure that there is a more uniform off-take of paper during the entire year. We have developed certain grades of industrial papers like sublimation papers, Cup Stocks and papers for offline coating applications to ensure greater regularity of demand. Increased focus is being put to ensure higher penetration in these segments.

Efforts are also on to improve the sales realisations of different varieties of paper made by the company by optimizing the product and locational mix. Regular evaluation of the distribution network and appointment of new distributors is being done. Increased focus is being laid on greater financial discipline and control measures as well as timely collection of receivables.

On an overall basis the year ended on an optimistic note and we expect the next year to be very good. Startup of the new pulp mill will give better costs of raw material which will be further used to enrich the product mix.

Overall demand for Paper and Packaging boards is expected to grow. With greater focus on "Make in

India" we expect exports of paper and converted paper products to be robust in future. A strong and robust domestic demand coupled with strategic exports of both paper and converted paper products augers well for the Indian Paper industry. The company is well positioned to take full advantage of this bright future outlook.

## RISKS AND CONCERNS

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

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

## ENVIRONMENT

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

- Design, Manufacture and Supply of quality products by adopting contemporary technologies for the overall efficiency in a clean environment.
- Achieve Quality, Energy, Environment, Health and Safety objectives through sustained R & D efforts and process improvements.
- Ensure continual improvements in the process and technology to attain consistent Quality, optimized Energy utilization, Environmental protection, sustaining Occupational Health and Safety Management Systems.
- Comply with all legal and other requirements.
- Comply and Report the Environmental performance of its facilities and compliance on all relevant environment legislation and regulation to the Board of Directors and stake holders, by

forming a separate Environment Management Cell for analysing, taking countermeasures.

- Stimulate rational usage of Water, Energy and other Natural Resources through technological improvements and behavioral aspects.
- Minimize waste and Maximize reuse/recycling.
- Provide safe and healthy work environment for the prevention of work-related injury and ill health.
- Eliminate hazards and reduce Occupational Health & Safety risks by conducting safety audit and risk assessment periodically.
- Ensure consultation and participation of workers or workers' representatives in sustaining Occupational Health and Safety Management System.
- Enhance customers satisfaction by supply of quality products at optimal cost and timely delivery.
- Empower employees to work towards contributing to and improving the Integrated Management System in the organization.
- Integrate Quality, Energy, Environment, Health and Safety requirements with business decisions by adopting the Manufacturing Excellence Model.

## Environmental Monitoring:

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



**Continuous Ambient Air Quality Monitoring Stations**

**Emission Control:**

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

**VIII. HUMAN RESOURCES DEVELOPMENT****1. KNOWLEDGE SHARING**

During the year 2021 - 22, training details (in-house training programme circulars, external training materials received from organizers / participants on various topics, etc.) were uploaded in 'Alfresco' portal which was created for Training and Development in order to know the upload technical skills / technology thereby knowledge sharing among the employees.

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

**2. INDUSTRIAL RELATIONS**

- TNPL takes pride in its track record of congenial work atmosphere.
- The company continues to maintain healthy Industrial Relations.
- Subsequent to the finalization of wage revision for Workmen, Chagemen, Staff and the Pay revision in respect of Executives has been finalized during July 2021 and implemented.
- Payment of Bonus for the financial year 2020-21 was declared and disbursed to the employees.
- Positive work culture built over the years has enabled the company to effectively utilize its human resources.

**3. TRAINING & DEVELOPMENT**

Learning is indeed a lifelong process. Training programmes, basically serve the purpose of creating opportunities for employees to hone their skills and acquire new ones within the frame work of their

companies. In order to translate the TNPL's Vision into reality by its team of dedicated employees at all levels and to stay ahead in the market, Training is imparted to improve and update the knowledge / skill level of employees.

A Training Calendar is prepared at the beginning of each year to impart training to employees to meet the skill gaps and development of their competencies based on the Training Need Assessment. In view of the global outbreak of the COVID-19 pandemic, the training programmes were conducted by followed the COVID guidelines of the Government.

During the year 2021 - 2022, 46 training programmes were conducted on various topics by covering 1247 training mandays. TNPL has established a healthy and productive learning climate for all the employees. In line with the Management's Vision to fulfill the objective of 'Manufacturing Excellence', and 'Orientation Programme' for newly joined executives conducted by various departments of HODs.

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

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

**IX Corporate Social Responsibility (CSR)**

TNPL's CSR activities are implemented mostly in the Villages / Town Panchayats located in the vicinity of TNPL plants. CSR in TNPL is considered and taken as Personal Social Responsibility. Voluntarily employees come forward for carrying out several CSR initiatives. TNPL is committed to help the inhabitants of the surrounding Villages by improving infrastructure facilities in Government Schools / Government Hospitals, Providing Medical Equipments

to local Primary Health Centre (PHC), Constructing Community Hall, supplying drinking water to the local Villages, desilting of ponds and canals and strengthening of banks of canals and ponds, laying and improving roads, Constructing passenger sheds, culverts, Providing street light facilities, Development of greeneries, Conducting Medical Camps, Skill Development Training Programmes in association with Nationalized Banks, Providing financial assistance to the needy persons who are below the poverty line in the surrounding areas. Under Medical Assistance / Education Assistance, Contributing for Cultural programmes, Conducting Sports activities and for renovation of places of worship like Temple, Church, Mosque, etc., This has paved the way for congenial

atmosphere with the inhabitants living in the local areas.

2% of the average profit before tax of the previous three years is spent generally by TNPL for various CSR activities covering Education, Health Care and Medical Service, Infrastructure Development, Social Development, Livelihood / Economic Development, Environment and Sanitation, Culture and Heritage, Soil & Water Conservation. During 2021-2022, TNPL has spent ₹ 3.48 crores towards CSR activities.

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

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

Particulars	UOM	2021-22	2020-21
Production (Paper & Board)	MT	572651	495299
Sales (Paper & Board)	MT	622556	469522
Profit Before Interest, depreciation & tax	₹ in Cr	407.13	329.97
Finance Cost	₹ in Cr	156.42	193.33
Depreciation	₹ in Cr	228.68	235.33
Profit Before Tax	₹ in Cr	22.03	(-)98.69
<b>Profit After Tax</b>	₹ in Cr	<b>14.33</b>	<b>(-)65.11</b>

**KEY FINANCIAL RATIOS**

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

Particulars	UOM	2021-22	2020-21	% Change Inc (+) /Dec (-)	Remarks
Revenue from Operation	₹ Cr	4020.29	2768.18	-20	Increase in Turnover due to higher sales
EBIDTA Margin *	%	10.13	11.92	(-)15.02	
Operating Profit Margin (EBIT)	%	4.44	3.42	29.82	Increase in Net Profit due to higher sales
Net Profit Margin (PAT)	%	0.36	(-)2.35	115.32	Increase in Net Profit due to higher sales
Interest Coverage Ratio (All Loans)	times	2.60	1.71	52	Increase in gross profit and reduction in financial charges
Debt Equity Ratio - LTL	times	1.16	1.49	22	Due to repayment of Term loans
Current ratio	times	0.53	0.85	(-)37	Reduction in Stock of finished Goods & Trade Receivables
Debtors Turnover (as a % on Revenue)	times	12.66	6.12	106.98	Increase in Net sales due to higher volume in Paper
Inventory Turnover Ratio	times	7.18	3.63	97.51	Increase in Net sales due to higher volume in Paper
Return on Net Worth	%	0.90	(-)4.08	122.12	Increase in Net Profit due to higher sales

## ANNEXURE- VII

### REPORT ON CORPORATE GOVERNANCE

This Corporate Governance Report relating to the year ended on 31<sup>st</sup> March, 2022 has been issued in compliance with the requirements of Regulation 34(3) read with Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and forms part of the Report of the Directors to the Members of the Company.

#### A. MANDATORY REQUIREMENTS

##### 1. Company's Philosophy

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

##### 2. Board of Directors

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

As on 31<sup>st</sup> March, 2022, the Board consisted of Eight directors – a Chairman & Managing Director (Executive Director) nominated by Government of Tamil Nadu (GOTN) and two Non-Executive Directors nominated by GOTN, and Five Independent Non-Executive Directors including one Woman Director.

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

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

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

During the year 2021-22, following changes took place in the composition of the Board:

Sl. No.	Name of Director	Event Date	Appointment / Cessation
1.	Thiru S. Sivashanmugaraja, I.A.S.,	08.05.2021	Ceased to be a Managing Director
2.	Dr Rajeev Ranjan, I.A.S.,	08.05.2021	Appointed as Chairman and Managing Director
3.	Dr R. Anandakumar, I.A.S.,	25.06.2021	Ceased to be a Director
4.	Thiru Harmander Singh, I.A.S.,	25.06.2021	Appointed as Director
5.	Dr Rajeev Ranjan, I.A.S.,	30.09.2021	Ceased to be a Chairman and Managing Director
6.	Thiru N. Muruganandam, I.A.S.,	30.09.2021	Appointed as Chairman and Managing Director
7.	Thiru N. Muruganandam, I.A.S.,	10.11.2021	Ceased as Chairman and Managing Director - Re-designated as Director
8.	Thiru S. Krishnan, I.A.S.,	10.11.2021	Appointed as Chairman and Managing Director

There is no inter se relationship between the directors.

During the year 2021-22, following changes took place in the composition of the Key Managerial Personnel (KMP) :

Sl. No.	Name of Director	Event Date	Appointment / Cessation
1.	Thiru B. Ravishankar	01.03.2022	Ceased to be Company Secretary
2.	Thiru B. Thamizhselvan	01.03.2022	Appointed as Company Secretary

### Board Diversity

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

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

### Independent Directors

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

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

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

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

### Separate meeting of independent directors

During the year, the Independent Directors of the Company met separately without the presence of other Directors or management representatives on 17<sup>th</sup> March, 2022 to discuss:

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

### Familiarization Programme

The Company has framed familiarization programme for Independent Directors. The Board members are provided with necessary documents/brochures, reports and internal policies to enable them to familiarize

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

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

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

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

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

### **Board Meetings Process**

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

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

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

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

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

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

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

In case of business exigencies or urgency of matters, resolutions are passed by circulation and the same is placed before the Board in the next meeting.

Considerable time is spent by the Directors on discussion and deliberations at the Board Meetings.

### **Support and Role of Company Secretary**

The Company Secretary is responsible for collation, review and distribution of all papers submitted to the Board and Committees thereof for consideration. The Company Secretary is also responsible for preparation of the Agenda and convening of the Board and Committee meetings. The Company Secretary attends all the Meetings of the Board and its Committees, advises/assures the Board on Compliance and Governance principles and ensures appropriate recording of minutes of the meetings. He acts as interface between the Board and the Management and provides required assistance and assurance to the Board and the Management on compliance and governance aspects.

### **Invitees & proceedings**

Apart from the Board members and Company Secretary, the Senior Management executives are invited as and when necessary, to provide additional inputs for the items being discussed by the Board. The Chief Financial Officer makes presentation on the quarterly and annual financial performance and annual operating plan. Senior executives make presentations on CAPEX proposals & progress, operational health & safety, marketing & industry scenario and other business issues. The Chairman of various Board Committees brief the Board on all the important matters discussed & decided at the respective committee meetings, which are generally held prior to the Board meeting.



**b. Attendance of each Director at the Board of Directors' Meetings held during 2021-2022, the last AGM and number of other company/ies in which each of the directors of the company is a member or chairperson are as follows:**

Name of Director	Category	No. of Board meetings		No of Shares/ Convertible Instruments held in the Company	Whether attend- ed last AGM	Directorships held in other companies		Committee* Memberships held in other companies	
		Held	Attended			Director	Chairman	Member	Chairman
Thiru S. Sivashamugaraja, I.A.S., Upto 08.05.2021	Executive	-	-	0	NA	0	0	0	0
Dr Rajeev Ranjan, I.A.S., From 08.05.2021 to 30.09.2021	Executive	4	4	0	Yes	1	0	0	0
Thiru N. Muruganandam, I.A.S.,									
Upto 30.09.2021	Non Executive	8	2	0	No	8	0	0	0
30.09.2021 to 10.11.2021	Executive								
w.e.f 10.11.2021	Non Executive								
Thiru S. Krishanan, I.A.S.,									
(upto 10.11.2021)	Non Executive	8	7	0	No	3	7	0	0
w.e.f 10.11.2021	Executive								
Dr R. Anandakumar, I.A.S., (Up to 25.06.2021)	Non Executive	4	4	0	No	1	3	0	0
Thiru Harmander Singh, I.A.S., (w.e.f 25.06.2021)	Non Executive	8	3	0	No	0	2	0	0
Thiru N. Narayanan, I.A.S., (Retd.)	Independent Non Executive	8	8	0	Yes	1	0	0	0
Thiru V. Chandrasekaran	Independent Non- Executive	8	8	0	Yes	8	0	1	4
Tmt Soundara Kumar	Independent Non Executive	8	7	0	Yes	7	0	2	3
Thiru P. B. Santhanakrishnan	Independent Non Executive	8	8	0	Yes	1	0	0	0
Dr M. Arumugam	Independent Non Executive	8	8	0	Yes	3	0	0	0

\*Chairmanship / membership of the Audit Committee and Stakeholders' Relationship Committee has been taken.

**Other Listed Entities wherein our Directors hold Directorship:**

Sl. No.	Name of the Director	Category of Directorship	Name of Listed entities
1.	S. Krishnan, I.A.S	Chairman	Titan Company Limited
		Chairman	Tamilnadu Petroproducts Limited
2.	Soundara Kumar	Independent Director	Ramco Systems Limited
		Independent Director	Shanthi Gears Limited
		Independent Director	Rajapalayam Mills Limited
		Independent Director	Sundaram Trustee Company Limited
		Independent Director	Carborundum Universal Limited
		Independent Director	Bank of Baroda
3.	V. Chandrasekaran	Non-Executive & Non Independent Director	Care Ratings Limited
		Independent Director	Grasim Industries Limited
		Independent Director	Tata Investment Corporation Limited

None of the Directors on the Board is a member of more than 10 Committees and Chairman of more than 5 Committees as specified in Regulation 26 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 across all companies in India of which he is a Director.

As per Regulation 27(2)(c) SEBI, LODR Regulation, 2015 directors list of core skills / expertise / competencies identified by the Board of Directors is given below:

Name of the Directors	Qualification	Skills/Competence/Expertise
S Krishnan, I.A.S.,	B.A (Hons), M.A (Economics), I.A.S.,	Thiru S. Krishnan I.A.S., belongs to 1989 batch of Indian Administrative Service. He has over 33 years of service in various departments of Government of Tamil Nadu. Currently, he holds the position of Additional Chief Secretary to Government, Industries Department., Govt of Tamilnadu.
N. Muruganandam, I.A.S.,	B.E (Com.Sci), MBA(IIM), I.A.S.,	Thiru N. Muruganandam, I.A.S., belongs to 1991 batch of Indian Administrative Service. He has over 31 years of service in various departments of Government of Tamil Nadu. Currently Thiru N. Muruganandam, IAS holds the position of Additional Chief Secretary to Government, Finance Department, Govt. of Tamil Nadu.
Thiru Harmander Singh, I.A.S.	M.Sc (Botany), PG Diploma in Democratization, Public Policy & Governance, I.A.S.,	Thiru Harmander Singh, I.A.S., belongs to 1989 batch of Indian Administrative Service. He has over 33 years of service in various departments of Government of Tamil Nadu. Currently, he holds the position of Additional Chief Secretary to Government / Commissioner of Sugar and Chairman and Managing Director, Tamilnadu Sugar Corporation Limited.

Name of the Directors	Qualification	Skills/Competence/Expertise
Thiru N. Narayanan, I.A.S. (Retd.)	Electrical Engineer, I.A.S.	Thiru N. Narayanan, I.A.S. (Retd.) is an Electrical Engineer. He belongs to 1970 batch of Indian Administrative Service. He was the former Chief Secretary to the Government of Tamil Nadu. He has served on TNPL Board as nominee Director of GOTN from 1989 till 1995. He was also CMD of the Company from 1998 to 2002 and again Nominee Director from 2002 to 2005. As he was on Board of TNPL for more than 13 years, he has vast experience in paper industry.
Tmt. Soundara Kumar	B.Sc (Maths), CAIIB	Tmt. Soundara Kumar has worked for 39 years as officer in State Bank of India from 1975 to 2014 with various responsibilities including managing Bank's business while ensuring smooth merger with State Bank of India. She was a permanent member of Corporate Centre Investment Committee and Credit Policies and Procedures Committee. She also held additional charge of Treasury Operations of the Bank whenever needed as Deputy Managing Director.
Thiru V. Chandrasekaran	B.Com, F.C.A.	Thiru V Chandrasekaran has worked for nearly 32 years in Finance and Investment functions of Life Insurance, Housing Finance and Mutual Fund in Life Insurance Corporation of India (LIC) with adequate exposure to a gamut of Investments and involved in Investment decision making processes, Investment Monitoring and Accounting. The 3 decades of managerial experience is supported by academic and professional background as a Fellow Member of Institute of Chartered Accountants of India. His Key competencies include Treasury Functions in Equity, Debt and Money Markets, Investment Strategies and Analysis, Credit Review and Monitoring, Project Finance, Venture Capital, Investee Company Affairs, Equity Research Credit Appraisal in Housing Finance including both Retail and Project Finance. Amongst other key positions, he has also held various key positions in LIC of India.

Name of the Directors	Qualification	Skills/Competence/Expertise
Thiru P. B. Santhanakrishnan	B.Sc, F.C.A.	<p>Thiru P B Santhanakrishnan Chartered Accountant with 42 years of experience in the finalization of Public Sector Banks / Undertakings / Listed Companies / Charitable Institutions / Educational Institutions and Non Profit Organizations'. He is also a former Director in Oriental Bank of Commerce and Canfin homes Ltd. Member RBI Committee on RTGS</p> <p>He has made numerous representations before SEBI/SAT/ BIFR/CBDT &amp; ITAT on Corporate /Income Tax/FEMA matters.</p> <ul style="list-style-type: none"> <li>• Director – Tamilnadu Newsprints and Papers Ltd (2019-20 onwards)</li> <li>• Director – Oriental Bank of Commerce ( 2011-14)</li> <li>• Director – CANFIN Homes Limited (Associate of Canara Bank) (2012-16)</li> <li>• Director – Tamilnadu Minerals Ltd (A Govt of India Undertaking) (2016-17 to 2018-19)</li> <li>• Vice President, Indo Australian Chamber of Commerce</li> <li>• Former President, Madras Gymkhana Club</li> <li>• Former Member of the RBI Committee on RTGS (Real Time Gross Settlement)</li> <li>• Member, Southern India Regional Council of Institute of Chartered Accountants of India ( 1982-1988)</li> <li>• Former Member, Governing Board of PNB Institute of Information Technology, New Delhi</li> <li>• Former Hon. Treasurer, Tamilnadu Tennis Association</li> </ul>

Name of the Directors	Qualification	Skills/Competence/Expertise
Dr M. Arumugam	Ph. D (Supply chain management), MBA, Ph. D (Artificial Intelligence), M.Tech I.I.T	<p>Dr. M Arumugam has been in software industry with 3 decades of experience and founded Broadline Group of Companies which includes Broadline Computer Systems and Broadline Technologies Private Limited, a premier player in IT services.</p> <p>He has pioneered the drug logistics management model for the state of Tamil Nadu, which has won acclaims from World Bank, WHO and other leading international agencies. This model has been replicated across India and Worldwide. He has also been providing consultancy to various national and international organizations in health, logistics and SCM, power and education.</p> <p>He has been instrumental in spearheading and carrying out a number of state and federal government IT initiatives for e-governance, especially those centered on the health, defence, education, public sector and power industries. He won the prestigious Prime Ministers e-governance award for successful innovation in the year 2000.</p> <p>The Tamil Nadu government appointed him as a member of the States' IT standardization committee and in this position he has been successful in bringing wider awareness about IT applications to decision makers.</p> <p>He has worked as a consultant at the Home Ministry of Government of India and number of projects with Danida Unaid, The World Bank specializing on different aspects of SCM and logistics-sourcing and procurement, forecasting, storage and distribution, MIS, etc., particularly in health sector.</p> <p>His keen interest in furthering education and social growth has resulted in him being associated with the Anna University, Chennai, IIT and several other educational institutions in India on an advisory basis. He has held positions of Member of the Doctoral Committee, Syndicate Member and Member Board of Studies at these Universities.</p> <p>He was also associated as Adjunct Professor of Supply Chain Massachusetts Institute of Technology-Zaragoza Logistics Centre, Zaragoza, Spain in 2008.</p> <p>Currently he is associated as Professor of Technology in Plymouth University, UK.</p>

#### Limit on Number of directorships

- a) A person shall not serve as an independent director in more than seven listed companies.
- b) Further, any person who is serving as a whole time director in any listed company shall not serve as an independent director in more than three listed companies.

As per Regulation 27 of SEBI, LODR Regulations 2015, Thiru S. Krishnan, I.A.S., directorship in listed companies is given below:

Sl. No.	Names of the companies /bodies corporate / firms / association of individuals	Nature of interest or concern / change in interest or concern
	<b>Public Companies</b>	
1.	Tamilnadu Industrial Development Corporation Limited	Director
2.	State Industries Promotion corporation of Tamilnadu Limited	Chairman
3.	Tamilnadu Industrial Investment Corporation Limited	Director
4.	Tamilnadu Generation and Distribution Corporation Limited	Director
5.	Titan Company Limited	Chairman
6.	TIDEL Park Limited	Chairman
7.	Tamilnadu Cements Corporation Limited	Chairman
8.	Tamilnadu Petroproducts Limited	Chairman
9.	Tamilnadu Magnesite Limited	Chairman
	<b>Private Companies / Bodies</b>	
10.	Tamilnadu Minerals Limited	Chairman
11.	IIT Madras Research Park (Sec.8 Company)	Director
12.	Tamilnadu Trade Promotion Organisation (Sec.8 Company)	Director
13.	Tamilnadu Startup and Innovation Mission TANSIM (Sec.8 Company)	Director
14.	Guidance (Society) formerly Tamil Nadu Industrial Guidance & Export Promotion Bureau	Chairman
15.	Entrepreneurship Development Institute	Director

**As per Regulation 27 of SEBI LODR Regulation, 2015 Number of Board Meetings held and the dates on which held:**

Eight Board Meetings were held during the year 2021-22 as against the minimum requirement of four meetings. The meetings were held on the following dates:

18.05.2021, 25.06.2021, 12.08.2021, 23.09.2021, 27.10.2021, 12.11.2021, 11.02.2022 and 17.03.2022.

**c. Information placed before the Board of Directors**

The Board has complete access to all information relating to the company. The following information is regularly provided to the Board:

- 1) Minutes of the meetings of the Board, Audit Committee, Stakeholders' Relationship Committee, Corporate Social Responsibility Committee, Risk Management Committee and Nomination and Remuneration Committee.

- 2) Quarterly, half yearly and annual financial results of the company and its business segments.
- 3) Annual operating plans and any updates.
- 4) Capital budgets and any updates.
- 5) Cost Audit report / Secretarial audit report.
- 6) Appointment of Statutory Auditor, Secretarial Auditor, Cost Auditor and Internal Auditor.
- 7) Materially important show cause, demand, prosecution and penalty notices.
- 8) Legal compliance report and certificate.
- 9) Review of foreign exchange exposures and exchange rate movement, if material.
- 10) Fatal or serious accidents, dangerous occurrences, any material effluent or pollution problems, if any
- 11) Any material default in financial obligations to and by the company or substantial non-recoveries against sale, if any.
- 12) Any issue, which involves possible public or product liability claims of substantial nature, including any judgment or order which may have passed strictures on the conduct of the company or taken an adverse view regarding another enterprise that can have negative implications on the company, if any.
- 13) Significant labour problems and their proposed solutions. Any significant development in Human Resources / Industrial Relations issues like signing of wage agreement, implementation of voluntary retirement scheme etc.
- 14) Non-compliance of any regulatory, statutory nature or listing requirements and shareholders' service such as non-payment of dividend, delay in share transfer etc.
- 15) Issues relating to shareholders such as ratification of transfers/ transmissions, demat status, pending grievances, issue of duplicate share certificates etc.
- 16) Contracts in which Director(s) are deemed to be interested.
- 17) Details of investment of surplus funds available with the company.
- 18) General disclosure of interest.
- 19) The information on recruitment and remuneration of senior officers just below the Board level including appointment or removal of Chief Financial Officer and the Company Secretary.
- 20) Details of any joint venture or collaboration agreement.
- 21) Transactions that involve substantial payment towards goodwill, brand equity or intellectual property.
- 22) Sale of material nature of investments, subsidiaries, assets which is not in normal course of business.
- 23) Perspective plan for the future of the company.
- 24) Quarterly details of foreign exchange exposures and the steps taken by management to limit the risks of adverse exchange rate movement, if material.

**d. Recording minutes of proceedings at Board Meeting**

The Company Secretary records the minutes of the proceedings of each Board and Committee meeting. The minutes of the proceedings of a meeting are entered in the minutes book within thirty days from the conclusion of the meeting and signed by the Chairman of the Board or Committee.

**e. Post Meeting Follow-up Mechanism**

Action Taken Report is prepared by the Company Secretary and reviewed periodically by the Management for the action taken / pending to be taken.

The current status of follow up action on the decisions taken is reported to the Board and the Committees thereof in every meeting.

## f. Compliance

The Company Secretary is responsible for and is required to ensure adherence to all the applicable laws and regulations including the Companies Act, 2013 read with the rules issued there under and to the extent feasible, the Secretarial Standards recommended by the Institute of Company Secretaries of India, New Delhi.

All the items on the Agenda are accompanied by notes giving comprehensive information on the related subject and in certain matters such as financial/business plans, financial results, detailed presentations are made. The agenda and the relevant notes are sent in advance separately to each Director to enable the Board to take informed decisions.

Particulars of Directors being appointed at the Annual General Meeting and Directors retiring by rotation and seeking reappointment have been given in the Notice convening the 42nd Annual General Meeting along with the Explanatory Statement.

## 3. Audit Committee – (Statutory) Regulation 18(3)

### Powers of Audit Committee

The Audit Committee shall have powers which include the following:

- To investigate any activity within its terms of reference.
- To seek information from any employee.
- To obtain outside legal or other professional advice.
- To secure attendance of outsiders with relevant expertise, if it considers necessary.
- To call for the comments of the auditors about internal control systems, the scope of audit, including the observations of the auditors and review of financial statement before their submission to the Board.
- To discuss any related issues with the internal and statutory auditors and the management of the company..
- To investigate into any matter in relation to the items or referred to it by the Board.
- To have full access to information contained in the records of the company.

### a) Terms of reference

The terms of reference of this Committee are wide enough to cover the matters specified for Audit Committee under Section 177 of the Companies Act, 2013 and Regulation 18 read with Part C of Schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The terms of reference of the Audit Committee include the monitoring, implementing and review of risk management plan as required under Regulation 21 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and a separate Risk Management Committee has been constituted w.e.f 12.08.2021.

The broad terms of reference of the Audit Committee therefore include:

- 1) Oversight of the company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.
- 2) Recommending to the Board the appointment, reappointment and if required, the replacement or removal of the statutory auditors and fixation of audit fees.
- 3) Approval of payment to statutory auditors for any other services rendered by the statutory auditors.
- 4) Reviewing with the management, the annual financial statements before submission to the Board for approval, with particular reference to :
  - a) Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (c) of Sub section 3 of section 134 of the Companies Act, 2013.
  - b) Changes, if any, in accounting policies and practices and reasons for the same.



- c) Major accounting entries involving estimates based on the exercise of judgment by management.
  - d) Significant adjustments made in the financial statements arising out of audit findings.
  - e) Companies with listing and other legal requirements relating to financial statements.
  - f) Disclosure of any related party transactions.
  - g) Qualifications in the draft audit report.
- 5) Reviewing, with the management, the quarterly financial statements before submission to the board for approval.
  - 6) Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems.
  - 7) Reviewing the adequacy of internal audit functions, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit.
  - 8) Discussions with internal auditors regarding any significant finding and follow-up thereon.
  - 9) Reviewing the findings of any internal investigations by the internal auditors into matter where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board.
  - 10) Discussions with statutory auditors before the audit commences, nature and scope of audit as well as have post-audit discussion to ascertain any area of concern.
  - 11) To look into the reasons for substantial default in the payment to depositors, debenture holders, shareholders (in case of non-payment of declared dividend) and creditors.
  - 12) Reviewing the company's financial and risk management policies.
  - 13) The audit committee should have discussions with the auditors periodically about the internal control systems, the scope of audit including the observations of the auditors and review the half yearly and annual financial statements before submission to the board and also ensure compliance of internal control systems.
  - 14) The Audit Committee shall have authority to investigate into any matter in relation to the items specified in section 177 or referred to it by the Board and for this purpose, shall have full access to information contained in the records of the company and external professional advice, if necessary.
  - 15) To review internal audit programme, to ensure co-ordination between the internal and statutory auditors, to ensure the internal audit function is adequately resourced and has appropriate standing within the company and to request internal audit to undertake specific audit projects, having informed management of their intentions.
  - 16) Review of Cost Audit Report.
  - 17) Review and monitor the auditor's independence and performance and effectiveness of audit process.
  - 18) Approval or any subsequent modification of transactions of the company with related parties.
  - 19) Scrutiny of inter-corporate loans and investments.
  - 20) Valuation of undertakings or assets of the company, wherever it is necessary.

- 21) Reviewing with the management the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue and making appropriate recommendations to the Board to take up steps in this matter.
- 22) To review the functioning of the Whistle Blower mechanism.
- 23) Approval of appointment of CFO (i.e. the whole time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background etc. of the candidate.
- 24) Reviewing any other areas which may be specified as role of the Audit Committee under amendments, if any, from time to time, to the Listing Agreement, Companies Act and other statutes, LODR Regulations etc.
- 25) To review periodically statutory compliances of various laws, regulatory changes, if any.
- 26) Periodically review pending legal cases.
- 27) Considering such other matters as may be required by the Board.

The Audit Committee mandatorily reviews the following information:

- a. Management discussion and analysis of financial condition and results of operations;
- b. Statement of significant related party transactions (as defined by the Audit Committee), submitted by management;
- c. Management letters / letters of internal control weaknesses issued by the statutory auditors;
- d. Internal audit reports relating to internal control weaknesses; and
- e. The appointment, removal and terms of remuneration of the External internal auditor shall be subject to review by the Audit Committee.

There are no instances of Board not accepting the recommendations of the Audit Committee during the year.

## **b) Composition, name of members and Chairperson**

In TNPL, the Audit Committee was established even before the introduction of the Corporate Governance code (Cl.49 (III A) of the earlier Listing Agreement). During the financial year 2021-22 the Audit Committee was reconstituted on 25.06.2021 and the following four non-executive Independent Directors are the members in the Audit Committee:

1. Thiru V. Chandrasekaran, Chairman of the Committee
2. Thiru N. Narayanan, IAS (Retd.), Member
3. Thiru P. B. Santhanakrishnan, Member
4. Dr M. Arumugam, Member

The Company Secretary acts as the Secretary to the Committee.

**c) Meetings and attendance during the year [Regulation 18(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015].**

Director	No. of Meetings Held	Attended
Thiru V. Chandrasekaran	8	8
Thiru N. Narayanan, I.A.S (Retd.)	8	8
Thiru P. B. Santhanakrishnan	8	8
Dr M. Arumugam#	7	7
Tmt Soundara Kumar*	1	1

# Co-opted as member w.e.f. 25.06.2021

\* Ceased to be a member w.e.f 25.06.2021

The Audit Committee met 8 times during 2021-22 as against the minimum requirement of 4 meetings. The dates on which the meetings were held are given below:

25.06.2021, 16.07.2021, 12.08.2021, 23.09.2021, 12.11.2021, 07.01.2022, 11.02.2022 and 17.03.2022.

Invitees / Participants:

1. The Chairman / Chairman and Managing Director / Managing Director and CFO is a permanent invitee to all Audit Committee meetings.
2. The representatives of the Internal Auditors have attended all the Audit Committee meetings, as far as possible and briefs the Committee on all the points covered in the Internal Audit Report as well as the other issues that comes up during discussions.
3. The Heads of Manufacturing and Marketing, other Senior management personnel are invited to attend the meeting as and when required, to provide inputs on issues relating to internal audit findings, internal controls, accounts, taxation, risk management etc.

**4. Stakeholders' Relationship Committee (Statutory) Regulation 20**

**a) Stakeholders' Relationship Committee**

Shareholders' complaints / grievances are redressed by the Registrar and Transfer Agent (RTA), namely M/s. Cameo Corporate Services Limited, Chennai. The Board also constituted Shareholders'/Investors' Grievances Committee in August 2001. As per section 178(5) of the Companies Act 2013, the Board of Directors of the company which consists of more than one thousand shareholders, debenture holders, deposit holders and any other security holders at any time during a financial year shall constitute a Stakeholders' Relationship Committee consisting of a Chairman who shall be a non-executive director and such other members as may be decided by the Board. As the company is already having an Investors Grievances Committee to look into the redressing of Stakeholders and Investors' grievances, in compliance with the above section, the Investors Grievances Committee is renamed as "Stakeholders' Relationship Committee." In addition to Section 178(5) of the Companies Act, 2013, this Committee complies with Regulation 20 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the financial year 2021-22 the Stakeholders' Relationship Committee was reconstituted on 25.06.2021 and the following four non-executive Independent Directors are the members in the Stakeholders' Relationship Committee:

1.	Thiru P. B. Santhanakrishnan	Chairman of the Committee
2.	Thiru N. Narayanan, IAS (Retd.)	Member
3.	Dr M. Arumugam	Member
4.	Tmt Soundara Kumar	Member

The Stakeholders Relationship Committee met on 11.02.2022 and reviewed the grievances/complaints received and the action taken on the grievances / complaints.

As per Regulation 20 SEBI LODR 2015, Chairman of Stakeholder Committee shall be present in the Annual General Meeting to answer the queries of the Stakeholders.

**Meetings and attendance during the year**

b) The Stakeholders' Relationship Committee met on 11.02.2022.

Director	No. of Meetings Held	Attended
Thiru P. B. Santhanakrishnan	1	1
Thiru N. Narayanan, I.A.S (Retd.)	1	1
Dr M. Arumugam	1	1
Tmt Soundara Kumar*	1	1
Thiru V. Chandrasekaran#	-	-

\* Co-opted member w.e.f 25.06.2021

# Ceased to be a member w.e.f. 25.06.2021

**Terms of reference:**

The functioning and broad terms of reference of the Stakeholders' Relationship Committee as adopted by the Board are as under:

- a. To monitor work related to:
  - transfer and/or transmission of equity shares of the company.
  - dematerialisation / rematerialisation of the shares of the company.
  - sub-division, consolidation and /or replacement of any share certificate(s) of the company.
- b. Approval of issue of duplicate share certificates against the original share certificates.
- c. To look into the redressing of shareholders and investors complaints like Transfer of shares, non-receipt of balance sheet, non-receipt of declared dividend, review of dematerialisation, rematerialisation, shareholding pattern, distribution schedules etc.
- d. To do all other acts or deeds as may be necessary or incidental thereto.
- e. The Committee also reviews the performance of the company's RTA and their system of dealing with and responding to correspondence from all categories of shareholders. The manner and timeliness of dealing with complaint letters received from Stock Exchanges/SEBI/Ministry of Corporate Affairs etc. and the responses thereto are reviewed by this Committee.

The main object of the Committee is to strengthen investor relations.

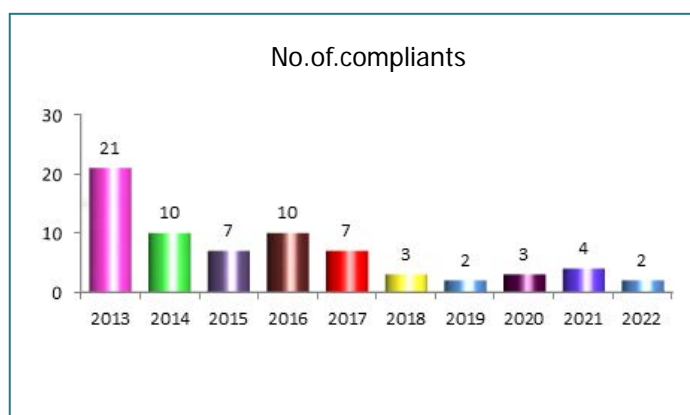
The Company Secretary, being the Compliance Officer, is entrusted with the responsibility, to specifically, look into the redressal of the shareholders and investors complaints and report the same to the Investors' Grievances Committee.

The number of complaints received and resolved to the satisfaction of investors during the year under review and their break-up are as under:

Type of Complaints	Number of complaints
Non-receipt of Annual Reports	NIL
Non-receipt of Dividend Warrants	1
Non-receipt of Share Certificates	NIL
Miscellaneous/ Others	1
Total	2

Complaints Status: 1.4.2021 to 31.3.2022

Nature of complaints (Received, Resolved and Pending)	Q1	Q2	Q3	Q4	Total
Securities and Exchange Board of India	NIL	1	1	NIL	2
Stock Exchanges	NIL	NIL	NIL	NIL	NIL
Shareholders	NIL	NIL	NIL	NIL	NIL
Total	NIL	1	1	NIL	2



There are no complaints remaining unresolved as at the beginning and end of the year.

### c) Share Transfer Committee

To expedite the process of share transfers, share transmission, remat etc., the Board has delegated the powers of share transfers to a Committee. The Share Transfer Committee attends to the share transfer formalities as and when need arises. The business transacted at the Share Transfer committee meetings is placed before the Board regularly.

All valid share transfers/ transmissions during the year ended 31st March, 2022 have been acted upon. No share transfer was pending as on 31st March, 2022.

SEBI in June, 2018 amended the Regulation 40 of the Listing Regulations prohibiting transfer of shares held in physical mode with effect from April 01, 2019. Transposition and Transmission are exempted from this amendment. Accordingly, transfer of shares in physical mode is not be feasible from April 01, 2019.

## 5. Corporate Social Responsibility Committee (Statutory)

To comply with Section 135(1) of the Companies Act 2013, the company has constituted the Corporate Social Responsibility Committee. During the financial year 2021-22, the Corporate Social Responsibility

Committee was reconstituted on 25.06.2021 and the following five non-executive Independent Directors are the members in the Stakeholders' Relationship Committee:

1.	Tmt Soundara Kumar	Chairman of the Committee
2.	Thiru N. Narayanan, I.A.S (Retd.)	Member
3.	Thiru V. Chandrasekaran	Member
4.	Thiru P. B. Santhanakrishnan	Member
5.	Dr M. Arumugam	Member

### **Meetings and attendance during the year**

The Corporate Social Responsibility Committee met on 25.06.2021.

Director	No. of Meetings Held	Attended
Tmt Soundara Kumar	1	1
Thiru N. Narayanan, I.A.S (Retd.)	1	1
Thiru P. B. Santhanakrishnan	1	1
Dr M. Arumugam	1	1
Thiru V. Chandrasekaran*	1	1

\* Co-opted as a Member w.e.f 25.06.2021.

The Company had formulated CSR Policy as per the provisions of the Companies Act, 2013. As per Sec.135(5) of the Companies Act 2013, the Board of every company has to ensure that the company spends in every financial year at least two percent of the average net profits of the company made during three immediately preceding financial years. Currently, the CSR activities are grouped as follows:

1. Education
2. Health Care and Medical Service
3. Infrastructure Development
4. Social development
5. Livelihood and Economic improvement
6. Environment & Sanitation
7. Culture & Heritage
8. Soil & Water conservation

### **6. Risk Management Committee (Statutory) Regulation 21**

The Company has a risk management policy and a supporting frame work which facilitates the identification and assessment of new risks and review of existing risks. The process is based on identified risks and the risk events or factors which require regular assessment and quick response. Based on the probability and impact of the risk, the requisite controls and action plans are designed.

The objective of risk management in the company is to act as enabler in maintaining its knowledge edge, sustaining and expanding the business and ensuring execution of projects within budgeted cost and time resulting in improved turnover and profitability. Risks, their root causes, controls and action plans are prepared by process owners and updated regularly.

The status of risk management policy is presented to the Committee on periodical basis which are reviewed by Board of Directors also. Based on periodic reviews and implementations of recommendations resulting from review process, the risk management process is continuously being improved and strengthened.

The responsibility of risk management, adherence to risk management plan and procedures and risk related matters have been delegated to the Audit Committee and hence no separate Risk Management Committee was constituted upto 12.08.2021.

However, to comply with provisions of the amendment of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the company has constituted the Risk Management Committee with effect from 12.08.2021. The following non-executive Independent Directors are the members in the Committee:

1.	Dr M. Arumugam	Chairman of the Committee
2.	Thiru N. Narayanan, I.A.S (Retd.)	Member
3.	Thiru V. Chandrasekaran	Member
4.	Tmt Soundara Kumar	Member
5.	Thiru P. B. Santhanakrishnan	Member

The Risk Management Committee met 2 times during 2021-22 i.e. on 12.08.2021, and 01.02.2022 respectively

#### **Meetings and attendance during the year**

Director	No. of Meetings Held	Attended
Dr M. Arumugam	2	2
Thiru N. Narayanan, I.A.S (Retd.)	2	2
Thiru V. Chandrasekaran	2	2
Tmt Soundara Kumar	2	2
Thiru P. B. Santhanakrishnan	2	2

The management is committed to further strengthen its risk management capabilities in order to protect and enhance shareholder value by improving its business performance. Continuous efforts in creating new opportunities, improving competencies / knowledge in various areas leading to improved performance and leveraging existing knowledge resources, in line with the risk appetite of the company, has enabled the company to protect the interests of shareholders.

Thiru SVR Krishnan, Executive Director – Operations, is nominated as the Chief Risk Officer of the Company.

#### **Terms of Reference:**

- ❖ To formulate a detailed risk management policy which shall include:
  - A framework for identification of internal and external risks specifically faced by the listed entity, in particular including financial, operational, sectoral, sustainability ( particularly, ESG related risks), information, cyber risks or any other risk as may be determined by the Committee.
  - Measures for risk mitigation including systems and processes for internal control of identified risks.
  - Business continuity plan.
- ❖ To ensure that appropriate methodology, processes and systems are in place to monitor and evaluate risks associated with the business of the Company.

- ❖ To monitor and oversee implementation of the risk management policy, including evaluating the adequacy of risk management systems.
- ❖ To periodically review the risk management policy, at least once in two years, including by considering the changing industry dynamics and evolving complexity.
- ❖ To keep the Board of Directors informed about the nature and content of its discussions, recommendations and action to be taken.
- ❖ The appointment, removal and terms of remuneration of the Chief Risk Officer (if any) shall be subject to review by the Risk Management Committee.
- ❖ The Risk Management Committee shall coordinate its activities with other Committee, in instances where there is any overlap with activities of such Committees, as per the framework laid down by the Board of Directors.

#### 7. Nomination and Remuneration Committee (Statutory)

To comply with Section 178 of the Companies Act 2013 and Regulation 19 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the company has formed a Nomination and Remuneration Committee. During the financial year 2021-22, the Nomination and Remuneration Committee was reconstituted on 25.06.2021 and the following five non-executive Independent Directors are the members in the Nomination and Remuneration Committee:

1.	Thiru N. Narayanan, I.A.S (Retd.)	Chairman of the Committee
2.	Thiru V. Chandrasekaran	Member
3.	Tmt Soundara Kumar	Member
4.	Thiru P. B. Santhanakrishnan	Member
5.	Dr M. Arumugam	Member

#### Meetings and attendance during the year

The Nomination and Remuneration Committee met 4 times during 2021-22 on 18.05.2021, 27.10.2021, 12.11.2021 and 01.02.2022 respectively:

Director	No. of Meetings Held	Attended
Thiru N. Narayanan, I.A.S (Retd.)*	4	3
Thiru V. Chandrasekaran	4	4
Tmt Soundara Kumar	4	4
Thiru P. B. Santhanakrishnan*	3	3
Dr M. Arumugam	4	4

\* Co-opted as a member w.e.f 25.06.2021

#### **Terms of reference of the Committee:**

- ❖ Shall identify persons who are qualified to become director and who may be appointed in Senior Management in accordance with the criteria laid down.
- ❖ Recommend to the Board their appointment and removal.
- ❖ Shall lay down an evaluation criteria for performance evaluation of independent directors and the Board.
- ❖ Formulate the criteria for determining qualifications, positive attributes and independence of a director.



- ❖ Devising policy on Board's diversity.
- ❖ Recommend to the Board a policy, relating to the remuneration for the Directors, Key Managerial Personnel (KMP) and other employees.
- ❖ Evaluate and approve the appointment and remuneration of senior executives, the company's remuneration plan, annual salary increase principles and budgets, annual and long term incentive plans of the company, policies and programs such as succession planning, employment agreements, severance agreements and any other benefits.
- ❖ Evaluate executive team performance regularly to strengthen the cumulative annual assessment and to provide timely feed-back to the assessed individuals.
- ❖ 'Senior Management' means personnel of the company who are members of its core management team excluding Board of Directors comprising all members of management one level below the executive directors, including the functional heads.

### **Performance Evaluation of Directors**

The Nomination and Remuneration Committee has specified the criteria for performance evaluation of the Directors, the Board and its committees. The Board is committed to evaluating its own performance as a Board and evaluating performance of individual Directors, in order to identify strengths and areas in which it may improve functioning. Further, overall effectiveness of the Board is measured to decide the appointments and re-appointments of Directors.

A performance evaluation of each Independent Director of the Company was done by the Board of Directors. The attendance, participation and contributions of each Independent Directors during the proceedings of meetings of the Directors were appreciated. The knowledge, experience and advice shared by the Independent Directors from time to time have ensured governance and good conduct, adherence to laws, mitigating risks and growth. The overall outcome from the evaluation was that the Board and its individual Directors were performing effectively.

### **Remuneration Policy**

While formulating policy, the Committee has ensured that:

- ❖ Level and composition of remuneration is reasonable and sufficient to attract/ retain/ motivate directors.
- ❖ Relationship of remuneration to performance.
- ❖ Remuneration to directors/key management personnel and senior management involves a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the company and its goals.
- ❖ Policy and evaluation criteria shall be disclosed in the Board's report.
  - a. The remuneration / compensation to the Director, KMP and Senior Management Personnel will be determined by the Committee and recommended to the Board for approval. This will be subject to the prior/post approval of the shareholders of the Company and Central Government, wherever required.
  - b. The composition of remuneration so determined by the Committee shall be reasonable and sufficient to attract, retain and motivate the Key Managerial Personnel and Senior Management of quality required to meet high standards of performance. The relationship of remuneration to performance shall be clear and meet appropriate performance benchmarks. The Committee may review remuneration of senior management personnel from time to time.

### **Remuneration to Key Managerial Personnel and Senior Management Personnel:**

The Key Managerial Personnel, Senior Management Personnel and other employees shall be paid remuneration as revised through the Salary Review process of the Company from time to time. In respect

of officers / executives the salary revision is effected with the approval of the Board generally after reaching a settlement with the workmen. The last such revision was given in 289th Board Meeting covering the period from 16th May 2018 to 15<sup>th</sup> May 2022. The executives in senior management appointed by following the normal recruitment procedure are covered under the compensation package approved by the Board of Directors.

**Remuneration for Senior Executives on contractual basis:**

Due to work needs, the company shall re-engage executives on contract basis with specific tenor after retirement.

**Remuneration to Non- Executive and Independent Directors:**

The Non-executive Directors and Independent Directors of the Company are entitled to sitting fees as determined by Board from time to time for attending Board / Committee meetings thereof in accordance with the provisions of Act.

Thiru S. Sivashanmugaraja, I.A.S., Managing Director, was paid remuneration up to 08<sup>th</sup> May 2021, in accordance with the Government rules as applicable to his cadre.

Dr Rajeev Ranjan, I.A.S., was appointed as Chairman and Managing Director as per the Govt. order on 08th May 2021. He was paid remuneration in accordance with the Govt. rules as applicable to his cadre.

Dr Rajeev Ranjan, I.A.S., on retirement ceased as Chairman and Managing Director and Thiru N. Muruganandam, I.A.S., was appointed Chairman and Managing Director as per Govt Order w.e.f 30.09.2021.

Thiru S. Krishnan, I.A.S., was appointed as Chairman and Managing Director as per the Govt Order on 10<sup>th</sup> November 2021 and Thiru N Muruganandam, I.A.S was re designated as Director.

No remuneration were paid to Thiru N. Muruganandam, I.A.S and for Thiru S. Krishnan, I.A.S. The Company has paid remuneration in accordance with the Govt. rules.

The Sitting fees for attending the Board / Committee Meetings by Non-Executive Directors nominated by Government of Tamilnadu, were remitted into Government of Tamil Nadu Account.

**a) Details of remuneration paid to Executive Directors for the year ended 31<sup>st</sup> March, 2022:**

Executive Directors		₹ In Lakh			
Name & Position	Pay & Allowances	Reimbursement of medical expenses	Perquisites	others	Total
Thiru S. Sivashanmugaraja, I.A.S., MD	7.14	0.00	0.17	0.83	8.14
Dr Rajeev Ranjan, I.A.S., CMD	15.73	0.00	0.00	0.00	15.73
Thiru N. Muruganandam, I.A.S.,CMD	0.00	0.00	0.00	0.00	0.00
Thiru S. Krishnan, I.A.S., CMD	2.66	0.00	0.00	0.00	2.66
Total	25.53	0.00	0.17	0.83	26.53

**Non-Executive Directors**

The details of sitting fees paid to non-executive Directors and Independent Directors during the financial year are given below:

Name of the Director	Sitting Fees Paid (₹)						
	Board Meeting	Audit Committee Meeting	Stakeholders-Relationship Committee	CSR Committee	Nomination and Remuneration Committee	Risk Management Committee	Independent Director's Meeting
Thiru S. Krishnan I.A.S	1,40,000*	-	-	-	-	-	-
Thiru N. Muruganandam, I.A.S.,*	70,000*	-	-	-	-	-	-

Name of the Director	Sitting Fees Paid (₹)						
	Board Meeting	Audit Committee Meeting	Stakeholders-Relationship Committee	CSR Committee	Nomination and Remuneration Committee	Risk Management Committee	Independent Director's Meeting
Dr R. Anandakumar, I.A.S.,	35,000*	-	-	-	-	-	-
Thiru Harmander Singh, I.A.S.,	1,05,000*	-	-	-	-	-	-
Thiru N.Narayanan, I.A.S., (Retd.)	2,80,000	2,40,000	30,000	30,000	90,000	60,000	30,000
Tmt. Soundara Kumar	2,45,000	30,000	30,000	30,000	1,20,000	60,000	30,000
Thiru V Chandrasekaran	2,80,000	2,40,000	-	-	1,20,000	60,000	30,000
Thiru P B Santhanakrishnan	280,000	2,40,000	30,000	30,000	90,000	60,000	30,000
Dr M Arumugam	2,80,000	2,10,000	30,000	30,000	1,20,000	60,000	30,000
<b>Total</b>	<b>17,15,000</b>	<b>9,60,000</b>	<b>1,20,000</b>	<b>1,20,000</b>	<b>5,40,000</b>	<b>3,00,000</b>	<b>1,50,000</b>

**\* remitted to Govt. of Tamil Nadu**

Non-executive and Independent Directors were paid sitting fees of ₹ 35,000/- per Board Meeting and ₹ 30,000/- for other committees.

The company has also taken Director's and Officer's (D&O) liability insurance to protect its directors' personal liability for financial losses that may arise out of any unintentional wrongful acts.

**Shareholdings of Directors**

No Director is holding any shares in the company.

**8. General Body Meetings**

**I. Last three Annual General Meetings were held as below:**

Year	Location	Date	Time	Special Resolution passed in the AGM by shareholders
2018-19	The Music Academy, 168, T.T.K Road, Chennai - 600014	19.09.2019	10.15 AM	1
2019-20	Thru Video Conference ("VC")/Other Audio Visual Means ("OAVM")	18.09.2020	10.15 AM	2
2020-21	Thru Video Conference ("VC")/Other Audio Visual Means ("OAVM")	23.09.2021	10.30 AM	1

**II. Postal Ballot**

During the year under review, no resolution has been passed through postal ballot. None of the items to be transacted at the ensuing Annual General Meeting is required to be passed by postal ballot.

**E-voting System**

Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Rule 20 of The Companies (Management and Administration) Rules 2014 state that every listed company or a company having not less than 1000 shareholders, shall provide to its members facility to exercise their right to vote at general meetings by electronic means. Thiru R. Sridharan of M/s. R. Sridharan & Associates, Practicing Company Secretary, was appointed to act as Scrutinizer to conduct, supervise and control the exercise of e-voting for passing of resolutions of the company at the last AGM held on 23rd September, 2021.

**Circular Resolution**

Recourse to circular resolution is made in exceptional and emergent cases that are recorded at the succeeding Board / Committee Meetings. During the year, Three (3) circular resolutions by the Board and One (1) circular resolution by the Nomination & Remuneration Committee (NRC) were passed which was recorded at the subsequent Board/NRC.

**Secretarial Audit Report**

Section 204 of the Companies Act, 2013 has mandated appointment of a Secretarial Auditor. Accordingly, M/s. M. Damodaran & Associates, LLP have been appointed as Secretarial Auditors for the year 2021-22. The Secretarial Audit Report in Form MR-3 is attached as an annexure to the Board of Director's Report.

**Reconciliation of Share Capital Audit**

As stipulated by SEBI, a qualified Company Secretary has carried out the Reconciliation of Share Capital Audit to reconcile the total admitted capital with National Securities Depository Limited and Central Depository Services(India) Limited and the total issued and listed capital. This audit is carried out every quarter and the report thereon is submitted to the Stock Exchanges and is also placed before the Board of Directors. The Audit inter alia, confirms that the total listed and paid up capital of the company is in agreement with the aggregate of the total number of shares in dematerialized form (held by NSDL and CDSL) and total number of shares in physical form.

Quarterly Secretarial Audit Reports on reconciliation of the total admitted capital with NSDL/CDSL and the total issued and listed capital were furnished to the Stock Exchanges on the following dates:

For the quarter ended	Furnished on
30 <sup>th</sup> June, 2021	9 <sup>th</sup> July, 2021
30 <sup>th</sup> September, 2021	20 <sup>th</sup> October, 2021
31 <sup>st</sup> December, 2021	11 <sup>th</sup> January, 2022
31 <sup>st</sup> March, 2022	19 <sup>th</sup> April, 2022

**Role of Company Secretary in overall governance process**

The Company Secretary plays a key role in ensuring that the Board procedures are followed and regularly reviewed. The Company Secretary ensures that all the relevant information, details and documents are made available to the directors and senior management for effective decision making at the meetings. The Company Secretary is primarily responsible to ensure compliance with applicable statutory requirements and is the interface between the management and regulatory authorities for governance matters. All the Directors of the Company have access to the advice and services of the Company Secretary.

**Quarterly Compliance Report**

The Company has submitted for each of the 4 quarters during 2021-22 the Compliance Report on Corporate Governance to stock exchanges in the prescribed format within 15 days from the close of the quarter (upto 31.03.2021) and 21 days from the close of the quarter (w.e.f 30.06.2021).

**9. Disclosures**

- a. The company has formulated a policy for Related Party Transaction and the same has been uploaded on the company's website at [www.tnpl.com](http://www.tnpl.com).

There are no materially significant transactions with related parties during the year which are potentially conflicting with company's interest at large.

Suitable disclosure as required by the Indian Accounting Standards (Ind AS 24) has been made in the notes to Accounts forming part of this Annual Report.

- b. Pursuant to Regulations 17(8) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Chief Executive Officer and the Chief Financial Officer certified to the Board on their review of financial statements and cash flow statements for the financial year ended 31<sup>st</sup> March 2022 in the form prescribed by Part B of Schedule II of the said Listing Regulations.
- c. The criteria for making payments to non-executive directors is placed on the website of the company [www.tnpl.com](http://www.tnpl.com).
- d. None of the non-executive directors is holding shares / convertible instruments of the company.
- e. There were no instances of non-compliance on any matter relating to the capital market during the last three years.
- f. Details of information on appointment of new/re-appointment of directors:  
A brief resume, nature of expertise in specific functional areas, names of companies in which the person already holds directorship and membership of committees of the Board forms part of the Notice convening the 42<sup>nd</sup> Annual General Meeting.
- g. The Company has complied with all mandatory items of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

### **Code of Conduct – Regulation 26 (3)**

The Company adheres to the highest standards of business ethics, compliance with statutory and legal requirements and commitment to transparency in business dealings. The Board of Directors has framed Code of Conduct for Board Members and Senior Management. The code of conduct has been communicated to the Directors and the Members of the Senior Management.

The Code of Conduct for Board Members and Senior Management adopted pursuant to Regulation 26(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 has been detailed below:

The code is applicable to all Directors and specified Senior Management Executives. The code impresses upon Directors and Senior Management Executives to uphold the interest of the company and its stakeholders and to endeavor to fulfil all the fiduciary obligations towards them. Another important principle on which the code is based is that the Directors and Senior Management Executives shall act in accordance with the highest standard of honesty, integrity, fairness and ethical conduct and shall exercise utmost good faith, due care and integrity in performing their duties. The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Companies Act, 2013 have included duties for Independent Directors in the Code of Conduct for Board Members. The company has suitably incorporated the same in the Code of Conduct for Board Members. The code has been posted on the website of the company [www.tnpl.com](http://www.tnpl.com).

Affirmation of compliance of Code of Conduct for the financial year 2021-22 has been received from the Directors and Senior Management personnel of the company.

### **Prevention of Insider Trading**

Pursuant to SEBI (Prevention of Insider Trading) Regulations, 2015, the Company has formulated and adopted Code for Prevention of Insider Trading. The code viz. "Code of Internal Procedures and Conduct for Regulating, Monitoring And Reporting of Trading by Designated Persons" and the "Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information" (TNPL Code) allow the formulation of a trading plan subject to certain conditions and requires pre-clearance for dealing in the Company's shares. It also prohibits the purchase or sale of Company's shares by the Directors, designated employees and connected persons, while in possession of unpublished price sensitive information in relation to the Company and during the period when the Trading Window is closed. Further New circular is issued by

BSE vide letter dated 2<sup>nd</sup> April, 2019 vide Ref No. LIST/COMP/01/2019-20 and NSE dated 2<sup>nd</sup> April, 2019 vide Ref No. NSE/CML/2019/11 Informing that every listed company has to adopt the revised code of practices and procedures for fair disclosure, Internal procedure and conduct for Regulating, Monitoring and Reporting of trading by insiders. Trading restriction period can be made applicable from the end of every quarter till 48 hours after the declaration of Financial results.

The Company Secretary is responsible for implementation of the Code. The Board of Directors, designated employees and connected persons have affirmed compliance with the Code.

### VIGIL MECHANISM / WHISTLE BLOWER POLICY

The company promotes ethical behavior in all its business activities and has put in place a mechanism of reporting illegal or unethical behaviour. The company has framed a vigil mechanism / whistle blower policy wherein the employees are free to report any improper activity resulting in violations of laws, rules, regulations or code of conduct by any of the employees to the Competent Authority or Chairman of the Audit Committee, as the case may be. Any such complaint is reviewed by the Competent Authority or Chairman of the Audit Committee. The confidentiality of those reporting violations shall be maintained and they shall not be subjected to any discriminatory practice. No employee has been denied access to the Audit Committee. The policy has been posted on the website of the company.

### 10. Means of Communication

a.	Quarterly/Half-yearly report sent to each household of shareholders	:	No*
b.	Whether the website also displays official news releases and presentations to the media, analysts, institutional investor's etc. ?	:	Yes
c.	Audited financial results (Newspapers published in)	:	Financial Express, Business Standard, Dinathanthi
d.	Whether MD&A (Management Discussion & Analysis) is a part of Annual Report?	:	Yes
e.	Website where results are uploaded	:	www.tnpl.com

\* As the results are published in newspapers having wide circulation and also displayed on the company's website, half yearly results are not sent separately to each shareholder.

The company also informs by way of intimation to the Stock Exchanges all price sensitive matters and such other matters which in its opinion are material and of relevance to the shareholders and subsequently issues a Press Release on the said matters.

- f. Presentation to analysts: The Company's shares are listed on both Bombay Stock Exchange Limited and National Stock Exchange of India Limited. The presentations broadly cover operations, financials and industry outlook. The company also displays official news at our company's website. The Company also uploads on the BSE Listing Centre and on NSE NEAPS/Digital Exchange portals, details of analysts and institutional investor meetings whenever the Company's representatives attend any meeting of the investors.
- g. Annual Report: Annual Report containing, inter alia, audited Annual Accounts, Directors' Report, Auditors' Report and other important information is sent to Members and others entitled thereto. The Management Discussion and Analysis (MD&A) and Business Responsibility and Sustainability Reporting forms part of the Annual Report. The Annual Report is also available on the Company's website.
- h. Chairman's communiqué: Printed copy of the Chairman's speech is distributed to all the shareholders at the Annual General Meeting and also posted on the TNPL website.

- i. The Company discloses to the Stock Exchanges all information required to be disclosed under Regulation 30 read with Part A of Schedule III of the SEBI Regulations including material information having a bearing on the performance / operations of the listed entity or other electronically on BSE's online Portal – BSE Corporate Compliance & Listing Centre (Listing Centre) and on NSE Electronic Application Processing System (NEAPS)/New Digital Exchange Platform, the on-line portal of National Stock Exchange of India Limited.
- j. The Board of Directors has approved a policy for determining materiality of events for the purpose of making disclosure to the Stock Exchanges. The Chairman & Managing Director and CFO of the Company are severally / jointly authorized to determine Materiality of any event or information while CFO / Company Secretary are severally authorized to make disclosures of the same to stock exchange(s), subject to the provisions of this Policy.
- k. All disclosures made to the stock exchanges as statutorily required are also available on the Company's website [www.tnpl.com](http://www.tnpl.com).
- l. Extensive Business Reporting Language (XBRL): XBRL is a language for electronic communication of business and financial data. It offers major benefits to all those who have to create, transmit, use or analyze such information which aids better analysis and decision making. Ministry of Corporate Affairs (MCA), vide its circular No. 37/2011 dated 7<sup>th</sup> June 2011 had mandated certain companies to file their Annual Accounts vide this mode. The company has filed its Annual Accounts on MCA through XBRL.
- m. Ministry of Corporate Affairs: The Company has periodically filed all the necessary documents with the MCA.
- n. SEBI Complaints Redress System(SCORES): A centralized web based complaints redress system which serves as a centralized database of all complaints received, enables uploading of Action Taken Reports (ATRs) by the concerned companies and online viewing by the investors of action taken on the complaint and its current status.
- o. The Company has complied with all the mandatory requirements specified in Regulations 17 to 27 and clauses (b) to (i) of sub-regulation (2) of Regulation 46 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Particulars	Regulation Number	Compliance status (Yes/No/NA)
Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes
Board composition	17(1), 17(1)(a), 17(1)(b), 17(1)(c), 17(1A), 17(1C)	Yes
Meeting of Board of directors	17(2)	Yes
Quorum of Board Meeting	17(2A)	Yes
Review of Compliance Reports	17(3)	Yes
Plans for orderly succession for appointments	17(4)	Yes
Code of Conduct	17(5)	Yes
Fees/compensation	17(6)	Yes
Minimum Information	17(7)	Yes
Compliance Certificate	17(8)	Yes
Risk Assessment & Management	17(9)	Yes
Performance Evaluation of Independent Directors	17(10)	Yes
Recommendation of Board	17(11)	Yes
Minimum Number of Directorships	17A	Yes

Particulars	Regulation Number	Compliance status (Yes/No/NA)
Composition of Audit Committee	18(1)	Yes
Meeting of Audit Committee	18(2)	Yes
Composition of Nomination & Remuneration Committee	19(1) & (2)	Yes
Quorum of Nomination & Remuneration Committee	19(2A)	Yes
Meeting of Nomination & Remuneration Committee	19(3A)	Yes
Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes
Meeting of Stakeholder Relationship Committee	20(3A)	Yes
Composition and Role of Risk Management Committee	21(1), (2), (3) & (4)	Yes
Meeting of the Risk Management Committee	21(3A)	Yes
Quorum of Risk Management Committee	21(3B & 21(3C)	Yes
Vigil Mechanism	22	Yes
Policy for related party Transaction	23(1),(1A),(5),(6),(7) & (8)	Yes
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2) & (3)	NA
Approval for material related party transactions	23(4)	NA
Disclosure of related party transactions on consolidated basis	23(9)	NA
Composition of Board of Directors of unlisted material subsidiary	24(1)	NA
Other Corporate Governance Requirements with respect to Subsidiary of Listed Entity	24(2), (3), (4), (5) and (6)	NA
Annual Secretarial Compliance Report	24A	Yes
Alternate Director to Independent Director	25(1)	NA
Maximum Tenure	25(2)	Yes
Appointment/Reappointment/Removal of Independent Director	25(2A)	Yes
Meeting of independent directors	25(3) & (4)	Yes
Familiarization of independent directors	25(7)	Yes
Declaration from Independent Director	25(8) & (9)	Yes
D&O Insurance for Independent Directors	25(10)	Yes
Memberships in Committees	26(1) & (2)	Yes
Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes
Policy with respect to Obligations of Directors and Senior Management	26(2) & (5)	Yes
Other Corporate Governance Requirements	27 (1) & (2)	Yes
Website Compliance	46(2)	Yes

- p. Shareholders are encouraged to correspond with the Registrars & Share Transfer Agents and the Company via email to speed up response, reduce paperwork and also to help us redress complaints faster. Shareholders are requested to mention their Folio nos. (DP-ID and Client ID in case of demat shares), phone or mobile number and their Email ID so that we can contact them and redress their complaints immediately. However, for instructions like change of bank mandate, change of address, transfers & transmission of shares etc. letters duly signed by the Shareholders concerned should be sent otherwise such requests cannot be processed by the Registrars. Email ID of Shareholders will have to



be registered with the Depositories to enable the Registrars to communicate electronically. Registration of Email ID can be done by sending them a letter duly signed by the Shareholders.

- q. The Corporate Governance Report of the Company for the year 2021-22 is in compliance with the requirements of Corporate Governance under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

## 11. SHAREHOLDERS' INFORMATION

### 1. 42<sup>nd</sup> Annual General Meeting

Day, Date and Time	Thursday, 22 <sup>nd</sup> September 2022 at 10.30 AM
Venue	Through Video Conference ("VC") / Other Audio Visual Means ("OAVM")

### 2. Financial Year Calendar (2022-2023) (Tentative):

The Company follows the period of 1<sup>st</sup> April to 31<sup>st</sup> March, as the Financial Year. For the Financial year 2022 - 2023, Financial Results will be announced as per the following tentative schedule.

1 <sup>st</sup> quarter ending June 30, 2022	First/Second week of August 2022
2 <sup>nd</sup> quarter ending September 30, 2022	First/Second week of November 2022
3 <sup>rd</sup> quarter ending December 31, 2022	First/Second week of February 2023
4 <sup>th</sup> quarter ending March 31, 2023	Third/Fourth week of May 2023

3. Book closure date: 15.09.2022 to 22.09.2022 (both days inclusive) on account of AGM and Dividend.
4. Record Date in respect of shares held in dematerialized form, is 14.09.2022 for determining those who will be entitled to receive dividend to be declared at the ensuing Annual General Meeting.
5. Cut Off Date is 14.09.2022 for determining those who will be entitled to vote electronically on the resolutions mentioned in the Notice convening the Annual General Meeting by remote E-Voting and also vote at the meeting venue.

### 6. Electronic Voting

Pursuant to section 108 and other applicable provisions of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 and other applicable requirements, voting at the 42<sup>nd</sup> Annual General Meeting will be made through electronic voting. The electronic voting period will be from 9.00 a.m. IST on 17.09.2022 to 5.00 p.m. IST on 21.09.2022, both days inclusive.

7. Scrutinizer for electronic voting: Thiru M. Damodaran of M/s. M. Damodaran & Associates, LLP (Membership No. FCS 5837) has been appointed as the Scrutinizer to scrutinize the electronic voting process in a fair and transparent manner and to give his report to the Chairman and Managing Director.
8. (a) Dividend payment date: 26.09.2022 onwards.

#### (b) Dividend Policy :

Dividends, other than Interim dividend(s), are to be declared at the Annual General Meetings of Shareholders based on the recommendation of the Board of Directors. Generally, the factors that may be considered by the Board of Directors before making any recommendations for dividend include, without limitation, the Company's future expansion plans and capital requirements, profits earned during the fiscal year, cost of raising funds from alternate sources, liquidity position, applicable taxes including tax on dividend, as well as exemptions under tax laws available to various categories of investors from time to time and general market conditions. The Board of Directors may also from time to time pay interim dividend(s) to Shareholders. The Board of Directors have framed a Dividend Distribution Policy which is posted on the website of the Company at [https://tnpl.b-cdn.net/wp-content/uploads/Investor/Investor\\_Toolkit/Policy\\_Details/Dividend-Distribution-Policy.pdf](https://tnpl.b-cdn.net/wp-content/uploads/Investor/Investor_Toolkit/Policy_Details/Dividend-Distribution-Policy.pdf).

**9. Listing of Equity Shares on**

**a. Stock Exchanges at :**

National Stock Exchange of India Limited Listing Department Plot No. C/1, G Block Bandra - Kurla Complex Bandra (E) - Mumbai - 400 051	BSE Limited Phiroze Jeejeebhoy Towers 25 <sup>th</sup> Floor, Dalal Street Mumbai 400 001
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**b. Depositories at :**

National Securities Depository Ltd. Trade World, 4 <sup>th</sup> Floor, 'A' Wing Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai – 400 013	Central Depository Services (India) Limited 16 <sup>th</sup> -17 <sup>th</sup> Floor, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001.
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- Listing fee for Equity shares for the year 2021-2022 have been paid to the above Stock Exchanges. For NSE, Listing fee has been paid through “NEAPS” (NSE Electronic Application Processing System).
- The Annual Custodial fees for the Financial Year 2021-22 have been paid to National Securities Depository Ltd.(NSDL) and Central Depository Services (India) Ltd. (CDSL)

**10. Stock Code / Symbol**

1.	BSE	531426
2.	NSE	TNPL EQ
3.	International Securities Identification No.	INE 107A01015
4.	Corporate Identity Number (CIN) allotted by the Ministry of Corporate Affairs	L22121TN1979PLC007799

**11. (a) Market Price Data (In ₹)**

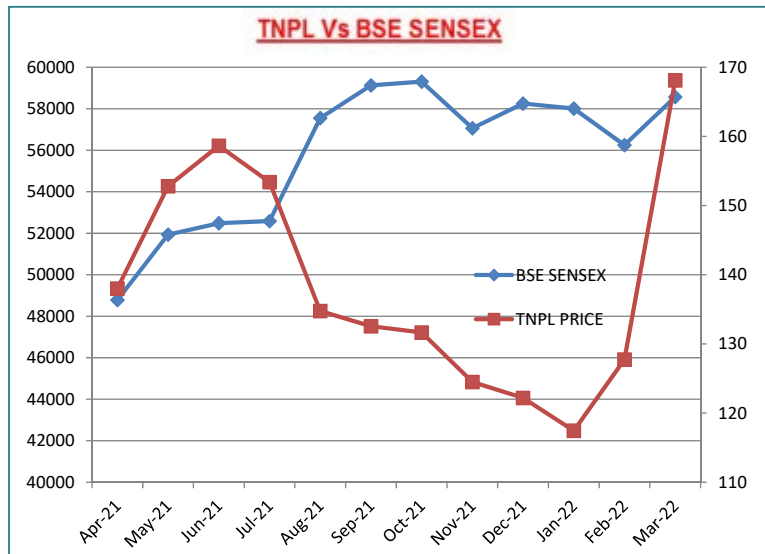
Month/Year	Bombay Stock Exchange (BSE)			National Stock Exchange (NSE)		
	High Price	Low Price	Volume	High Price	Low Price	Volume
Apr-21	161.35	131	2,10,342	161.80	133.20	33,65,683
May-21	160.10	134	4,70,517	160.20	131.25	62,82,490
Jun-21	182.80	145.35	11,59,599	182.90	146.15	1,51,86,803
Jul-21	169.40	140.75	6,05,317	169.45	140.75	85,97,123
Aug-21	160.00	130.05	4,93,140	160.50	130.00	57,19,366
Sep-21	138.55	127.35	4,11,900	138.75	127.60	64,47,441
Oct-21	148.65	130.60	5,24,796	149.30	130.25	56,87,227
Nov-21	139.85	123.10	1,56,874	139.05	123.05	17,90,255
Dec-21	131.95	118.30	1,47,905	130.50	118.00	13,07,620
Jan-22	128.15	116.30	2,13,221	128.90	112.35	24,94,491
Feb-22	137.00	116.60	5,04,413	137.00	117.05	56,80,154
Mar-22	179.00	122.10	10,65,463	179.25	121.95	1,47,73,645

## 11. (b) Market Capitalization (₹)

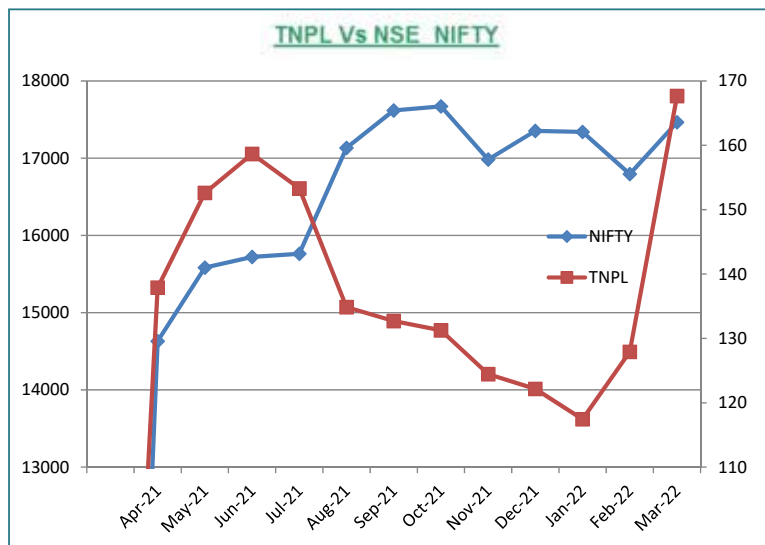
Market Capitalization	BSE	NSE
As on March 31, 2021	1,01,289.71	1,01,428.13
As on March 31, 2022	1,16,343.01	1,16,031.57

## 12. Share price performance in comparison to broad based indices – BSE Sensex and NSE Nifty : For the years 2020-21 to 2021-22:

YEAR	BSE SENSEX			NSE NIFTY		
	% CHANGE IN TNPL SHARE PRICE	% CHANGE IN SENSEX	TNPL REACTIVE TO SENSEX	% CHANGE IN TNPL SHARE PRICE	% CHANGE IN NIFTY	TNPL REACTIVE TO NIFTY
2020-2021	64.62	68.01	(-)3.38	64.76	79.26	(-)14.50
2021-2022	14.86	18.30	(-)3.44	14.40	18.88	(-)4.49



Sensex and TNPL share prices are based on month end closing rate



NIFTY and TNPL share prices are based on month end closing rates.

**12. Registrar and Transfer Agent:**

The Company has already enlisted the services of M/s Cameo Corporate Services Ltd., Chennai to act as Registrar and Transfer Agents to handle all investor services relating to shares held in physical form as well as in electronic mode. Their address is given below:

M/s Cameo Corporate Services Ltd.

V Floor, "Subramanian Building",

No.1 Club House Road, Chennai – 600 002

Tel.No.044-28460390 - 28460395

Fax No.044-28460129

E-mail ID: cameo@cameoindia.com

**13. Share Transfer System:**

**a. Share Transfers:**

The shares of the Company, being in the compulsory demat list are transferable through the depository system. Shares in physical form are processed and the Share Certificates are generally returned within a period of 15 days from the date of receipt.

All transfers/ transmissions/ remat received are processed and approved by the Share Transfer Committee which normally meets twice/ thrice in a month. Shares under objection are returned within two weeks.

SEBI in June, 2018 amended the Regulation 40 of the Listing Regulations prohibiting transfer of shares held in physical mode with effect from April 01, 2019. Transposition and Transmission are exempted from this amendment. Accordingly, transfer of shares in physical mode is not be feasible from April 01, 2019.

**b. Nomination facility for shareholding:**

As per the provisions of the amended Companies Act 2013, facility regarding nomination is available for shareholders in respect of shares held by them. Nomination forms can be obtained from the share transfer agent.

**c. Payment of dividend:**

SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the SEBI Listing Regulations, 2015) read with SEBI circular dated 20<sup>th</sup> April 2018 require companies to use any electronic mode of payment approved by the Reserve Bank of India (RBI) for making payment to shareholders. Accordingly, the dividend, if declared, will be paid through electronic mode, where the bank account details of members are available. Where dividend payments are made through electronic mode, intimation regarding such remittance will be sent separately to the shareholders.

In cases where the dividend cannot be paid through electronic mode, it will be paid by account payee non-negotiable instruments/warrants.

Pursuant to the circular mentioned above, the company has written to shareholders holding shares in physical form requesting them to furnish details regarding their PAN and also their bank details for payment of dividend through electronic mode. Those shareholders who are yet to respond in this regard are again requested to take action on this matter at the earliest.

**d. Tax deducted at source (TDS) on dividend:**

Pursuant to the changes introduced by the Finance Act, 2020 w.e.f 1<sup>st</sup> April 2020 as in the previous year there will be no Dividend Distribution Tax payable by the Company. The Dividend declared will be taxable in the hands of the shareholders subject to tax deduction at source at the applicable rates.

The TDS would vary depending on the residential status of the shareholders and the documents submitted by them.

**e. Unclaimed dividends :**

The company is required to transfer dividends which have remained unpaid/ unclaimed for a period of seven years to the Investor Education & Protection Fund (IEPF) established by the Government. The Company will accordingly be required to transfer the dividend in the year 2022 for the year ended 31<sup>st</sup> March, 2015 has remained unclaimed / unpaid. Before transferring the monies to IEPF, individual letters are sent to those Members whose unclaimed dividends are due for transfer so as to enable them to claim the dividends before the due date. The information on unclaimed dividend is also posted on the website of the Company [www.tnpl.com](http://www.tnpl.com).

Details of dividend pending to the Unpaid / Unclaimed Dividend Account as on 31<sup>st</sup> March, 2022:

Sl. No.	Year	Amount (₹)	% to the total dividend
1.	For the year 2014-15	15,72,036.00	0.37
2.	For the year 2015-16	20,33,505.00	0.39
3.	For the year 2016-17	21,03,345.00	0.40
4.	For the year 2017-18	10,09,150.00	0.29
5.	For the year 2018-19	16,11,165.00	0.31
6.	For the year 2019-20	13,03,391.35	0.31
7.	For the year 2020-21	7,54,308.00	0.36

As regards unclaimed dividend, dividend warrants are sent to addresses available as per the company records. Where the shareholders have not informed the change of address to the company, the dividend warrants are returned to the company. The company remits the unclaimed dividend to the Central Government after seven years. If any claim is received from the shareholders within seven years period, payment is made.

Following amounts have been transferred to IEPF account during the year:

Particulars	Date of Warrant	Due Date for Transfer	Date of Transfer	Amount transferred (₹)
Dividend :-2013-14 (Final)	15.09.2014	20.11.2021	15.12.2021	18,95,472.00
<b>TOTAL</b>				<b>18,95,472.00</b>

**Transfer of 'Underlying Shares' into Investor Education and Protection Fund (IEPF) (in cases where unclaimed dividends have been transferred to IEPF for a consecutive period of seven years)**

Pursuant to the provisions of Section 124 and 125 of the Companies Act 2013 and the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, all shares on which dividend has not been paid or claimed for seven consecutive years or more shall be transferred to an IEPF suspense account. The Company, after following the statutory provisions, has transferred the shares on which dividend has not been paid/claimed for seven consecutive years or more. The details of shares transferred to IEPF Authority account are as follows:

Sl. No	Year	Shares transferred
1	2008-09	74,545
2	2009-10	31,051
3	2010-11	13079
4	2011-12	10411
5	2012-13	8132
6	2013-14	7,335
	(-) Shares returned by IEPF Authority to Shareholder	(700)
<b>TOTAL</b>		<b>1,43,853</b>

The Company has also uploaded full details of such shares transfer as well as unclaimed dividends on the website of the company ([www.tnpl.com](http://www.tnpl.com)). Both the unclaimed dividends and the shares transferred to the IEPF can be claimed back by the concerned shareholders from IEPF Authority after complying with the prescribed procedure under the "Rules" as mentioned in the Guidelines below.

#### **Guidelines for Investors to file claim**

- a) Download the Form IEPF-5 from the website of IEPF (<http://www.iepf.gov.in>) for filing the claim for refund. Read the instructions provided on the website/instruction kit along with the e-form carefully before filling the form.
- b) After filling the form, save it on your computer and submit the duly filled form by following the instructions given in the upload link on the website. On successful uploading, an acknowledgement will be generated indicating the SRN. Please note down the SRN details for future tracking of the form.
- c) Take a print out of the duly filled IEPF-5 and the acknowledgement issued after uploading the form.
- d) Submit indemnity bond in original, copy of acknowledgement and self-attested copy of e-form along with the other documents as mentioned in the Form IEPF-5 to Nodal Officer (IEPF) of the company at its registered office in an envelope marked "Claim for refund from IEPF Authority".
- e) Claim forms completed in all aspects will be verified by the concerned company and on the basis of company's verification report; refund will be released by the IEPF Authority in favor of claimants' Aadhaar linked bank account through electronic transfer. The Nodal Officer of the Company for IEPF Refunds Process is the Company Secretary of the Company.

Members who have not encashed their dividend warrants in respect of dividends declared for the year ended 31<sup>st</sup> March 2015 and for any financial year thereafter may contact the company and surrender their warrants for payment. Members are requested to note that the dividend not claimed for a period of seven years from the date they first became due for payment shall be transferred to Unpaid Dividend Account of respective year shall be transferred to Investor Education and Protection Fund (IEPF) in terms of Section 125 of the Companies Act, 2013.

- f) Correspondence regarding change of address:

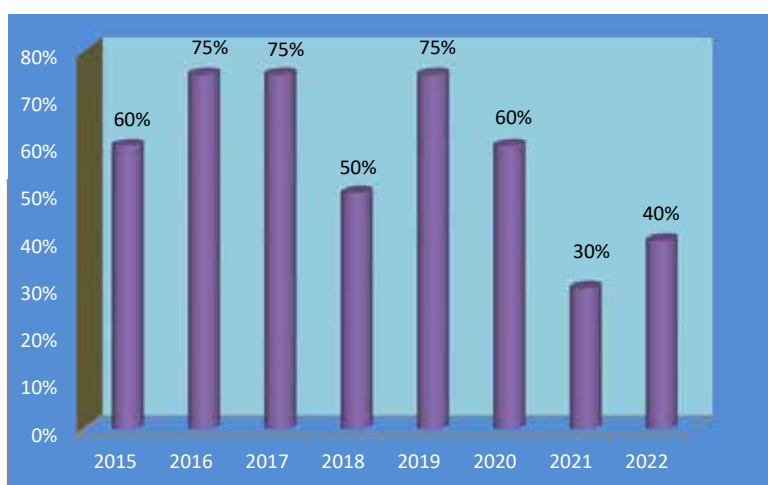
Shareholders are requested to ensure that any correspondence for Change of Address, change in Bank Mandates etc. should be signed by the first named shareholder. Shareholders who hold shares in dematerialized form should correspond with the Depository participant with whom they have opened Demat Account/s.

- g) Pending Investors' Grievances:

Any shareholder whose grievance has not been resolved to his/her satisfaction may kindly write to the Company Secretary at the Registered Office with a copy of the earlier correspondence.

## 14 Dividend Details

Financial Year	Dividend %	Total Dividend (₹ in Lakhs)
2014-15	60%	4152.64
2015-16	75%	5190.80
2016-17	75%	5190.80
2017-18	50%	3460.53
2018-19	75%	5190.80
2019-20	60%	4152.63
2020-21	30%	2076.32
2021-22	40%	2768.42

15. Distribution of Shareholding as on 31<sup>st</sup> March, 2022

DISTRIBUTION SCHEDULE AS ON 31 <sup>st</sup> March 2022						
Share or Debenture holding (₹)		No. of holders	% of Total holders	Total Shares	Total Amount (₹)	% of Total Amount
10	5000	36,888	89.7098	35,71,631	3,57,16,310	5.1605
5001	10000	2000	4.8641	16,25,453	1,62,54,530	2.3485
10001	20000	1006	2.4466	15,44,485	1,54,44,850	2.2315
20001	30000	376	0.9144	9,62,870	96,28,700	1.3912
30001	40000	157	0.3818	5,63,411	56,34,110	0.8140
40001	50000	144	0.3502	6,84,508	68,45,080	0.9890
50001	100000	271	0.6590	20,57,177	2,05,71,770	2.9723
100001	And above	277	0.6736	58,20,10,65	58,20,10,650	84.0927
<b>Total</b>		<b>41119</b>	<b>100.0000</b>	<b>6,92,10,600</b>	<b>6,92,106,000</b>	<b>100.0000</b>

Distribution of Shareholding as on 31<sup>st</sup> March 2022

	CATEGORY	NO OF HOLDERS	NO OF SHARES	PERCENTAGE
<b>A.</b>	<b>PROMOTER'S HOLDING</b>			
	Promoters			
1	- Indian Promoters	1	2,44,44,900	35.32
	- Foreign Promoters			-
2	Persons acting in Concert	-	-	-
	<b>SUB-TOTAL</b>	<b>1</b>	<b>2,44,44,900</b>	<b>35.32</b>
<b>B.</b>	<b>NON-PROMOTERS HOLDING</b>			
1	Indian Financial Institutions	-	-	-
2	Mutual Funds and UTI	3	84,76,530	12.25
3	Banks, Financial Institutions, Insurance Companies, Companies (Central/State Govt. Institutions/Non-Government)	15	80,71,968	11.66
4	Foreign Institutional Investors	-	-	-
5	FPI	19	10,06,800	1.45
	<b>SUB-TOTAL</b>	<b>37</b>	<b>1,75,55,298</b>	<b>25.36</b>
<b>C</b>	<b>OTHERS</b>			
1	Private Corporate Bodies	340	77,73,349	11.23
2	Indian Public	38937	1,75,34,041	25.33
3	NRIs/OCBs	628	4,47,865	0.65
4	Alternative Investment Fund	1	1,60,000	0.23
5	IEPF	1	1,43,853	0.21
6	QIB	-	-	-
7	Others	1174	11,51,294	1.66
	<b>Sub-total</b>	<b>41081</b>	<b>2,72,10,402</b>	<b>39.32</b>
	<b>GRAND TOTAL (A+B+C)</b>	<b>41119</b>	<b>6,92,10,600</b>	<b>100.00</b>

## LIST OF TOP TEN SHAREHOLDERS

SL.NO	NAME OF THE HOLDER(S)	SHARES	PERCENTAGE
1	GOVERNOR OF TAMIL NADU	2,44,44,900	35.32
2	HDFC TRUSTEE COMPANY LTD - A/C HDFC HYBRID EQUITY FUND	48,96,900	7.08
	HDFC TRUSTEE CO LTD A/C HDFC RETIREMENT SAVINGS FUND-EQUITY PLAN	1,96,310	0.28
	HDFC TRUSTEE CO LTD A/C HDFC RETIREMENT SAVINGS FUND - (HYBRID-DEBT PLAN)	5,000	0.01
	HDFC TRUSTEE CO LTD A/C HDFC RETIREMENT SAVINGS FUND-HYBRID-DEBT PLAN	6,00,000	0.87
3	LIFE INSURANCE CORPORATION OF INDIA	43,53,775	6.29
4	LOK PRAKASHAN LTD	34,33,078	4.96
5	ICICI PRUDENTIAL MULTI-ASSET FUND	12,81,812	1.85
	ICICI PRUDENTIAL MANUFACTURING FUND	2,20,035	0.32
	ICICI PRUDENTIAL INFRASTRUCTURE FUND	4,97,168	0.72

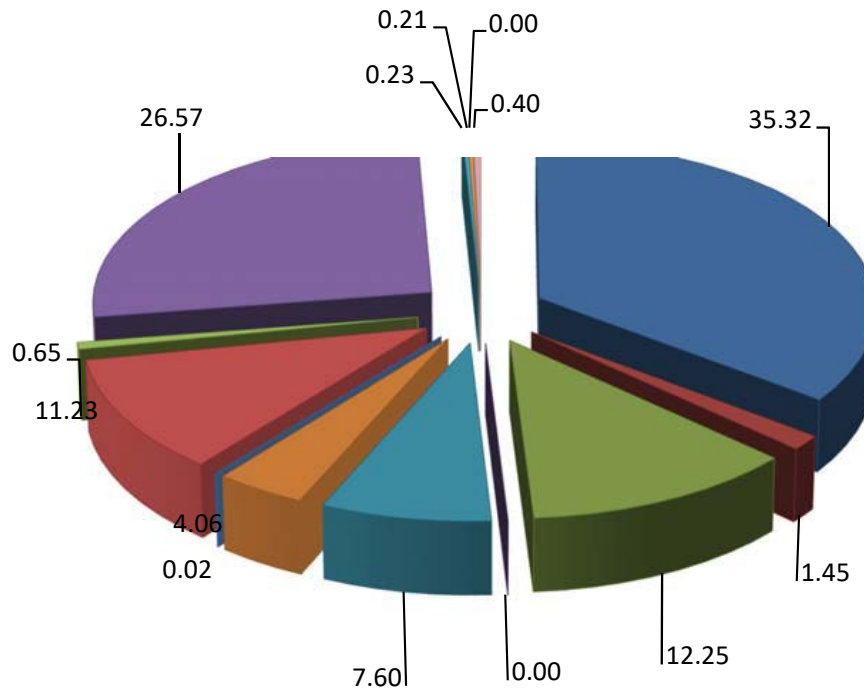


SL.NO	NAME OF THE HOLDER(S)	SHARES	PERCENTAGE
6	JHP SECURITIES PVT. LTD	9,03,713	1.31
	JHP SECURITIES PVT. LTD	40,000	0.06
	JHP SECURITIES (P) LTD	55,010	0.08
7	TAMILNADU INDUSTRIAL DEVELOPMENT CORPORATION LTD	8,50,000	1.23
8	ADITYA BIRLA SUN LIFE TRUSTEE PRIVATE LIMITED A/C ADITYA BIRLA SUN LIFE DIVIDEND YIELD FUND	7,79,305	1.13
9	TAMILNADU SUGAR CORPORATION LIMITED	5,60,200	0.81
10	STATE INDUSTRIES PROMOTION CORPORATION OF TAMILNADU LTD	5,50,000	0.79

### SHAREHOLDING PATTERN

SL. No.	Category	Shareholding Pattern As on 31 <sup>st</sup> March, 2022			Shareholding Pattern As on 31 <sup>st</sup> March, 2021		
		Number of Share holders	Number of Shares	%	Number of Share holders	Number of Shares	%
1	Governor of Tamil Nadu	1	2,44,44,900	35.32	1	2,44,44,900	35.32
2	Foreign Institutional Investors and Foreign Portfolio Investors	19	10,06,800	1.45	8	7,28,234	1.05
3	Indian Mutual Funds	3	84,76,530	12.25	4	99,26,216	14.34
4	Banks	2	1,800	-	2	1,800	0.00
5	Financial Institutions	-	-	-	-	-	-
6	Insurance Companies	5	52,61,588	7.60	5	73,51,807	10.62
7	Govt. Companies	8	28,08,580	4.06	9	28,08,580	4.06
8	Employees	86	15,700	0.03	88	16,100	0.02
9	Limited Companies	341	77,73,449	11.23	344	48,39,676	6.99
10	NRIs	627	4,47,765	0.65	706	4,36,070	0.63
11	Public & Trust	39926	1,83,86,271	26.57	39348	1,77,79,804	25.69
12	Alternative Inv.Fund	1	1,60,000	0.23	-	-	-
13	IEPF	1	1,43,853	0.21	1	1,36,818	0.20
14	Trust	4	3,450	0.00	3	27,200	0.04
15	QIB	0	0	0.00	1	4,05,168	0.59
15	Shares Dematerialised/Shares in transit	95	2,79,914	0.40	86	3,08,227	0.45
	<b>Total</b>	<b>41,119</b>	<b>6,92,10,600</b>	<b>100.00</b>	<b>40,606</b>	<b>6,92,10,600</b>	<b>100.00</b>

### SHARE HOLDING PATTERN AS ON 31.03.2022



- Governor of Tamilnadu
- Indian Mutual Fund
- Insurance Companies
- Employees
- NRIs
- Alternative Inv. Fund
- Trust
- FPI
- Banks
- Govt Companies
- Limited Companies
- Public
- IEPF
- Shares Dematerialised/Shares in transit

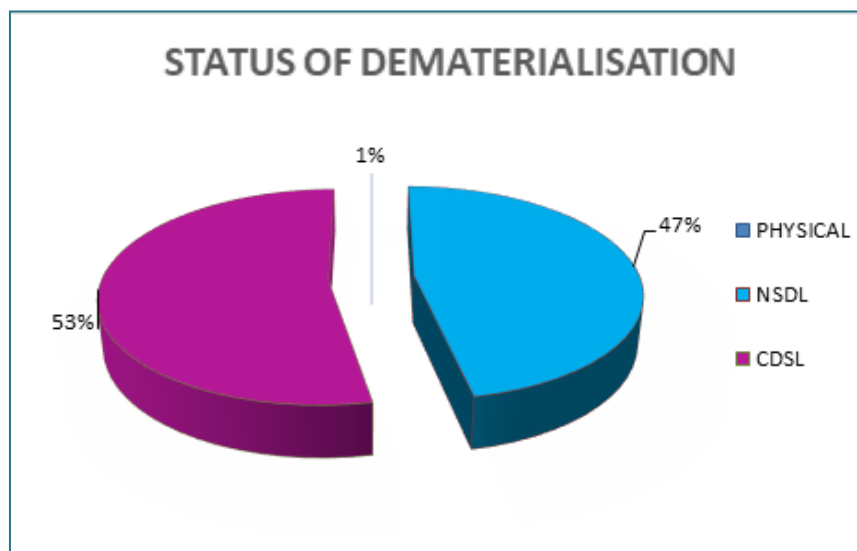
**16. Dematerialisation of Shares and liquidity:**

For Dematerialisation of Equity shares, the Company has entered into a tripartite agreement with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL). The Company's Equity shares have been included in the list in which trading is compulsory for all investors in dematerialised form.

Details of Physical & Demat shares as at 31<sup>st</sup> March, 2022:

Category	No. of Shareholders	No. of Shares	% to Holdings
PHYSICAL	2136	8,02,568	1.16
NSDL	20,909	32,068,147	46.33
CDSL	20,247	36,339,885	52.51
<b>TOTAL</b>	<b>43,292</b>	<b>6,92,10,600</b>	<b>100.00</b>

From the above table, as on 31<sup>st</sup> March 2022, there are 6,84,08,032 shares in demat form aggregating to 98.84 % of the total Equity Share capital while 8,02,568 shares are in Physical form aggregating to 1.16% of the total Equity Share capital.

**17. Outstanding GDRs/ADRs/Warrants or any**

Convertible Instruments, conversion date and likely impact on equity : Nil

**18. Credit Rating**

a. ICRA Ltd has assigned the following credit rating for the Company as below :

- I. Long term rating - (ICRA) **A** (Pronounced ICRA A)
- II. Short term rating - (ICRA) **A1** (Pronounced ICRA A one)

The outlook on long term rating is 'Negative'. The long term rating of '(ICRA) A' indicates adequate degree of safety regarding timely servicing of financial obligations, it carries low credit risk. The short term rating of '(ICRA) A1' indicates very strong degree of safety regarding timely payment of financial obligations. Such instruments carry lowest credit risk.

b. CARE Ltd. has assigned the following credit rating for the Company as below :

- I. Long term facilities - CARE **A** (Pronounced Single A )
- II. Short term facilities - CARE **A1** (Pronounced A one)

The outlook on long term rating is 'Negative'. The long term rating of CARE A indicates adequate degree of safety regarding timely servicing of financial obligations, it carry low credit risk. The short term rating of CARE A1 indicates very strong degree of safety regarding timely payment of financial obligations, it carry lowest credit risk.

c. CRISIL has assigned the following credit rating for the Company as below:

- I. Long term rating - (CRISIL) **A** (Pronounced CRISIL A)

The outlook on long term rating is 'Negative'. The long term rating of '(CRISIL) A' indicates adequate degree of safety regarding timely servicing of financial obligations, it carries low credit risk.

#### 19. Plant locations

<u>Unit I – Paper, LSFM</u>	<u>Unit II – Paper Board</u>
Kagithapuram, Karur District Tamil Nadu, Pin : 639 136 Tel.No.04324-277001 to 277017 Fax : 04324-277025/277026/277027	Mondipatti Village, K. Periyapatti Post, Mannaparai Taluk, Thiruchirapalli District, Tamil Nadu – 621 306

#### 20. Address for correspondence

a) a) Investor correspondence for transfer/ dematerialisation of shares, payment of dividend on shares, and any other query relating to the shares of the company:

M/s Cameo Corporate Services Ltd.  
V Floor, "Subramanian Building"  
No.1 Club House Road  
Chennai – 600 002.  
Tel.No.044-28460390 - 28460395  
Fax No.044-28460129  
E-mail ID: investor@cameoindia.com; cameo@cameoindia.com  
Contact Person: Tmt R.Komalavalli, Senior Manager

b) Any query on Annual Report:

Shares Department  
Tamil Nadu Newsprint and Papers Ltd.  
67, Mount Road, Guindy, Chennai – 600 032.  
Tel.No.044-22354417 Fax No. 22350834 & 22354614  
E-mail address: invest\_grievances@tnpl.co.in  
Contact Person: The Company Secretary, TNPL

c) E-mail ID of Investor Grievances Section: invest\_grievances@tnpl.co.in

d) Name of the Compliance Officer : The Company Secretary, TNPL.

## 21. Request to Investors

- Investors are requested to communicate change of address, if any, directly to the share transfer agent of the company at the above address
- To avoid the incidence of fraudulent encashment of dividend warrants, members are requested to intimate the company under the signature of the Sole/First Joint holder, the following information so that the bank account number and name and address of the bank can be printed on the dividend warrants:
  - Name of Sole/First Joint holder and Folio number
  - Particulars of bank account viz.
    - Name of bank
    - Name of branch
    - Complete address of bank with PINCODE
    - Account type, whether Savings Bank(SB) or Current Account(CA)
    - Bank account number
- The shareholders are requested to dematerialize their physical share certificates, through a depository participant. Shareholders requiring any further clarification/ assistance on the subject may contact the company's share transfer agent.
- The mandate, if given by the Members in respect of shares held in physical form will not be applicable to the dividend payable on shares held by them in demat mode and vice versa. Members holding shares in demat mode must, therefore give instructions regarding the bank account in which they wish to receive dividend to their DPs.
- There are chances of fraudulent transactions taking place in relation to dormant folios, where the shareholder has either expired or has changed his residence. Hence investors are requested to exercise due diligence and notify us of any change in address or demise of any shareholder as soon as possible. Investors are requested not to leave their demat account dormant for long. Periodic statement of holdings should be obtained from the concerned DP and holdings should be verified. Investors are also requested not to disclose your Folio No. / DP. Id. to an unknown person and not to hand over signed blank transfer deeds/delivery instruction slips to any unknown person.
- Investors must ensure that they deal with only SEBI registered intermediaries and must obtain a valid contract note/confirmation memo from the broker/sub-broker, within 24 hours of execution of the trade and it should be ensured that the contract note/confirmation memo contains order no., trade no., trade time, quantity, price and brokerage.
- Investors should register their mobile numbers with DPs for SMS alert facility. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) proactively inform investor of transaction in the demat account by sending SMS. Investors will be informed about debits and credits to their demat account without having to call up their DPs and investors need not wait for receiving Transaction Statements from DPs to know about the debits and credits.
- Correspondence containing certificates of securities and high value dividend/interest warrants should be sent by registered post/courier or lodged with the Company's Secretarial Department by hand delivery.
- Investors are requested to kindly note that any dividend which remains unencashed for a period of seven years will get transferred to "Investors Education and Protection Fund" in terms of Section 125 of the Companies Act, 2013.

Year wise details of the amount to be transferred to IEPF are given below:

Year	Dividend type	Dividend (%)	Date of declaration	Due for transfer to IEPF
2014-15	Final	60	18.09.2015	23.11.2022
2015-16	Final	75	28.09.2016	03.12.2023
2016-17	Final	75	19.09.2017	24.11.2024
2017-18	Final	50	19.09.2018	24.11.2025
2018-19	Final	75	19.09.2019	24.11.2026
2019-20	Final	60	18.09.2020	23.11.2027
2020-21	Final	30	23.09.2021	28.11.2028

**22. Loans and Advances in the nature of loans to firms/companies in which Directors are interested by name and amount - NIL**

**23. Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013:**

Number of Complaints filed during the financial year Nil

Number of Complaints disposed of during the financial year Nil

Number of Complaints pending as on end of the financial year Nil

**24. M/s. A. V. Deven & Co, Chartered Accountants are the statutory auditors of the Company. The total fees of the statutory auditors and its network firms for the year ended March 31, 2022 are given below:**

Sr No	Details of Auditors Remuneration	2021-22 (₹ in Lakhs)
(a)	Statutory Audit	13.00
(b)	Limited Review	2.60
(e)	Tax Audit	2.60
	<b>Total</b>	<b>18.20</b>

Further, details of fees paid to M/s Brahmayya & Co, Chartered Accountants is given below:

Sr No	Details of Auditors Remuneration	2021-22 (₹ in Lakhs)
(a)	Limited Review	1.30
(b)	Certification Fees	2.75
(e)	Reimbursement of out of pocket expenses	0.39
	<b>Total</b>	<b>4.44</b>

## B. NON-MANDATORY REQUIREMENTS

### 1. The Board

A Non-Executive Chairman may be entitled to maintain a Chairman's Office at the Company's expenses and also allowed reimbursement of expenses incurred in performance of his duties.

### 2. Shareholders' Rights

A half-yearly declaration of financial performance including summary of the significant events in last six months may be sent to each household of shareholders.

The quarterly financial results are announced within 45 days from the close of the respective quarter. However, in case of the last quarter, the quarterly results and the audited annual results are announced within 60 days from the close of the quarter. The results are published in leading newspapers. The financial results, press releases and other major events/ developments concerning the company are also posted on the company's website [www.tnpl.com](http://www.tnpl.com).

The half-yearly results of the company are published in more than one English newspaper having a wide circulation and in one Tamil Newspaper having wide circulation. The results are not sent to the shareholders individually.

### **3. Audit qualifications**

The company has ensured to remain in the regime of unqualified financial statement.

### **4. Separate posts of Chairman and CEO**

The company may appoint separate persons to the post of Chairman and Managing Director/CEO.

As per the Companies Act, 2013, no individual shall be appointed or reappointed as the Chairperson of the company as well as the Managing Director or Chief Executive Officer of the company at the same time after the date of commencement of the new Act if the Articles of such a company provides otherwise. In order to comply with the new Act, the Articles of Association of the company has been amended to provide for appointment as Chairman & Managing Director.

### **5. Reporting of Internal Auditor**

At the recommendations of the Audit Committee, the Board has appointed M/s B. Thiagarajan & Co., Chartered Accountants as its Internal Auditor for the year 2021-22, that Audits and reviews internal controls and operating systems and procedures of the Company.

The Internal Auditor may report directly to the Audit Committee and the report on findings of Internal Audit are submitted to the Audit Committee periodically. This is the practice being followed.

### **6. Compliance with the Corporate Governance Voluntary Guidelines 2009**

With an objective of encouraging adoption of better practice in achieving the highest standard of corporate governance, the Ministry of Corporate Affairs, Government of India published the Corporate Governance Voluntary Guidelines 2009. These guidelines will also translate into a much higher level of stakeholders' confidence to ensure long term sustainability and value generation by business. The guidelines broadly focus on areas such as Board of Directors, responsibilities of the Board, Audit Committee functions, roles and responsibilities, appointment of Auditors, compliance with Secretarial Standards and a mechanism for whistle blower support. The company is substantially in compliance with the Corporate Governance Voluntary Guidelines 2009 and is in the process of adopting and implementing other practices as suggested in the Guidelines.

Place: Chennai  
Date: 18.05.2022

For and on behalf of the Board

S. KRISHNAN, I.A.S.  
CHAIRMAN AND MANAGING DIRECTOR

**CERTIFICATE BY CEO AND CFO PURSUANT TO REGULATION 17(8) OF SEBI  
(LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

To,  
The Board of Directors,  
Tamil Nadu Newsprint and Papers Limited.

1. We have reviewed the financial statements and the cash flow statement for the year ended 31.03.2022 and that to the best of our knowledge and belief:
  - a) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading
  - b) these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
2. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year ended 31.03.2022 which are fraudulent, illegal or violative of the Company's code of conduct
3. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of the internal control systems of the company pertaining to financial reporting and we have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
4. We have indicated to the Auditors and the Audit Committee:
  - a) that there are no significant changes in internal control over financial reporting during the year ended 31.03.2022;
  - b) that there are no significant changes in accounting policies during the year ended 31.03.2022; and
  - c) that there are no instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the company's internal control system over financial reporting.

For TAMIL NADU NEWSPRINT AND PAPERS LIMITED

S. Krishnan, IAS  
Chairman and Managing Director

Sathya Ananth  
General Manager (Finance) & CFO

Place : Chennai  
Date : 18.05.2022

**CERTIFICATE OF COMPLIANCE WITH THE CODE OF CONDUCT POLICY**

As provided under Regulation 26(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board Members and the Senior Management Personnel have confirmed compliance with the Code of Conduct for the period ended 31st March 2022.

For TAMIL NADU NEWSPRINT AND PAPERS LIMITED

Place: Chennai  
Date: 18.05.2022

**S. KRISHNAN I.A.S.,**  
CHAIRMAN AND MANAGING DIRECTOR



## ANNEXURE - VIII BUSINESS RESPONSIBILITY REPORT FY 2021-2022

### Preface

Reporting on environmental and social parameters is on the rise. Growing expectations from internal as well as external stakeholders along with stringent norms is driving organizations to disclose their performance on economic, environmental and social aspects to understand the impacts caused by them in their day to day activities.

Our vision of being the market leader in manufacturing world-class eco-friendly Paper and Paper Boards is our internal driver for embedding sustainability into our daily practices.

We have embarked on the journey of developing this business responsibility report based on the suggested framework of SEBI. We consider this as an opportunity to communicate our performance and progress across Environmental, Social and Governance aspects for the financial year (FY) 2021-22.

### Section A: General Information about the Company

1. Corporate Identity Number (CIN) of the Company:L22121TN1979PLC007799
2. Name of the Company: Tamil Nadu Newsprint and Papers Limited
3. Registered address: 67, Mount Road, Guindy, Chennai - 600032.
4. Website:www.tnpl.com
5. E-mail id: invest\_grievances@tnpl.co.in
6. Financial Year reported: 2021-22
7. Sector(s) that the Company is engaged in (industrial activity code-wise):
  - i. Pulp, Paper & Paper Board - 4802
  - ii. Power Utility - 2716
  - iii. Cement Manufacturing - 2523
8. List three key products/services that the Company manufactures/provides (as in balance sheet)
 

Products	Services
Paper and Paper board	Energy
Cement	
9. Total number of locations where business activity is undertaken by the Company
  - i. Number of International Locations (Provide details of major5) - None
  - ii. Number of National Locations –Regd. Office - 1
  - iii. Factory/Mill - 2 Locations
  - iv. Branches– 7 Locations
10. Markets served by the Company – We serve the Local/ State/ National/International markets

**Section B: Financial Details of the Company**

1. Paid up Capital (Rs. In Crore) – 69.21
2. Total Turnover (Rs. In Crore) – 3971.37
3. Total profit after taxes (Rs. In Crore) – 14.33
4. Total Spending on Corporate Social Responsibility (CSR) as percentage of profit before tax (%) – We are committed to make growth more inclusive by focusing on the needs of our society and thereby creating a larger social value. We believe that working towards growth includes responding to its social responsibility. We have spent 2% of average net profit of last three years on the CSR activities in the reporting year.

**ds** 5. List of activities in which expenditure in 4 above has been incurred:

We have been working in the following areas for the benefit of communities.

- i. Education
- ii. Healthcare and Medical Service
- iii. Infrastructure Development
- iv. Social development
- v. Livelihood/Economic Improvement
- vi. Environment & Sanitation
- vii. Culture and Heritage
- viii. Soil & Water conservation

**Section C: Other Details**

**1. Does the Company have any Subsidiary Company/Companies?**

The Company does not have any Subsidiary.

**2. Do the Subsidiary Company/Companies participate in the BR Initiatives of the parent company? If yes, then indicate the number of such subsidiary company(s).**

Since the Company does not have any Subsidiary, this is not applicable.

**3. Do any other entity/entities (e.g. suppliers, distributors etc.) that the Company does business with participate in the BR initiatives of the Company? If yes, then indicate the percentage of such entity/entities? [Less than 30%, 30-60%, More than 60%]**

No other entities that our Company does business with, participate in the BR initiatives of the Company.

**Section D: BR Information**

**1. Details of Director/Directors responsible for BR**

a) Details of the Director/Directors responsible for implementation of the BR policy/policies

Name	DIN Number	Designation
Dr. M. Sai Kumar, IAS	03605028	Chairman and Managing Director

**b) Details of the BR head**

Sr. no	Particulars	Details
1.	DIN Number (if applicable)	03605028
2.	Name	Dr. M. Sai Kumar, IAS
3.	Designation	Chairman and Managing Director
4.	Telephone number	044-22354343/22354353
5.	e-mail id	cmdoffice@tnpl.co.in

**2. Principle-wise (as per NVGs) BR Policy/policies (Reply in Y/N)**

S No	Particulars	P1	P2	P3	P4	P5	P6	P7	P8	P9
1	Do you have a policy/policies for	Y	Y	Y	Y	Y	Y	Y	Y	Y
2	Has the policy being formulated in consultation with the relevant stakeholders?	Y	Y	Y	Y	Y	Y	Y	Y	Y
3	Does the policy conform to any national /international standards? If yes, specify? (50 words)	Y The policies have been developed as per The Companies Act, 2013 and SEBI Listing Regulations. These are also on the lines of the 'National Voluntary Guidelines on Social, Environment, and Economic responsibilities of businesses' (NVG-SEE) established by the Ministry of Corporate Affairs, Government of India in 2011.								
4	Has the policy been approved by the Board?  Is yes, has it been signed by CMD/ owner/CEO appropriate Board Director?	Y	Y	Y	Y	Y	Y	Y	Y	Y
5	Does the company have a specified committee of the Board/ Director/ Official to oversee the implementation of the policy?	Y	Y	Y	Y	Y	Y	Y	Y	Y
6	Indicate the link for the policy to be viewed online?	*	*	*	*	*	*	*	*	*
Link for policies on our website provided below										
7	Has the policy been formally communicated to all relevant internal and external stakeholders?	Y	Y	Y	Y	Y	Y	Y		Y
8	Does the company have in-house structure to implement the policy/policies	Y	Y	Y	Y	Y	Y	Y	Y	Y
9	Does the Company have a grievance redressal mechanism related to the policy/policies to address stakeholders' grievances related to the policy/policies?	Y	Y	Y	Y	Y	Y	Y	Y	Y
10	Has the company carried out independent audit/evaluation of the working of this policy by an internal or external agency?	Y	Y	Y	Y	Y	Y	Y	Y	Y

\* The weblink of various policies are as follows:

- Principle 1:** <https://www.tnpl.com/Code-of-Conduct>
- Principle 2:** <https://www.tnpl.com/uploads/documents/41fbbd534b5ae3687972b47c757c3ded.pdf>  
<https://www.tnpl.com/uploads/documents/cc9875b0e45b43d2438e85d9cce66bef.pdf>  
<https://www.tnpl.com/uploads/documents/Energy%20Policy%20for%20TNPL%20UNIT-II.pdf>
- Principle 3:** <https://www.tnpl.com/uploads/documents/94fff5376839441c6316ac02620a9ffc.pdf>
- Principle 4:** <https://www.tnpl.com/uploads/documents/7877c74681dd973082841069c74994aa.pdf>  
<https://www.tnpl.com/uploads/documents/DCF7a32a6cDb23df14adbebbd5b623f7.pdf>
- Principle 5:** <https://www.tnpl.com/uploads/documents/499fb86875c320bf2ab0c19d171740ec.pdf>
- Principle 6:** <https://www.tnpl.com/uploads/documents/2927ffde6495d426649be0f825a4f718.pdf>
- Principle 7:** <https://www.tnpl.com/uploads/documents/c321413fe16739506937affeb089c067.pdf>
- Principle 8:** [https://www.tnpl.com/uploads/documents/TNPL\\_CSR\\_Policy.pdf](https://www.tnpl.com/uploads/documents/TNPL_CSR_Policy.pdf)
- Principle 9:** <https://www.tnpl.com/uploads/documents/2927ffde6495d426649be0f825a4f718.pdf>  
<https://www.tnpl.com/uploads/documents/6a3e8148b4d2ba3075aa7d1f2400bda0.pdf>

2a. If answer to Sr. no 1 against any principle, is 'No', please explain why: (Tick up to 2 options):

Not Applicable

S No	Particulars	P1	P2	P3	P4	P5	P6	P7	P8	P9
1	The company has not understood the Principles	Not Applicable								
2	The company is not at a stage where it finds itself in a position to formulate and implement the policies on specified principles									
3	The company does not have financial or manpower resources available for the task									
4	It is planned to be done within next 6 months									
5	It is planned to be done within the next 1 year									
6	Any other reason (please specify)									

### 3. Governance related to BR

- Indicate the frequency with which the Board of Directors, Committee of the Board or CEO to assess the BR performance of the Company.  
The Company's BR performance shall be assessed annually.
- Does the Company publish a BR or a Sustainability Report? What is the hyper link for viewing this report?

How frequently it is published?

Business responsibility report FY 16-17 was the TNPL's first report. The report was published along with our annual report and uploaded on the company's website. Going forward, we plan to publish the report annually.

\* The BRR for FY 2020-22 is uploaded in the website of the Company along with Annual Report.

## Section E: Principle-wise performance

### Principle 1: Businesses should conduct and govern themselves with Ethics, Transparency and Accountability

At TNPL, we appreciate the value of responsible corporate governance, characterized by high standards to demonstrate transparency, reliability and ethical values. Constructed on a sound philosophy, ethics, values and accountability, our corporate governance ethos works within a culture that emphasizes a framework of conformance and compliance. Our governance framework is about maximizing shareholder value legally, ethically and sustainably.

#### Does the policy relating to ethics, bribery and corruption cover only the company? Yes/ No. Does it extend to the Group/Joint Ventures/ Suppliers/Contractors/NGOs /Others?

Our policy relating to the above aspects cover only the Company. Our Code of Conduct shapes the culture and reputation of the Company and serves as the groundwork in how we act and make decisions.

#### How many stakeholder complaints have been received in the past financial year and what percentage was Satisfactorily resolved by the management? If so, provide details thereof, in about 50 words or so.

During this reporting period, we have received two complaints from shareholders and the same have been resolved. We have not received complaints from any other stakeholders.

The Company Secretary is entrusted with the responsibility to look into the redressal of the shareholders and investors complaints and report the same to the Stakeholders Relationship Committee.

### Principle 2: Sustainable products and services

TNPL is focusing on Circular Economy to ensure sustainability by using environment friendly raw materials (bagasse agricultural residue, Post consumer & Pre consumer waste paper and wood from social forestry and Captive and Farm Forestry model of plantations) for manufacture of paper.

List upto 3 products or services whose design has incorporated social or environmental concerns, risks, and/or opportunities.

TNPL Products are manufactured from Bagasse, a sugarcane residue, Waste Paper, a reclaimed material. The other raw material is wood which is sourced from TNPL's captive and farm forestry plantation. Hence social and environmental concerns are incorporated in all the products of TNPL.

All Paper and Paperboard products manufactured by TNPL are ecofriendly and fully recyclable. The company uses three sources of Fiber which are the basic constituents of paper.

**Wood:** Wood is sourced from captive plantations and through Social Farm Forestry programs. All clonal saplings are provided by the company.

**Bagasse:** Bagasse is an agricultural residue which is used for paper making by the company. This agri residue would have been fired in the boilers causing considerable environmental pollution had it not been used for paper making

**Pre and Post Consumer Waste:** The Company manufactures many grades of paper and paperboards using pre and post-consumer waste through environment friendly processes.

In addition to the above the company has manufactured grades like Aura Fold Plus and Aura Brilliant Plus with higher bulk and stiffness. This leads to light weighting of packaging material and less usage of paper for packing the same product. The company also makes 1 PE/ 2 PE boards and cup stock boards which help reduce plastic usage. All these products are used in replacement of plastic

Tamilnadu Newsprint and Papers Limited (TNPL), Unit II has thoughtfully diversified its products portfolio taking the sustainability aspects into account. Many of our products are manufactured using furnish containing Deinked-,

Bagasse and Recycled pulps. In line with its sustainability commitment, TNPL has developed new products such as Aura Ivory Board (AIB), Aura Snow white (ASW), Aura Flute Green (AGF), & Aura Supreme Green (ASG), Aura Eco Plus (AEP) incorporating Bagasse pulp in the products. Bagasse, being an agricultural by product, is an important eco friendly and sustainable raw material. Products such as Aura Green Board (AGB), Aura Green Uncoated (AGU), Aura Green Liner (AGL), and Aura Pearl (AUP) are manufactured predominantly using waste paper and deinked pulps in the furnish. FSC certified products are also manufactured based on the customer’s request. Trials are underway to develop sustainable barrier coated products to replace plastic in the cupstock variety.

For each product, provide the following details in respect of resources (energy, water, raw material etc.) per unit of product.

We manufacture Writing and Printing Paper, Packing Board and Cement. The resources utilized per ton of product are as follows:

Product	Consumption per ton of production		
	Power / Steam	Water	Raw-material
Paper	1434 kWh/MT	35 m3 /MT	0.784 MT / MT of paper
Packaging Board	450 kWh/MT	11.06 m3/MT	0.835 MT / MT of Board
Cement	101 kWh / MT	Nil	Lime Sludge (@1% moisture) : 52770 MT; Fly ash – 99403 MT

**Does the company have procedures in place for sustainable sourcing (including transportation)?**

The company is sourcing wood through its Captive Plantation & Farm forestry model and from Tamil Nadu Forest Plantation Corporation (TAFCON).

Pulpwood is certified by Forest Stewardship Council Forest Management (FSC-FM) Certification and Forest Stewardship Council Chain of Custody (FSC-COC) certification which ensures that paper manufacture from wood is managed socially and environmentally in a responsible way.

TNPL has obtained Forest Management certificate from the Forest Stewardship Council for our captive plantation from M/s NEPCON, Estonia and it is valid upto July 2023. TNPL have also received the Chain-Of-Custody (COC) certification from M/s NEPCON, Estonia.

The company has manufactured 54469 MT of deinked pulp from reclaimed material.

**What percentage of the inputs were sourced sustainably?**

100% of raw materials required for manufacturing Writing and Printing paper are sourced in a sustainable manner.

**Has the company taken any steps to procure goods and services from local & small producers, including communities surrounding their place of work?**

**Does the company have mechanism to recycle products and waste? If yes, what is the percentage of recycling waste and products?**

The company procures post consumer waste notebooks and books from local universities (exam papers) and department of stationery and printing (office waste paper) and packing waste. These are recycled to make paper. In addition we recycle the water being used in the paper making process.

The lime sludge generated in our soda recovery process and fly ash generated in our power boiler (both Unit I and Unit II) are utilized in LFSM for cement manufacturing.

**Principle 3: Businesses should promote the wellbeing of all employees**

We comply with the applicable requirements regarding employee engagement covering collective bargaining, grievance redressal and other labour laws. To ensure well-being of our employees irrespective of whether they

are permanent or contractual, we have taken conscious steps to implement relevant practices and processes for enhancing work place safety.

**Do you have an employee association that is recognized by management? What percentage of your permanent employees is member of this recognized member association?**

Yes, We, at TNPL, have developed a system of determining "Recognized Trade Unions" through secret ballot conducted once in 4 years. 97.66% of permanent employees are members of the trade unions.

**Please indicate the number of complaints relating to child labour, forced labour, involuntary labour, sexual harassment in the last financial year and pending, as on the end of the financial year**

During the reporting period there was no incident of child labour, forced and involuntary labour, sexual harassment or any form of harassment.

**Policies and measures taken to prevent cases of Child Labour, Sexual Harassment and discriminatory employment**

**Prevention Child Labour**

The minimum age limit for recruitment is 18 years as stated in our Code of Conduct and the standing order.

**Prevention of Forced Labour / Involuntary Labour**

Forced Labour/ Involuntary Labour is prohibited in the work place which covers contractors and suppliers as well. We have developed robust systems and processes and have adopted good practices to address such incidents as per the statutory requirements.

**Prevention of Sexual Harassment**

We have constituted an Internal Complaints Committee (ICC) and have implemented a policy on prevention, prohibition and redressal of sexual harassment at workplace as per the provisions of the sexual harassment of women at work places including contractual women employees (Prevention, Prohibition and Redressal) Act, 2013 and Rules there under.

**Prevention of Discriminatory Employment**

As part of the employment practices and processes covering contractual work force, we follow policies which provide equal opportunities to all and do not discriminate based on caste, creed, gender, race and religion.

**What percentage of your under mentioned employees were given safety & skill upgradation training in the last year?**

- Permanent employees
- Permanent women employees
- Casual / Temporary / Contractual employees
- Employees with disability

All our employees have been given mandatory safety training, as part of our Company's protocol. Besides, we regularly impart safety training on any potential new processes implemented.

We have implemented systems with a strong focus on compliance and operational discipline, performance monitoring and enforcement of rules wherever necessary. We also conduct periodical safety training programmes on the topics such as Safety Awareness, First Aid, Road Safety, Electrical Safety, Hazardous Safety and Fire Safety etc.

We have formulated an Occupational Health, Safety and accident prevention programme to ensure department safety as well as individual safety of the employees. We conduct regular safety inspections and internal safety audits of hazardous process and chemical storages through qualified safety officers. To improve the safety aspects, we conduct safety committee meetings periodically and suggestions from the areas are being implemented.

**Principle 4: Businesses should respect the interests of, and be responsive to the needs of all stakeholders, especially those who are disadvantage vulnerable, and marginalized.**

We are actively involved in developing and sustaining relationships with our key stakeholders. Our stakeholder engagement strategies have been designed in line with the needs of respective communities. Our engagement process with stakeholders serves a dual purpose of improved risk management to ensure better outcomes on the ground.

**Has the company mapped its internal and external stakeholders?**

Yes, we have mapped our internal and external stakeholders to include the following internal and external stakeholder groups.

Internal Stakeholders	External Stakeholders
Employees and Management	Suppliers and Vendors
	Customers
	Banks and Lending Institutions
	Government
	NGO
	Local Community / Society
	Shareholders

The Company's website [www.tnpl.com](http://www.tnpl.com) contains comprehensive information for the stakeholders about the Company. The Company also has designated an exclusive email-id for investor services – [invest\\_grievances@tnpl.co.in](mailto:invest_grievances@tnpl.co.in). The Company also promptly intimates the Stock Exchanges about all price-sensitive information or such other matters which in its opinion are material and of relevance to the stakeholders of the Company.

**Has the company identified the disadvantaged, vulnerable, and marginalized stakeholders?**

Yes. Our business operations have evolved balancing business principles and responsibility towards economic, environmental and social sustainability. Based on our socio-economic impact assessment studies, we have developed measures to identify, prioritize concerns of stakeholders coming from sections of society which are disadvantaged, vulnerable and marginalized. These stakeholders are children, differently abled people, unemployed youth, women and vulnerable farmers.

**Are there any special initiatives taken by the company to engage with the disadvantaged, vulnerable and marginalized stakeholders? If so, provide details thereof, in about 50 words or so.**

We have undertaken several programmes in the areas of Education, Healthcare, Social development, Livelihood and Economic improvement, Environment and Sanitation, Infrastructure, Soil and water conservation to support the disadvantaged, vulnerable and marginalized section of stakeholders. Educational assistance, free education, aid and appliances to differently abled sections of the society, medical camps, Health awareness camp, skill training, cattle care and vaccination camps ,Blood donation camp, Free Eye camp, Awareness camp on Health care, Anemia awareness camp and in order to bring proficiency in English , spoken English classes had been conducted to Govt. Primary / Middle schools children.

**Principle 5: Businesses should respect and promote human rights**

**Does the policy of the company on human rights cover only the company or extend to the Group/ Joint Ventures/Suppliers/Contractors/NGOs/Others?**

Our policy on human rights is applicable to all our manufacturing facilities, off-sites at sugar mills/ wind farms, conversion centre of paper and paper board, corporate office and marketing branches across the country. Besides the above, other stakeholder's viz. suppliers, vendors and surrounding residents can approach the senior management personnel and discuss about grievance, if any, relating to human rights.



### How many stakeholder complaints have been received in the past financial year and what per cent was satisfactorily resolved by the management?

There have been no stakeholder complaints concerning violation of human rights received during the 2021-22. FY

In case of violation, employees can lodge a formal complaint or avail the Grievance Redressal Mechanism, anonymously if required. The employee has freedom to address his grievance to his immediate seniors, if not resolved the same is referred to the Section head / HOD. If still the problem persists, the grievance is carried forward to the HR department. The other stakeholders can report complaints by approaching any authority in case of violation of human rights.

### Principle 6: Businesses should respect, protect, and make efforts to restore the environment

#### Does the policy related to Principle 6 cover only the company or extend to the Group/Joint Ventures/ Suppliers/Contractors/NGOs/Others

The company Integrated Management System policy committed to achieve environment objective through sustained R & D efforts and process improvements. The policy also committed to empower employees to work towards contributing to and improving the Integrated Management System in the organization.

#### Does the company have strategies/ initiatives to address global environmental issues such as climate change, global warming, etc.?

The following are the major activities taken to reduce the Global warming.

**Biogas from Bagasse Wash water:** The company generated biogas from Bagasse wash water. The utilized biogas reducing the Green House Gas emission due to avoidance of methane to the atmosphere and also reduces the Green House Gas emission due to reduction of furnace oil consumption as the captured biogas is utilized in lime kilns. The details for the year 2021-22 are presented in the below table.

Sl. No	Parameter	UOM	Value
1	Biogas used in lime kiln	Lakh m3	84.55
2	Furnace oil savings	KL	5073
3	Reduction in Green House Gas Emission	t CO2 e	111354

#### Generation of Power by Firing of Black liquor Solids:

The black liquor generated from the Hard Wood and Bagasse plant is fired in the Chemical Recovery Boiler and the steam generated is passed through turbo generator to generate the Green Power. The details for the year 2021-22 along with reduction of Green House Gas emission is presented in the below table.

Sl.No	Parameter	UOM	Value
1	Black liquor Solid fired	MT	4,09,184
2	Reduction in Green House Gas Emission	t CO2 e	4,83,499

**TNPL Captive plantation and farm Forestry:** TNPL has raised plantation in 23,600 acres of land in 2021-22 totaling about 2,11,280 acres of land as on 31/03/2022 covering various parts of Tamil Nadu under Captive and Farm Forest model.

**Usage of Carbon neutral Bio fuel :** The company is utilizing the agro fuel (i.e.) carbon neutral bio fuel like Bagasse Pith, Wood Dust and Wood Bark to operate our boilers which replaces coal. The details of Agro fuel consumption for the year 2021-22 along with reduction of Green House Gas emission is presented in the below table.

Sl. No	Parameter	UOM	Value
1	Agro fuel	Lakh MT	1.69
2	Green House Gas Reduction	t CO2 e	113099

**Wind Energy:** The Company has installed 35.5 MW of Wind energy generators in Devarkulam and Perunkudi, Tamil Nadu. The electricity generated and the green house gas emission for the year 2021-22 is presented in the below table.

Sl.No	Parameter	UOM	Value
1	Electricity Generation	Lakh KWh	407.31
2	Green House Gas Reduction	t CO2 e	37921

**Utilization of lime sludge & fly ash in LSFM:** The lime sludge generated from soda recovery process and fly ash generated from power boiler of Unit-I and Unit-II of TNPL, TNEB (Mettur), and NLC are utilized in manufacturing of cement. This served a dual purpose of fulfilling raw material requirement and effective waste management. The details for the year 2021-22 are presented in the below table.

Sl.No	Parameter	UOM	Value
1	Lime sludge utilization in cement manufacturing	MT	52770 MT @ 1% Moisture
2	Lime Stone Conserved	MT	61917 MT
3	Fly Ash utilization in cement manufacturing	MT	99403 MT

**Does the company identify and assess potential environmental risks?**

Yes. The company has certified for ISO 14001 Environment Management System based on 2015 version. The environment Risk and Opportunities for the operation of the company are documented in the manual and assessed by the certification body.

**Does the company have any project related to Clean Development Mechanism? If so, provide details thereof. Also, if yes, whether any environmental compliance report is filed?**

Yes, Four projects are registered under clean development projects. Even though the crediting period are over for the above projects these projects continue to contribute to environmental credibility in terms of greenhouse gas emission reduction of around 2.1 lakh MT CO2 equivalent per year

**Has the company undertaken any other initiatives on – clean technology, energy efficiency, renewable energy, etc.? Y/N. If yes, please give hyperlink for web page etc.**

**Unit I: Paper Plant:**

1. PAT – II Cycle: Commenced in the year 2016-17 and covered the FY 2016-17, 2017-18 and 2018-19. The base line for the assessment period is 2014-15 and accordingly the SEC for TNPL was freezed at 0.7680 TOE/MT of paper (after normalization). As per the notification we have to reduce 6% in Energy consumption during the period. The Target SEC for TNPL is 0.7234 TOE/MT of paper. TNPL achieved SEC 0.6528 TOE/MT which is lower than the targeted SEC. For this Accredited Energy Auditor M/s CII, Hyderabad conducted M&V Audit and received 26352 EScerts.
2. TNPL Implemented 33 Energy conservation measures during FY 2021-22 thereby saving electrical energy equivalent to 40.45 lakh KWh and thermal energy equivalent to 256 MT of imported coal, 5073 KL of furnace oil.
3. TNPL is awarded as "Energy Efficient unit" for the year 2021 in the 22<sup>st</sup> National Award for Excellence in Energy Management instituted by CII-Hyderabad.
4. TNPL has been honored with ISO 50001:2018 certification by TUV NORD.

**Unit II: Packaging Board:****Energy Conservation**

1. TNPL Unit – II is covered under PAT – V cycle by BEE. Considering 2017-2018 as baseline data BEE estimated a Specific Energy Consumption (SEC) of 0.3991 MTOE/MT of Board. BEE has fixed the SEC as 0.3761 MTOE/Mt of board in 2021-2022.
2. Introduction of LED lamps in major areas considering the LUMENS requirement, in order to increase the life of the lamps and reduce energy consumption.

**Clean Technology**

1. Our plant is certified with ISO 9001, ISO 14001, ISO 45001 Integrated Management System, ISO 50001:2011 Energy Management System (EnMS). The processes are followed as per the requirements.
2. Primary sludge from Effluent Treatment Plant is used for sundried board manufacturing and secondary sludge for plantation as manure.
3. Fresh water saving by using clarified water for equipment's in BM4 (68 equipment's).
4. Fresh water saving by using clarified water for secondary dilution in BM4.
5. Fresh water saving by collecting all the return water from mechanical seals in BM4 equipment's.
6. Fresh water saving in WPP by closing the sealing water for the L3 Stream when equipment's are not in operation.
7. Fresh water saving by using sealing water instead of fresh water for Heat exchangers in WPP.
8. Plastics generated during processing of waste paper is being sent to other cement plants and used as Alternate fuel.
9. Coating sludge and boiler fly ash are used in our cement plant.
10. Boiler blow down water used for cooling tower make up to reduce process water consumption.

**Are the Emissions/Waste generated by the company within the permissible limits given by CPCB/SPCB for the financial year being reported?**

**Air emissions:** The stack emission air qualities at all chimneys are monitored as prescribed by the PCB. The ambient air quality is continuously monitored online through Continuous Ambient Air Quality Monitoring System (CAAQMS) as per the requirement of PCB. The air quality levels are well within the standards and limits prescribed by the PCBs.

**Effluents:** The effluent treatment plant installed at the factory works effectively in meeting the regulatory norms prescribed by the PCBs. The treated water is discharged for irrigation through Treated Effluent Water Lift Irrigation Society scheme (TEWLIS).

**Solid waste:** The solid waste generated at the factory and the housing colony is disposed off as per the guidelines prescribed by the PCBs

**Number of show cause / legal notices received from CPCB/SPCB which are pending (i.e. not resolved to satisfaction) as on end of Financial Year.**

Nil, We ensure that the emissions and waste generated by us at our various locations is well below the limits given by CPCB and State Pollution Control Board (SPCB). We have not received any show cause notices from either CPCB or SPCB in the reporting year.

**Principle 7: Businesses, when engaged in influencing public and regulatory policy, should do so in a responsible manner**

**Is your company a member of any trade and chamber or association? If Yes, Name only those major ones that your business deals with:**

We are members of the following associations through which we actively participate for overall development of the industry.

- a. IPMA- India Paper Manufacturers Association
- b. CII - Confederation of Indian Industries
- c. FIEO - Federation of Indian Export Organizations
- d. CAPEXIL - Chemicals & Allied Products Export Promotion Council
- e. Andhra Chamber of Commerce
- f. IMPA- Indian Paper Mills Association
- g. IWPA : Indian Wind Power Association
- h. TECA : Tamil Nadu Electricity Consumers Association
- i. TPPA : Tamil Nadu Power Producers Association

**Have you advocated/lobbied through above associations for the advancement or improvement of public good? Yes/No; if yes specify the broad areas (drop box: Governance and Administration, Economic Reforms, Inclusive Development Policies, Energy security, Water, Food Security, Sustainable business Principles, Others)**

As a member of various associations, our efforts have been to make a difference in the areas of economic/tax reforms, inclusive development policies, energy security, water availability/management & sustainability issues, sustainable business principles and environmental policy.

As a part of the Indian Paper Mills Association (IMPA), we have supported the initiative of using degraded land for plantation of eucalyptus trees to source wood for our paper production.

**Principle 8: Businesses should support inclusive growth and equitable development.**

Our strategy towards inclusive growth ensures the equitable distribution of economic benefits. We have been able to achieve this by creating productive economic opportunities and upliftment of the poor being vulnerable sections of the society.

**Does the company have specified programmes/initiatives/projects in pursuit of the policy related to Principle 8?**

**If yes details thereof.**

TNPL is focus more on Health Care and Medical Services for preventive Covid-19, apart from that TNPL has undertaken Infrastructure Development, Social Development, Livelihood / Economic Development, Environment & Sanitation, Culture & Heritage, Soil and Water Conservation and Education, Industrial Training and other welfare activities to the rural people of the surrounding villages

**Industrial Training Institute:**

Since August 2014 onwards, an Industrial Training Institute in affiliation with National Council Vocational Training (NCVT) and the Quality Council of India (QCI) is being run through TNPL Arakkodai Trust at the premises situated in TNPL township area covering four trades, Instrument Mechanic, Fitter, Electrician and Welder.

**Are the programmes / projects undertaken through in-house team/own foundation /external NGO/government structures /any other organization?**

Community welfare activities are being carried out with the support of "TNPL Arakkodai Trust". It mainly covers Education, Health Care and Medical Services, Infrastructure Development, Social Development, Livelihood / Economic Development, Environment & Sanitation, Culture & Heritage, Soil and Water Conservation and Industrial Training Sectors. TNPL is associate with State / Central Government institutions and other organizations for providing skill development training to the rural women and unemployed youths. Majority of the administrative and supporting efforts are carried out by our in-house team / representatives.

**.Have you done any impact assessment of your initiative?**

We have developed an action plan in place to carry out the improvements in terms of implementation, budget and mechanism of receiving feedback on various initiatives from the stakeholders.

**What is your company's direct contribution to community development projects-Amount in INR and the details of the projects undertaken?**

During the year 2021-22, TNPL has spent 348.39 lakh towards Corporate social Responsibility (CSR) activities as detailed below:-

S. No	Sector in which the project or activity is covered	Amount spent (Rs. in lakhs)
1	Education	67.76
2	Health Care and Medical Service	138.75
3	Infrastructure Development	5.14
4	Social Development	131.43
8	Others	5.31
	<b>Total</b>	<b>348.39</b>

**Have you taken steps to ensure that this community development initiative is successfully adopted by the community? Please explain in 50 words, or so.**

**Community Needs Assessment and On-going Review:**

Yes, TNPL is engaged reputed agency to conduct a baseline survey and impact / need assessment to initiate CSR projects, the survey is under progress.

**Principle 9: Businesses should engage with and provide value to their customers and consumers in a responsible manner.**

**What percentage of customer complaints / consumer cases are pending as on the end of the financial year?**

Nil

**Does the company display product information on the product label, over and above what is mandated as per local laws? Yes / No / N.A. / Remarks (additional information)**

In case of paper and paperboard, we display relevant product information (environment friendly aspect) on the packaging material to ensure safe and appropriate use besides complying with the statutory requirements. For cement, we display the product information mandated by the Bureau of Industrial Standards. Product labeling is done in compliance with the requirements regarding brand name, weight, grade, name of the manufacturer etc.

**Is there any case filed by any stakeholder against the company regarding unfair trade practices, irresponsible advertising and / or anti-competitive behavior during the last five years and pending as on end of financial year. If so provide details thereof, in about 50 words on so.**

No case has been filed by any stakeholder against the company regarding unfair trade practices, irresponsible advertising / or anti-competitive behavior during the last five years and pending as on end of the financial year.

**Did your company carry out any consumer survey / consumer satisfaction trends?**

We have a customer satisfaction index aligned to applicable global standards for paper and board.

On a scale of 10, we have consistently been scored at high levels. Our ratings are as follows

Score

2016-17 7.7/10

2017-18 8.9/10

2018-19 8.1/10

2019-20 7.9/10

2020-21 8/10

2021-22 8/10

## Independent Auditors' Certificate on Corporate Governance

To

**The members of Tamil Nadu Newsprint and Papers Limited.**

1. This certificate is issued in accordance with the terms of our engagement letter dated 30.09.2021
2. We have examined the compliance of conditions of Corporate Governance by **M/s. Tamil Nadu Newsprint and Papers Limited** ("the Company"), for the year ended **31<sup>st</sup> March 2022** as stipulated in Regulations 17 to 27, clauses (b) to (i) and (t) of Regulation 46(2), and paragraphs C, D and E of Schedule V of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended ('SEBI Listing Regulations').

### Management's Responsibility

3. The Company's management is responsible for compliance of conditions of Corporate Governance as stipulated under the listing regulations. This responsibility includes the design, implementation and maintenance of corporate governance process relevant to the compliance of the conditions. Responsibility also includes the design, implementation and maintenance of internal control and procedures to ensure the compliance with the conditions of Corporate Governance stipulated in the Listing Regulations.

### Auditor's Responsibility

4. Our responsibility is limited to examining the procedures and implementation thereof, adopted by the Company for ensuring the compliance with the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.
5. We have examined the books of account and other relevant records and documents maintained by the Company for the purposes of providing reasonable assurance on the compliance with Corporate Governance requirements by the Company.
6. We have carried out an examination of the relevant records of the Company in accordance with the Guidance Note on Certification of Corporate Governance issued by the Institute of the Chartered Accountants of India (the ICAI), the Standards on Auditing specified under Section 143(10) of the Companies Act 2013, in so far as applicable for the purpose of this certificate and as per the Guidance Note on Reports or Certificates for Special Purposes (Revised 2016) issued by the ICAI which requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.
7. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

### Opinion

8. Based on the procedures performed by us, in our opinion and to the best of our information and according to the explanations provided to us, we certify that the Company has complied, in all material respects, with the conditions of corporate governance as stipulated in the Listing Regulations during the year ended 31st March 2022.
9. We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

### Restriction on use

10. This certificate is issued solely for the purpose of complying with the aforesaid Listing Regulations and should not be used, referred to or distributed for any other purpose or to any other party, without our prior written consent. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose for which or to any other person to whom this certificate is shown or into whose hands it may come, without our prior consent in writing. We have no responsibility to update this Certificate for any events or circumstances occurring after the date of this Certificate.

For **A V DEVEN & CO.,**  
**CHARTERED ACCOUNTANTS**  
Firm Regn No: 000726S

Place: Chennai  
Date: May 18, 2022

CA P KANNAN  
Partner  
Membership No. 024687  
UDIN:22024687AJIEDF9928

## **INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF TAMIL NADU NEWSPRINT AND PAPERS LIMITED**

### **Report on the audit of the Financial Statements**

#### **1. Opinion**

- 1.1 We have audited the financial statements of **Tamil Nadu Newsprint and Papers Limited** ("the Company"), which comprise the Balance Sheet as at 31st March 2022, and the Statement of Profit and Loss (including Other Comprehensive Income), Statement of Changes in Equity and Statement of Cash Flows for the year then ended, and Notes to the Financial Statements, including a Summary of Significant Accounting Policies and other explanatory information ("the financial statements").
- 1.2 In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") & other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2022, and Profit and Other Comprehensive Income, changes in equity and its cash flows for the year ended on that date.

#### **2. Basis for Opinion**

- 2.1 We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### **3. Key Audit Matters**

- 3.1 Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined that the matters described below are key audit matters to be communicated in our report.



Key Audit Matter	Auditor's Response
<p><b>Recoverability of Minimum Alternate Tax (MAT) credit asset</b></p> <p>As at March 31, 2022, the Company has recognized deferred tax asset in the nature of MAT credit aggregating to ₹ 29623.54 lakhs.</p> <p>Recognition of MAT credit asset requires significant judgement regarding the likelihood of its realization within the utilization period as provided under the tax laws which envisages that the company earns adequate profit as per the projections considered for evaluating the appropriateness of carrying value of MAT credit.</p> <p>These future taxable profits reckoned for this purpose are based on the business plan prepared by the management and projected post-tax cash flows of the Company. The management's conclusions in this regard are significantly dependent on future business plans which are susceptible for uncertainties involved in forecasting such profits.</p> <p>We identified this as key audit matter for current year audit owing to the materiality of the amounts involved and inherent subjectivity involved in the determination of utilization of MAT credit.</p> <p>(Refer to note 3(p)(ii) for the accounting policy and Note No.21 to the financial statements.)</p>	<p>Our audit procedures in relation to assessment of appropriateness of MAT credit recognized, are as follows:</p> <ul style="list-style-type: none"> <li>• Assessed and tested the design and operating effectiveness of the Company's controls over recognition of the MAT credit entitlement.</li> <li>• Assessed the Company's analysis for MAT credit realisability based on future projections of taxable profits.</li> <li>• Tested the appropriateness of the forecast of tax liability as per the tax laws.</li> <li>• Obtained and evaluated sensitivity analysis performed by the management on aforesaid key assumptions covering the future profitability.</li> <li>• Assessed the appropriateness and adequacy of the related disclosures in the financial statements.</li> </ul>
<p><b>Contingent Liabilities</b></p> <p>Assessment of Provisions and Contingent liabilities in respect of various litigations including Direct and Indirect Taxes, claims filed by other parties not acknowledged as debt.</p> <p>Taxation and other litigation exposures have been identified as a key audit matter due to timescales involved for resolution and the potential financial impact arising out of these on the financial statements given the inherent complexity and magnitude of potential exposures across the Company and the judgement necessary to estimate the amount of provisions required or to determine required disclosures. Further significant management judgement is involved in assessing the exposure of each case and eventual obligation on the company and thus there is a risk that such cases may not be adequately provided for or disclosed.</p> <p>These estimates could change substantially over time as new facts emerge and each legal case progress and subsequent judicial guidance emerges or statutory amendments if any with retrospective effects are enacted having a bearing on the ongoing litigation.</p> <p>(Refer to note 38 to the financial statements)</p>	<p>Our audit procedures included the following:</p> <ul style="list-style-type: none"> <li>• Gained an understanding of the process of identification of claims, litigations and contingent liabilities and identified key controls in the process. For selected controls we have performed relevant control tests.</li> <li>• Obtained the summary of Company's legal and tax cases and critically assessed management's position through discussions with the Legal Counsel and operational management, on both the probability of success in significant cases, and the magnitude of any potential loss.</li> <li>• Obtained and reviewed external legal opinions (where considered necessary and made available) and other evidence to corroborate management's assessment of the risks in respect of pending litigations.</li> <li>• Engaged with legal experts to evaluate the appropriateness of the legal positions taken by the management with respect to different tax issues.</li> <li>• Assessed whether management assessment of similar cases is consistent across the plants/divisions or that differences in positions are adequately justified.</li> <li>• Assessed the appropriateness of disclosures made in the financial statements to examine whether they reflect the facts and circumstances of the respective litigations and the requirements of relevant accounting standards.</li> </ul>

## **4. Emphasis of Matter**

Attention is invited to Note 2(d) to the financial statements, which describes the management's assessment of the impact of the outbreak of Coronavirus (Covid-19) on the business operations of the company. Notwithstanding the impact on the financial performance of the company for the year the management believes that no adjustments are required to the financial statements for the current financial year. However, in view of the highly uncertain economic environment, caused by repetitive outbreaks of pandemic causing lockdowns for longer durations a definitive assessment of the impact on the subsequent periods including that of ability to continue normal operations is dependent upon circumstances as they evolve.

Our opinion is not modified in respect of this matter.

## **5. Information Other than the Financial Statements and Auditor's Report thereon**

- 5.1 The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in Board's Report including Annexures to Board's Report and Shareholder's Information, but does not include the financial statements and our auditor's report thereon.
- 5.2 Our opinion on the financial statements does not cover the other information and we do not express any form of assurance/conclusion thereon.
- 5.3 In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.
- 5.4 If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

## **6 Responsibilities of Management and Those Charged with Governance for the Financial Statements**

- 6.1 The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.
- 6.2 In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.
- 6.3 Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

## **7 Auditor's Responsibilities for the Audit of the Financial Statements**

- 7.1 Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.
- 7.2 As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- a. Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- b. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- c. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- d. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- e. Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

- 7.3 We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.
- 7.4 We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.
- 7.5 From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

## 8. Report on Other Legal and Regulatory Requirements

- 8.1 As required under Section 143[5] of the Companies Act, 2013, we give in the "**Annexure A**" our report on the directions issued by the Comptroller and Auditor General of India
- 8.2 As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in "**Annexure B**", a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
- 8.3 As required by Section 143 (3) of the Act, we report that:
  - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

- b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- c. The Balance Sheet, the Statement of Profit and Loss, Statement of Changes in Equity and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
- d. In our opinion, the aforesaid financial statements comply with the Indian Accounting Standards prescribed under section 133 of the Act.
- e. On the basis of the written representations received from the directors as on 31st March, 2022 taken on record by the Board of Directors, none of the directors are disqualified as on 31st March, 2022 from being appointed as a director in terms of Section 164 (2) of the Act.
- f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "**Annexure C**". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting; and
- g. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of Section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the company to its directors during the year is in accordance with the provisions of section 197 of the Act.
- h. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
  - i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements as referred to in Note No. 38 to the financial statements;
  - ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, and as required on long-term contracts including derivative contracts as referred to in Note No. 41 to the financial statements;
  - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
  - iv.
    - a. The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
    - b. The management has represented, that, to the best of its knowledge and belief, no funds have been received by the Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
    - c. Based on such audit procedures as considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (iv)(a) and (iv)(b) contain any material mis-statement.
  - v. The dividend declared or paid during the year by the Company is in compliance with section 123 of the Companies Act, 2013.

For **A V DEVEN & CO.,**  
**CHARTERED ACCOUNTANTS**  
Firm Regn No: 000726S

**CA P KANNAN**  
Partner

Membership No. 024687

UDIN No. : 22024687AJICOM9195

Place : Chennai  
Date : May 18, 2022

### Annexure “A” to the Independent Auditor’s Report

(Referred to in paragraph 8.1 under ‘Report on Other Legal and Regulatory Requirements’ section of our report to the Members of Tamil Newsprint and Papers Limited of even date)

Sl. No.	Compliance	Comments
01	Whether the company has system in place to process all the accounting transactions through IT system? If yes, the implications of processing of accounting transactions outside IT system on the integrity of the accounts along with the financial implications, if any, may be stated.	The company has implemented Oracle E-Business suite to process all its accounting transactions through IT System. There are no accounting transactions processed outside IT system, hence, commenting on consequential financial impact does not arise.
02	Whether there is any restructuring of an existing loan or cases of waiver/write off of debts/loans/ interest etc. made by a lender to the company due to the company’s inability to repay the loan? If yes, the financial impact may be stated.	There was no restructuring of loans during the year, hence, commenting on consequential financial impact does not arise.
03	Whether funds received/receivable for specific schemes from central/ State agencies were properly accounted for/utilized as per its term and conditions? List the cases of deviation.	The company has not received funds for specific schemes from central/state agencies during the current year.
04	Whether the Company’s pricing policy absorbs all fixed and variable costs of production as well as the allocation of overheads?	Yes, the pricing policy of the company is designed to absorb fixed costs and variable costs accordingly on an overall basis the company achieved the absorption of fixed and variable costs. However, in some instances where it was noticed that there was under absorption of fixed overheads for some of the exports made during the year. As explained, the under absorption of fixed overheads in some cases of sale is a commercial decision by the management.
05	Whether the Company has fixed norms for normal losses and a system for evaluation of abnormal losses for remedial action is in existence?	Yes
06	What is the system of valuation of by-products and finished products? List out the cases of deviation from its declared policy	Finished goods at factory are measured at lower of cost which includes cost of inputs (net of taxes and duties eligible for credits) and overheads and net realizable value. Finished goods at branches are valued on the above basis and also include transportation cost to branches and insurance cost.
07	State the extent of utilization of plant and machinery during the year vis-à-vis installed capacity	Paper – 97.22% Packaging Board – 91.89% Cement – 99.07%
08	Whether the Company has effective system for physical verification, valuation of stock, treatment of non-moving items and accounting of effect of shortage / excess noticed during physical verification	Yes. The company has effective system of physical verification, valuation of stock and a policy for treatment of non-moving items and accounting of effect of shortage / excess noticed during physical verification.

### Annexure “B” to the Independent Auditors’ Report

(Referred to in paragraph 8.2 under ‘Report on Other Legal and Regulatory Requirements’ section of our report to the Members of Tamil Nadu Newsprint and Papers Limited of even date)

- (i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment;
- (B) The Company has maintained proper records showing full particulars of Intangible Assets;
- (b) According to the information and explanation given to us and on the basis of examination of the records of the company, the company has a regular programme of physical verification of its Property, Plant and Equipment by which all property, plant and equipment are verified in a phased manner of three years. In accordance with this programme certain Property, Plant and Equipment were verified during the year. In our opinion, the periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification
- (c) All title deeds of the immovable properties are held by the Company except Land (extending about 10 grounds and 425 square feet) on which the Corporate Office of the Company functioning at Chennai. The transfer of title of the said land by the Government of Tamil Nadu in favour of the Company is yet to be done pending completion of necessary formalities.

Description of Property	Gross Carrying Value (₹ in Lakh)	Title Deeds held in the name of	Whether Promoter, Director or their relative or employee	Property held since which date	Reasons for not being held in the name of the company
Land	149.69	Government of Tamil Nadu	Promoter	1991	The transfer of title of the said Land (measuring 10 grounds and 425 sq. ft) by the Government of Tamilnadu in favour of the company is yet to be done pending completion of necessary formalities

According to the information and explanations given to us and on the basis of our examination of the records of the Company, Immovable properties of land whose title deeds have been pledged with a lead bank as securities for term loans and other credit facilities availed by the company the same are stated to have been held in the name of the company based on the mortgage deed executed between the Bank and the Company for which confirmations have been obtained from the lead bank.

- (d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued its Property, Plant and Equipment and the Intangible assets.
- (e) According to the information and explanations given to us, during the year no proceedings have been initiated or are pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made there under.
- ii. (a) As explained to us, the inventories have been physically verified by the management except for Goods in Transit. The discrepancies noticed on physical verification of the same were not material in relation to the size of the operations of the Company and the same have been properly dealt with in the books of account. With regard to goods in transit, subsequent evidence of receipts has been linked with inventory records, wherever applicable.
- (b) According to the information and explanation given to us and on the basis of our examination of the records of the company, the company has been sanctioned working capital limits more than ₹ 5 Crores from various Banks during the year. We have not observed any inconsistencies between the quarterly returns filed with the Bank and the books of accounts of the company.

iii. According to the information and explanations given to us, the company has not made any investments or provided any guarantee for security or granted any loans or advances in nature of Loans secured or unsecured advances to companies, Firms, Limited Liability Partnership or any other parties. Hence paragraph 3 (iii) of the order is not applicable.

We further report that, based on the audit procedures performed by us and as per the information and explanation given to us, the company has made Employee advances and advance payments for procurement of materials in the normal course of business during the year, has not been considered for reporting under this clause.

iv. In our opinion and according to the information and explanations given to us, there are no loans, investments, guarantees and securities granted in respect of which the provisions of section 185 and 186 of the Act are applicable.

v. According to the information and explanation given to us and on basis of our examination of the records of the company, the company has not accepted any deposit or amounts which are deemed to be deposits from the public. Accordingly paragraph 3 (V) of the order is not applicable.

vi. We have broadly reviewed the books of account maintained by the Company pursuant to the Companies (Cost Records and Audit) Rules, 2014 prescribed by the Central Government under section 148(1) of the Act and are of the opinion that prima-facie, the prescribed accounts and cost records have been made and maintained. We have not, however, made a detailed examination of the cost records with a view to determining whether they are accurate or complete.

vii. (a) According to the information and explanations given to us and the records examined by us, the Company is regular in depositing with appropriate authorities undisputed statutory dues including provident fund, employees' state insurance, income-tax, Goods and Services Tax, duty of customs, cess and other statutory dues and there are no undisputed statutory dues outstanding as at 31st March 2022, for a period of more than six months from the date they became payable.

(b) According to the records of the company and information and explanations given to us, there are no outstanding amounts in respect of goods and services tax that have not been deposited with the appropriate authorities on account of any dispute. Disputed income tax, wealth tax, service tax, value added tax, duty of customs, duty of excise that have not been deposited on account of disputed matter pending before appropriate authorities are as under:

Name of the Statute	Nature of Dues	Period to which the amount pertains	Amount [₹ in Lakhs]	Forum where the dispute is pending
Cenvat credit Rules,2004	Capital goods Credits	2003-2007	1831.15	Commissioner of Central Excise, Trichy
Cenvat credit Rules,2004	Input credit reversal	2009-2015 2016-2018	1858.62	The Customs, Excise and Service Tax Appellate Tribunal, Chennai
Cenvat credit Rules,2004	Input service credit	2012-2018	352.69	The Customs, Excise and Service Tax Appellate Tribunal, Chennai
Customs Act, 1962	Customs Duty	1991-1993	90.47	Assistant Commissioner of Customs, Chennai
Customs Act, 1962	Customs Duty	1999-2000	106.29	Deputy Commissioner of Customs, Chennai
Customs Act, 1962	Customs Duty	2014-2015	75.70	The Customs Excise and Service Tax Appellate Tribunal, Chennai
Customs Act, 1962	Customs Duty	1999-2000	20.44	Assistant Commissioner of Customs, Cochin
Customs Act, 1962	Customs Duty	2000-2001	217.39	Hon'ble Supreme Court

Customs Act, 1962	Customs Duty	2012-2013	2400.99	The Customs, Excise and Service Tax Appellate Tribunal referred to the Larger bench
Income Tax Act, 1961	Income Tax	2002-2003	629.29	Assessing Officer, Chennai
Income Tax Act, 1961	Income Tax	2003-2004		
Income Tax Act, 1961	Income Tax	2007-2008	103.86	Hon'ble High Court of Madras
Income Tax Act, 1961	Income Tax	2004-2005 2009-2010 2012-2013 2014-2015 2015-2016 2016-2017	1137.95	Income Tax Appellate Tribunal, Chennai
Income Tax Act, 1961	Income Tax	2017-2018 2018-2019	3137.89	Commissioner of Income Tax (Appeals), Chennai
Wealth Tax Act, 1957	Wealth Tax	1997-2000 2001-2003	19.46	Commissioner of Income Tax (Appeals), Chennai
TNVAT ACT, 2006	Value Added Tax	2006-2013	741.37	Sales Tax Appellate Tribunal, Madurai
CST ACT, 1956	Central Sale Tax	1997-2001	42.71	Sales Tax Appellate Tribunal, Madurai

- viii. According to the information and explanations given to us, the company has not surrendered or disclosed any transaction, previously unrecorded as income in the books of accounts, in the tax assessments under the Income Tax Act, 1961 (43 of 1961),
- ix. (a) According to the information and explanations given to us, the company has not defaulted in repayment of any loans or borrowings or in payment of interest to banks.
- (b) According to the information and explanations given to us, the company has not been declared as a wilful defaulter by any bank or Financial Institutions.
- (c) In our opinion and according to the information and explanations given to us, the term loans obtained were only applied for the purpose for which the loans were obtained
- (d) According to the information and explanations given to us and on the basis of our examination of the records submitted, no funds raised on short term basis have been utilised for long term purposes by the company.
- (e) The company does not have any subsidiary, Joint ventures and associates hence this clause is not applicable
- (f) The company does not have any subsidiary, Joint ventures and associates hence this clause is not applicable
- x. (a) The Company did not raise any money by way of initial public offer or further public offer (including debt instruments). Hence this clause is not applicable.
- (b) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares during the year.
- xi. (a) Based on examination of books and records of the company and according to the information and explanation given to us, considering the principle of materiality outlined in the standards on auditing, we report that no frauds by the company or on the company have been noticed or reported during the course of audit.
- (b) There has been no report filed under sub-section (12) of section 143 of the Companies Act by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government;



- (c) As represented to us by the management, there are no whistle-blower complaints received by the company during the year.
- xii. (a) The Company is not a Nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable.
- xiii. According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable Indian Accounting Standards.
- xiv. (a) According to the information and explanations given to us and based on our examination of the records of the Company, the company has an internal audit system commensurate with the size and nature of its business;
- (b) We have considered the reports of the Internal Auditors for the period under audit.
- xv. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with them. Accordingly, paragraph 3(xv) of the Order is not applicable.
- xvi. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934. Accordingly, paragraph 3(xvi) of the Order is not applicable.
- xvii. According to the information and explanations given to us and based on our examination of the records of the Company, the company has not incurred any cash losses in the financial year and in the immediately preceding financial year.
- xviii. As the appointment of statutory auditor of this company is governed by the Comptroller and Auditor General of India, hence this clause is not applicable.
- xix. According to the information and explanation given to us by the management, on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, with our knowledge of the Board of Directors and management plans, nothing has come to our attention which causes us to believe that any material uncertainty exists as on the date of the audit report that company is capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We however state that this is not an assurance as to the future viability of the company, we further state that our reporting is based on the fact to the date of audit report and we neither give any guarantee or assurance that all liabilities falling due within a period of one year from the Balance sheet date will get discharged by the company as and when they fall due.
- xx. In our opinion and according to the information and explanation given to us there is no Unspent amount under subsection 5 of section 135 of the Companies Act pursuant to any project. Hence sub clause a & b of this clause is not applicable.
- xxi. The company does not have any subsidiary / holding /Associate entities, hence this clause is not applicable.

For **A V DEVEN & CO.,**  
**CHARTERED ACCOUNTANTS**  
 Firm Regn No: 000726S

Place : Chennai  
 Date : May 18, 2022

**CA P KANNAN**  
 Partner  
 Membership No. 024687  
 UDIN No. : 22024687AJICOM9195

### **Annexure “C” to the Independent Auditor’s Report**

(Referred to in paragraph 8.3 (f) under ‘Report on Other Legal and Regulatory Requirements’ section of our report to the Members of Tamil Nadu Newsprint and Papers Limited of even date)

#### **Report on the Internal Financial Controls over financial reporting under Clause [i] of Sub-section 3 of Section 143 of the Companies Act, 2013 ( the “Act”)**

We have audited the internal financial controls over financial reporting of **M/s. Tamil Nadu Newsprint and Papers Limited** [“the Company”] as of **March 31, 2022** in conjunction with our audit of the financial statements of the Company for the year ended on that date.

#### **Management’s Responsibility for Internal Financial Controls**

The Company’s management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria that are established by the Company in their separate internal control manuals considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to Company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

#### **Auditors’ Responsibility**

Our responsibility is to express an opinion on the Company’s internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting [“the Guidance Note”] and the Standards on Auditing, issued by the Institute of Chartered Accountants of India prescribed under Section 143 [10] of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial control system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company’s internal financial controls system over financial reporting.

#### **Meaning of Internal Controls over Financial Reporting**

A Company’s internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external

purposes in accordance with generally accepted accounting principles. A Company's internal financial control over financial reporting includes those policies and procedures that [1] pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; [2] provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorizations of management and directors of the Company and [3] provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

### **Inherent Limitations of Internal Financial Controls over Financial Reporting**

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial controls over financial reporting may become inadequate because of changes in conditions or that the degree of compliance with the policies or procedures may deteriorate.

### **Opinion**

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operative effectively as at March 31, 2022, based on the internal control over financial reporting criteria that are established by the Company in their separate internal control manuals considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **A V DEVEN & CO.,**  
**CHARTERED ACCOUNTANTS**  
 Firm Regn No: 000726S

**Place : Chennai**  
 Date : May 18, 2022

**CA P KANNAN**  
 Partner

Membership No. 024687  
 UDIN No. : 22024687AJICOM9195

**PRINCIPAL ACCOUNTANT GENERAL (AUDIT-II), TAMIL NADU & PUDUCHERRY**

**COMMENTS OF THE COMPTROLLER AND AUDITOR GENERAL OF INDIA UNDER SECTION 143(6) (b) OF THE COMPANIES ACT, 2013 ON THE FINANCIAL STATEMENTS OF TAMIL NADU NEWSPRINT AND PAPERS LIMITED FOR THE YEAR ENDED 31<sup>ST</sup> MARCH 2022.**

The preparation of financial statements of Tamil Nadu Newsprint and Papers Limited for the year ended 31 March 2022 in accordance with the financial reporting framework prescribed under the Companies Act, 2013 is the responsibility of the management of the Company. The Statutory Auditors appointed by the Comptroller and Auditor General of India under Section 139 (5) of the Act are responsible for expressing opinion on the financial statements under section 143 of the Act based on independent audit in accordance with standards on auditing prescribed under section 143 (10) of the Act. This is stated to have been done by them vide their Audit Report dated 18.05.2022.

I, on the behalf of the Comptroller and Auditor General of India have conducted a supplementary audit of the financial statements of Tamil Nadu Newsprint and Papers Limited for the year ended 31 March 2022 under section 143 (6)(a) of the Act. This supplementary audit has been carried out independently without access to the working papers of the statutory auditors and is limited primarily to inquiries of the statutory auditors and company personnel and a selective examination of some of the accounting records.

On the basis of my supplementary audit nothing significant has come to my knowledge which would give rise to any comment upon or supplement to statutory auditors' report under section 143(6)(b) of the Act

For and on the behalf of the  
Comptroller & Auditor General of India

Place: Chennai  
Date: 18.07.2022

**K.P.Anand**  
Principal Accountant General

## BALANCE SHEET AS AT 31ST MARCH, 2022

(₹ in Lakh)

Sl. No	Particulars	Note	As at 31-Mar-22	As at 31-Mar-21
<b>I</b>	<b>ASSETS</b>			
<b>1)</b>	<b>Non-current assets</b>			
	(a) Property, plant and equipment	4	327774.36	348924.30
	(b) Capital work-in-progress	5	135711.33	93924.01
	(c) Right to use Assets	5A	1215.30	1688.39
	(d) Investment property	6	523.86	525.85
	(e) Intangible assets	7	252.09	374.20
	(f) Biological assets other than bearer plants	8	560.56	739.77
	(g) Financial assets			
	i) Investments	9	61.08	55.02
	ii) Loans	10	2844.05	3868.13
	iii) Other Financial Assets	10A	514.30	569.32
	(h) Other non-current assets	11	4474.83	8954.88
	<b>Total Non-Current Assets</b>		<b>473931.76</b>	<b>459623.87</b>
<b>2)</b>	<b>Current Assets</b>			
	(a) Inventories	12	44270.90	67788.29
	(b) Financial assets			
	i) Trade receivables	13	25756.48	37747.13
	ii) Cash and cash equivalents	14	1204.60	1055.25
	iii) Other Bank Balances	14A	145.43	166.34
	iv) Loans	15	1711.04	1691.84
	(c) Other current assets	16	30409.82	30259.88
	<b>Total current assets</b>		<b>103498.27</b>	<b>138708.73</b>
	<b>Total Assets</b>		<b>577430.03</b>	<b>598332.60</b>
<b>II</b>	<b>EQUITY AND LIABILITIES</b>			
	<b>Equity</b>			
	(a) Share capital	17	6937.78	6937.78
	(b) Other equity	18	151976.08	152738.89
	<b>Total Equity</b>		<b>158913.86</b>	<b>159676.67</b>
	<b>LIABILITIES</b>			
<b>1)</b>	<b>Non-current liabilities</b>			
	(a) Financial liabilities			
	(i) Borrowings	19	160368.63	194704.95
	(ia) Lease Liabilities		996.47	1604.37
	(b) Provisions	20	16151.10	14271.92
	(c) Deferred tax liabilities (net)	21	21927.31	21531.02
	(d) Other non-current liabilities	22	24.34	25.77
	<b>Total non-current liabilities</b>		<b>199467.85</b>	<b>232138.03</b>
<b>2)</b>	<b>Current liabilities</b>			
	(a) Financial liabilities			
	(i) Borrowings	19	61894.52	76458.26
	(ia) Lease Liabilities		620.40	572.37
	(ii) Trade payables	23		
	-Dues of Micro & Small Enterprises		2573.73	3927.52
	-Dues of Creditors other than Micro & Small Enterprises		108989.79	79450.64
	(iii) Other financial liabilities	24	20662.57	30217.09
	(b) Other current liabilities	25	21503.20	12908.09
	(c) Provisions	20	2137.41	2626.03
	(d) Current tax liabilities (net)		666.70	357.90
	<b>Total current liabilities</b>		<b>219048.32</b>	<b>206517.90</b>
	<b>Total equity and liabilities</b>		<b>577430.03</b>	<b>598332.60</b>

Note 1 to 44 are forming part of financial statements

**S KRISHNAN, IAS**  
CHAIRMAN & MANAGING DIRECTOR  
(DIN - 03439632)

**P B SANTHANAKRISHNAN**  
DIRECTOR  
(DIN - 03213653)

vide our report of even date  
**For A V DEVEN & CO.,**  
CHARTERED ACCOUNTANTS  
Firm Reg. No:0007265

Place : Chennai  
Date : 18th May, 2022

**SATHYA ANANTH**  
GENERAL MANAGER (FINANCE) &  
CHIEF FINANCIAL OFFICER

**B THAMIZHSELVAN**  
COMPANY SECRETARY  
Membership No: A26379

**CA P KANNAN**  
Partner  
Membership No: 024687

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH 2022

(₹ in Lakh)

Sl. No	Particulars	Note	For the Year ended 31-Mar-22	For the Year ended 31-Mar-21
<b>I</b>	<b>INCOME</b>			
	Revenue from Operations	26	402029.17	276817.50
	Other Income	27	4874.82	5092.20
	<b>TOTAL INCOME (I)</b>		<b>406903.99</b>	281909.70
<b>II</b>	<b>EXPENSES</b>			
	Cost of purchase / materials consumed	28	180378.55	114896.80
	Purchase of stock-in-trade	29	9152.30	9591.09
	Changes in inventories of finished goods, work-in-progress & Stock-in-Trade	30	20088.97	5067.20
	Power, fuel & water charges		77104.76	48917.78
	Employee benefit expense	31	31531.54	30710.36
	Finance costs	32	15641.69	19332.57
	Depreciation & amortization expense	33	22868.09	23532.98
	Other expenses	34	47934.90	41595.77
	<b>TOTAL EXPENSES (II)</b>		<b>404700.80</b>	293644.55
<b>III</b>	<b>PROFIT / (LOSS) BEFORE EXCEPTIONAL ITEMS AND TAX (I - II)</b>		<b>2203.19</b>	(11734.85)
<b>IV</b>	<b>Exceptional Items</b>	35	<b>0.00</b>	1865.72
<b>V</b>	<b>PROFIT / (LOSS) BEFORE TAX (III+IV)</b>		<b>2203.19</b>	(9869.13)
<b>VI</b>	<b>TAX EXPENSE</b>			
	- Current tax		306.17	0.00
	- Deferred tax / MAT credit entitlement		463.83	(3358.00)
			<b>770.00</b>	(3358.00)
<b>VII</b>	<b>PROFIT / (LOSS) FOR THE PERIOD (V -VI)</b>		<b>1433.19</b>	(6511.13)
<b>VIII</b>	<b>OTHER COMPREHENSIVE INCOME</b>	36		
	A (i) Items that will not be reclassified to Profit or Loss		(348.88)	(1379.37)
	(ii) Income tax relating to items that will not be reclassified to Profit or Loss		124.03	491.61
	B (i) Items that will be reclassified to Profit or Loss		161.66	(96.70)
	(ii) Income tax relating to items that will be reclassified to Profit or Loss		(56.49)	33.79
	<b>Total Other Comprehensive Income / (Loss)</b>		<b>(119.68)</b>	(950.67)
<b>IX</b>	<b>TOTAL COMPREHENSIVE INCOME FOR THE PERIOD (VII + VIII)</b>		<b>1313.51</b>	(7461.80)
<b>X</b>	<b>EARNINGS PER EQUITY SHARE OF ₹ 10 EACH (EPS)</b>			
	- Basic & Diluted (₹)		<b>2.07</b>	(9.41)

Note 1 to 44 are forming part of financial statements

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Partner  
Membership No: 024687

STATEMENT OF CASH FLOW FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2022

(₹ in Lakh)

SI.No.	Particulars	2021-2022	2020-2021
A	<b>CASH FLOW FROM OPERATING ACTIVITIES</b>		
	<b>PROFIT / (LOSS) BEFORE TAX FOR THE PERIOD</b>	<b>2203.19</b>	(9869.13)
	Adjustments for :		
	Depreciation and amortization	<b>22868.09</b>	23532.98
	Gain on lease modification	<b>(8.35)</b>	0.00
	Interest on Overdue bills	<b>(117.53)</b>	(927.82)
	Interest Income	<b>(397.10)</b>	(451.24)
	Rental Income	<b>(122.21)</b>	(94.12)
	(Profit)/Loss on write off/ sale of Fixed Assets	<b>(8.64)</b>	23.73
	Fair value movement of Biological Assets	<b>139.51</b>	(20.78)
	Exchange Fluctuations	<b>(63.77)</b>	(123.27)
	Provision for Trade Receivables	<b>5.57</b>	91.47
	Finance Cost	<b>15641.69</b>	19332.57
	<b>Operating Profit before working capital changes</b>	<b>40140.45</b>	31494.39
	Decrease(Increase) in inventories	<b>23557.09</b>	16847.72
	Decrease(Increase) in trade receivables	<b>11878.57</b>	15571.71
	Decrease(Increase) in Other Financial Assets	<b>13.46</b>	754.52
	Decrease(Increase) in Other current assets	<b>(149.94)</b>	(10958.24)
	Decrease(Increase) in current financial assets	<b>(19.20)</b>	422.09
	Decrease(Increase) in non-current financial assets	<b>1427.25</b>	(1030.49)
	Decrease(Increase) in other non-current assets	<b>89.26</b>	72.72
	Increase(Decrease) in non-current provisions	<b>1524.23</b>	746.32
	Increase(Decrease) in other non current liabilities	<b>(1.43)</b>	(2.62)
	Increase(Decrease) in trade payable	<b>28185.36</b>	(15816.47)
	Increase(Decrease) in current provisions	<b>(488.62)</b>	7.81
	Increase(Decrease) in other current financial Liabilities	<b>(3515.38)</b>	434.12
	Increase(Decrease) in other current payables	<b>8595.11</b>	3820.59
	<b>Cash from Operations</b>	<b>111236.21</b>	42364.17
	Income Tax paid	<b>(160.20)</b>	(41.52)
	<b>Net Cash from Operating Activities</b>	<b>111076.01</b>	42322.65
B	<b>CASH FLOW FROM INVESTING ACTIVITIES</b>		
	Proceeds on Sale of Fixed Assets	<b>13.37</b>	24.36
	Additions to Fixed Assets, Capital Work-In-Progress & Capital Advance	<b>(35652.46)</b>	(68560.71)
	Interest Income	<b>245.82</b>	295.81
	Rental Income	<b>100.43</b>	72.31
	<b>Net Cash from Investing Activities</b>	<b>(35292.84)</b>	(68168.23)
C	<b>CASH FLOW FROM FINANCING ACTIVITIES</b>		
	Proceeds from Borrowings	<b>28429.26</b>	116558.05
	Repayment of Borrowings	<b>(81845.76)</b>	(39917.64)
	Increase(Decrease) in short term borrowings	<b>4200.00</b>	(16302.26)
	Payment of Lease Liabilities	<b>(509.58)</b>	(524.35)
	Interest on Lease Liabilities	<b>(168.29)</b>	(215.64)
	Interest paid	<b>(24043.35)</b>	(22173.70)
	Dividend paid	<b>(2076.32)</b>	(4152.64)
	<b>Net Cash from Financing Activities</b>	<b>(76014.04)</b>	33271.82
D	<b>TOTAL INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS DURING THE YEAR (A+B+C)</b>	<b>(230.87)</b>	7426.24
	Cash and cash equivalents at the beginning of the year	<b>(1879.59)</b>	(9305.83)
	Cash and cash equivalents at the end of the year	<b>(2110.46)</b>	(1879.59)
	Cash and cash equivalents comprise of the following		
	Cash and cash equivalents	<b>1204.60</b>	1055.25
	Bank overdrafts (cash credit)	<b>(3315.06)</b>	(2934.84)
	Cash and cash equivalents	<b>(2110.46)</b>	(1879.59)

- Notes: 1. Cash Flow statement has been prepared by following Indirect method  
2. Figures of previous year has been regrouped/restated/reclassified wherever necessary

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**CA P KANNAN**  
Partner  
Membership No: 024687

**Statement of Changes in Equity**

**A. Equity Share Capital**

(₹ in Lakh)

Balance as at 01-Apr-21	Changes in Equity Share Capital due to prior period errors	Restated balance as at 01-Apr-21	Changes in equity share capital during the year	Balance as at 31-Mar-22 (includes Shares foreited ₹ 16.72 lakh)
6937.78	-	6937.78	-	6937.78

Balance as at 01-Apr-20	Changes in Equity Share Capital due to prior period errors	Restated balance as at 01-Apr-20	Changes in equity share capital during the year	Balance as at 31-Mar-21 (includes Shares foreited ₹ 16.72 lakh)
6937.78	-	6937.78	-	6937.78

**B. Other Equity**

(₹ in Lakh)

Particulars	Reserves and Surplus			Items of Other Comprehensive Income			Total Other Equity
	Securities Premium	Other reserves (General reserves)	Retained Earnings	Fair value gain/(loss) on Equity Instruments	Effective portion of cash flow hedges	Re-measurement of defined benefit plans	
Balance at the beginning of the period 01-Apr-21	17973.11	138301.18	(1840.20)	(59.03)	(90.37)	(1545.80)	152738.89
Total Comprehensive Income	-	-	1433.19	6.07	161.66	(354.95)	1245.97
Dividend	-	-	(2076.32)	-	-	-	(2076.32)
Transfer from/ (to ) retained earnings	-	(3916.52)	3916.52	-	-	-	-
Tax on Other Comprehensive Income	-	-	-	-	(56.49)	124.03	67.54
<b>Balance at the end of the period 31-Mar-22</b>	<b>17973.11</b>	<b>134384.66</b>	<b>1433.19</b>	<b>(52.96)</b>	<b>14.80</b>	<b>(1776.72)</b>	<b>151976.08</b>
Balance at the beginning of the period 01-Apr-20	17973.11	138301.18	8823.57	(86.50)	(27.46)	(630.57)	164353.33
Total Comprehensive Income	-	-	(6511.13)	27.47	(96.70)	(1406.84)	(7987.20)
Dividend	-	-	(4152.64)	-	-	-	(4152.64)
Tax on Other Comprehensive Income	-	-	-	-	33.79	491.61	525.40
Balance at the end of the period 31-Mar-21	17973.11	138301.18	(1840.20)	(59.03)	(90.37)	(1545.80)	152738.89

Note 1 to 44 are forming part of financial statements

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Partner  
Membership No: 024687



## NOTES TO THE FINANCIAL STATEMENTS

### 1. Company Overview

Tamil Nadu Newsprint and Papers Limited (the Company or 'TNPL') is in the business of manufacture and marketing of Paper, Paper Board, Cement and Generation of Power. The installed capacity of Paper is 400000 tons per annum (TPA), Paper Board is 200000 Tons per annum (TPA), and Cement is 900 tons per day (TPD). Power Generation Capacity is 169.12 MW consists of 133.62 of Turbo Generators (TG's) and 35.50 MW of Wind Farm. Generation of Power is primarily for self-consumption and surplus is sold.

The Company is a public limited company incorporated and domiciled in India and has its registered office situated at No. 67, Mount Road, Guindy, Chennai – 600 032, India. The Company has been incorporated under the provisions of The Companies Act, 1956 and its equity shares are listed on the Bombay Stock Exchange ('BSE') and National Stock Exchange (NSE) in India.

The financial statements for the year ended 31st March, 2022 are approved for issue by the Company's Board of Directors on May 18, 2022.

### 2. Basis of preparation

#### a. Statement of compliance

These financial statements are prepared in accordance with Indian Accounting Standard (Ind AS), under the historical cost convention on the accrual basis except for certain financial instruments which are measured at fair values, the provisions of the Companies Act, 2013 ('the Act') (to the extent notified) and guidelines issued by the Securities and Exchange Board of India (SEBI). The Ind AS are prescribed under Section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules issued thereafter.

Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

#### b. Functional and presentation currency

These financial statements are presented in Indian Rupee ('INR'), which is also the Company's functional currency. All amounts have been rounded-off to the nearest lakh, unless otherwise indicated.

#### c. Basis of measurement

The financial statements have been prepared on the historical cost basis except for the following items:

- Certain financial assets and liabilities (including derivative instruments) - at fair value;
- Biological assets - Fair value less costs to sell; and
- Net defined benefit liability - Present value of defined benefit obligations
- Measurement of Lease Liabilities and Right to use of assets(ROU).

#### d. Use of estimates and judgements

In preparing these financial statements, management has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized prospectively.

The company periodically reviews estimates. Changes to estimates are recognized in the period when the change is made if the change only affected that period. If the change affects current and future periods, it

is recognized in the period when the change is made and in future periods. During the current financial year, the company has reviewed the estimates of certain assets ie, biological assets other than bearer plant and inventories of stores and spares and the impact on the change of estimate will be considered appropriately in both current and future periods.

### **Judgements**

Information about judgements made in applying accounting policies that have the most significant effects on the amounts recognized in the financial statements is included in the concerned notes.

### **Assumptions and estimation uncertainties**

Information about assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment in the year ended 31 March 2022 is included in the concerned notes.

### **Impact of COVID-19 Pandemic:**

The company has considered all the possible effects and potential impact that may result from COVID-19 on the carrying value of property, plant & equipment, trade receivable, inventories, financial assets and other current assets appearing in the financial statements. In developing the assumptions and estimates relating to the future uncertainties in the economic conditions because of this pandemic, the company as at the date of approval of these financial statements has used internal and external sources of information and based on current estimates, expects to recover the carrying amounts of these assets. The management believes that no adjustments are required to be made for the financial results and carrying value of assets and liabilities as it does not have any impact for the current financial year ended 31st March, 2022. However, the impact of COVID-19 on the financial statements may differ from that estimated as on the date of approval of these financial statements owing to the nature and duration of COVID-19.

In view of the highly uncertain economic environment, the actual impact of the global health pandemic may be different from that estimated as at the date of approval of these financial statements and the company will continue to closely monitor any material changes to future economic conditions.

### **e. Measurement of fair values**

A number of the Company's accounting policies and disclosures require measurement of fair values, for both financial and non-financial assets and liabilities.

The Company has an established control framework with respect to the measurement of fair values. The Company regularly reviews significant unobservable inputs and valuation adjustments. If third party information is required, the Company assesses the evidence obtained by the third parties to support the conclusions that these valuations meet the requirements of Ind AS, including the level in the fair value hierarchy in which the valuations should be classified.

Fair values are categorized into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

- Level 1: Inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2: Inputs are other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3: Inputs are for the asset or liabilities that are not based on observable market data (unobservable inputs).

When measuring the fair value of an asset or a liability, the Company uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorized in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

The Company recognizes transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

Further information about the assumptions made in measuring fair values is included in the following notes:

Note 6 – Investment Property

Note 8 – Biological Assets

Note 37 – Leases

Note 41 – Financial Instruments

### 3. Significant accounting policies

#### a. Foreign currency transactions

Transactions in foreign currencies (other than advance receipt or payment of foreign currency) are translated into the functional currency of the Company at the exchange rates at the date of the transaction. The foreign currency transactions received or paid in advance are accounted at the date of receipt or payment of foreign currency

Monetary assets and liabilities denominated in foreign currencies are translated into the functional currency at the exchange rate at the reporting date. Exchange differences are recognized in profit or loss, except exchange differences arising from the translation of the qualifying cash flow hedges to the extent that the hedges are effective which are recognized in Other Comprehensive Income (OCI).

As per option given under Ind AS 101, a first time adopter can continue its Indian GAAP policy for accounting for exchange differences arising from translation of long-term foreign currency monetary items recognized in the Indian GAAP financial statements for the period ending immediately before the beginning of the first Ind AS financial reporting period. Accordingly, the company has exercised the option of capitalizing the exchange difference on Long Term Foreign Currency Loans in relation to depreciable fixed assets / capital work-in-progress.

#### b. Financial instruments

##### i. Recognition and initial measurement

All financial assets and financial liabilities are initially recognized when the Company becomes a party to the contractual provisions of the instrument.

A financial asset or financial liability is initially measured at fair value plus, for an item not at fair value through profit and loss (FVTPL), transaction costs that are directly attributable to its acquisition or issue.

##### ii. Classification and subsequent measurement

###### Financial assets

On initial recognition, a financial asset is classified as measured at

- amortized cost;
- Fair Value through Other Comprehensive Income (FVOCI) – equity investment; or
- Fair Value Through Profit and Loss (FVTPL).

Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the Company changes its business model for managing financial assets.

A financial asset is measured at amortized cost if it meets both of the following conditions and is not designated as at FVTPL:

- the asset is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

On initial recognition of an equity investment that is not held for trading, the Company may irrevocably elect to present subsequent changes in the investment's fair value in OCI (designated as FVOCI – equity investment). This election is made on an investment-by-investment basis.

All financial assets not classified as measured at amortized cost or FVOCI as described above are measured at FVTPL. This includes all derivative financial assets. On initial recognition, the Company may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortized cost or at FVOCI as at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

Financial assets that are held for trading or are managed and whose performance is evaluated on a fair value basis are measured at FVTPL.

<b>Financial assets at FVTPL</b>	These assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognized in profit or loss.
<b>Financial assets at amortized cost</b>	These assets are subsequently measured at amortized cost using the effective interest method. The amortized cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognized in profit or loss. Any gain or loss on de-recognition is recognized in profit or loss.
<b>Equity investments at FVOCI</b>	These assets are subsequently measured at fair value. Dividends are recognized as income in profit or loss. Other net gains and losses are recognized in OCI and are not reclassified to profit or loss.

**Financial liabilities**

Financial liabilities are classified as measured at amortized cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held-for-trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognized in profit or loss. Other financial liabilities are subsequently measured at amortized cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognized in profit or loss. Any gain or loss on de-recognition is also recognized in profit or loss.

**iii. De-recognition**

**Financial assets**

The company de-recognizes a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the company neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control of the financial asset.

If the company enters into transactions whereby it transfers assets recognized on its balance sheet, but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognized.

**Financial liabilities**

The company de-recognizes a financial liability when its contractual obligations are discharged or cancelled, or expire.

The company also de-recognizes a financial liability when its terms are modified and the cash flows under the modified terms are substantially different. In this case, a new financial liability based on the modified terms is recognized at fair value. The difference between the carrying amount of the financial liability extinguished and the new financial liability with modified terms is recognized in profit or loss.

**iv. Off-setting**

Financial assets and financial liabilities are offset and the net amount presented in the balance sheet when, and only when, the company currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realize the asset and settle the liability simultaneously.

**v. Derivative financial instruments and hedge accounting**

The Company holds derivative financial instruments to hedge its foreign currency and interest rate risk exposures.

Derivatives are initially measured at fair value. Subsequent to initial recognition, derivatives are measured at fair value, and changes therein are generally recognized in profit or loss.

The Company designates certain derivatives as hedging instruments to hedge the variability in cash flows associated with highly probable forecast transactions and firm commitments arising from changes in foreign exchange rates.

At inception of designated hedging relationships, the Company documents the risk management objective and strategy for undertaking the hedge. The Company also documents the economic relationship between the hedged item and the hedging instrument, including whether the changes in cash flows of the hedged item and hedging instrument are expected to offset each other.

**Cash flow hedges**

When a derivative is designated as a cash flow hedging instrument, the effective portion of changes in the fair value of the derivative is recognized in OCI and accumulated in the other equity under 'effective portion of cash flow hedges'. The effective portion of changes in the fair value of the derivative that is recognized in OCI is limited to the cumulative change in fair value of the hedged item, determined on a present value basis, from inception of the hedge. Any ineffective portion of changes in the fair value of the derivative is recognized immediately in profit or loss.

The Company designates only the change in fair value of forward exchange contracts as the hedging instrument in cash flow hedging relationships.

When the hedged forecast transaction subsequently results in the recognition of a non-financial item such as inventory, the amount accumulated in other equity is included directly in the initial cost of the non-financial item when it is recognized. The replacement or rollover of a hedging instrument into another hedging instrument is not an expiration or termination. For all other hedged forecast transactions, the amount accumulated in other equity is reclassified to profit or loss in the same period or periods during which the hedged expected future cash flows affect profit or loss.

If a hedge no longer meets the criteria for hedge accounting or the hedging instrument is sold, expires, is terminated or is exercised, then hedge accounting is discontinued prospectively. When hedge accounting for cash flow hedges is discontinued, the amount that has been accumulated in other equity remains there until, for a hedge of a transaction resulting in recognition of a non-financial item, it is included in the non-financial item's cost on its initial recognition or, for other cash flow hedges, it is reclassified to profit or loss in the same period or periods as the hedged expected future cash flows affect profit or loss.

If the hedged future cash flows are no longer expected to occur, then the amounts that have been accumulated in other equity are immediately reclassified to profit or loss.

**vi. Cash and cash equivalents**

The Company considers all highly liquid financial instruments, which are readily convertible into known amounts of cash that are subject to an insignificant risk of change in value and having original maturities of three months or less from the date of purchase, to be cash equivalents. Cash and cash equivalents consist of balances with banks which are unrestricted for withdrawal and usage.

### c. Property, Plant and Equipment

#### i. Recognition and measurement

Items of property, plant and equipment are measured at cost, which includes capitalized borrowing costs, less accumulated depreciation and accumulated impairment losses, if any.

Cost of an item of property, plant and equipment comprises its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates, any directly attributable cost of bringing the item to its working condition for its intended use and estimated costs of dismantling and removing the item and restoring the site on which it is located.

The cost of a self-constructed item of property, plant and equipment comprises the cost of materials and direct labour, any other costs directly attributable to bringing the item to working condition for its intended use, and estimated costs of dismantling and removing the item and restoring the site on which it is located.

If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment.

Any gain or loss on disposal of an item of property, plant and equipment is recognized in profit or loss.

#### ii. Transition to Ind AS

On transition to Ind AS, the Company has elected to continue with the carrying value of all of its property, plant and equipment as at 1 April 2015, measured as per the previous GAAP, and use that carrying value as the deemed cost of such property, plant and equipment.

#### iii. Subsequent expenditure

Subsequent expenditure is capitalized only if it is probable that the future economic benefits associated with the expenditure will flow to the Company.

#### iv. Depreciation

Depreciation is calculated on cost of items of property, plant and equipment less their estimated residual values over their estimated useful lives using the straight-line method and is generally recognized in the statement of profit and loss. Freehold land is not depreciated.

The estimated useful lives of items of property, plant and equipment are as follows:

Asset	Management estimate of useful life
Buildings	3 to 60 years
Plant & Equipment	3 to 30 years
Furniture, Fixture and other Equipment	3 to 10 years
Vehicles	8 to 10 years

Depreciation method, useful lives and residual values are reviewed at each financial year-end and adjusted if appropriate. Based on technical evaluation and consequent advice, the management believes that its estimates of useful lives as given above best represent the period over which management expects to use these assets.

Depreciation on additions (disposals) is provided on a pro-rata basis i.e. from (up to) the date on which asset is ready for use (disposed of).

#### v. Reclassification to investment property

When the use of a property changes from owner-occupied to investment property, the property is reclassified as investment property at its carrying amount on the date of reclassification.

**d. Other intangible assets****i. Recognition and measurement**

Intangible assets are initially measured at cost. These items of other intangible assets are subsequently measured at cost less accumulated amortization and accumulated impairment losses, if any.

**ii. Subsequent expenditure**

Subsequent expenditure is capitalized only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditure is recognized in profit or loss as incurred.

**iii. Transition to Ind AS**

On transition to Ind AS, the Company has elected to continue with the carrying value of all of its intangible assets recognized as at 1 April 2015, measured as per the previous GAAP, and use that carrying value as the deemed cost of such intangible assets.

**iv. Amortization**

Amortization is calculated to write off the cost of intangible assets less their estimated residual values over their estimated useful lives using the straight-line method, and is included in depreciation and amortization in Statement of Profit and Loss.

The estimated useful lives are as follows:

<b>Asset</b>	<b>Management estimate of useful life</b>
Software	4 years
Right to procure Bagasse	Tenure of the respective sugar mills agreement

Amortization method, useful lives and residual values are reviewed at the end of each financial year and adjusted if appropriate.

**v. Internally generated: Research and Development**

Expenditure other than for acquisition of capital assets on research activities is recognized in profit or loss as incurred.

Development expenditure is capitalized as part of the cost of the resulting intangible asset only if the expenditure can be measured reliably, the product or process is technically and commercially feasible, future economic benefits are probable, and the Company intends to and has sufficient resources to complete development and to use or sell the asset. Otherwise, it is recognized in profit or loss as incurred. Subsequent to initial recognition, the asset is measured at cost less accumulated amortization and any accumulated impairment losses.

**e. Biological assets**

Biological assets, i.e. standing crops are measured at fair value less costs to sell, with any change therein recognized in profit or loss.

**f. Investment property**

Investment property is property held either to earn rental income or for capital appreciation or for both, but not for sale in the ordinary course of business or use in the production or supply of goods or services or for administrative purposes. Upon initial recognition, an investment property is measured at cost. Subsequent to initial recognition, investment property is measured at cost less accumulated depreciation and accumulated impairment losses, if any.

On transition to Ind AS, the company has elected to continue with the carrying value of all of its investment property recognized as at 1 April 2015, measured as per the previous GAAP and use that carrying value as the deemed cost of such investment property.

The estimated useful lives are as follows :

Asset	Management estimate of useful life
Land	---
Building	60 years

Any gain or loss on disposal of an investment property is recognized in profit or loss.

The fair value of investment property is disclosed in the notes. Fair value is determined by an independent valuer who holds a recognized and relevant professional qualification and has recent experience in the location and category of the investment property being valued or by utilizing guideline value.

#### g. Inventories

All inventories are initially recorded at cost. Cost represents all cost of purchase, cost of conversion and other costs incurred in bringing the inventories to their present location and condition. Cost for the purpose of valuation is determined by using the weighted average cost, net of taxes and duties eligible for credit and discounts.

##### Raw materials, stores, consumables and spare parts

Raw materials, stores, consumables and spare parts held for use in the production of finished products are not written down below cost except in cases where material prices have declined and it is estimated that the cost of the finished products will exceed their net realizable value.

Cost of wood transferred from biological assets (captive plantation) is valued initially at their fair value less costs to sell at the point of harvest. Weighted average cost has been followed for subsequent measurement as stated above.

All spares having useful life less than one year are treated as inventories and measured accordingly.

##### Work-in-process

All work-in-process are valued at lower of cost which includes cost of inputs, net of taxes and duties eligible for credit and overheads up to the stage of completion and net realizable value.

##### Finished goods

Finished goods at factory are measured at lower of cost which includes cost of inputs (net of taxes and duties eligible for credits) and overheads and net realizable value. Finished goods at branches are valued on the above basis and also include transportation cost to branches and insurance cost.

##### Traded Goods

Traded goods are measured at lower of purchase cost net of taxes and duties, if any and net realizable value.

Net realizable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and selling expenses.

##### Non Moving Stores and Spares

Stores and spares not drawn for use for more than four years as at the end of year are charged to revenue and are carried at nil value in the books of account.

#### h. Impairment

##### i. Impairment of financial instruments

The Company recognizes loss allowances for expected credit losses on financial assets measured at amortized cost.

At each reporting date, the Company assesses whether financial assets carried at amortized cost are credit-impaired. A financial asset is 'credit-impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.



Evidence that a financial asset is credit-impaired includes the following observable data :

- significant financial difficulty of the borrower or issuer;
- a breach of contract such as a default or being past due for 365 days or more;
- it is probable that the borrower will enter bankruptcy or other financial reorganization.

#### **Measurement of expected credit losses**

Expected credit losses are a probability-weighted estimate of credit losses. Credit losses are measured as the present value of all cash shortfalls (i.e. the difference between the cash flows due to the Company in accordance with the contract and the cash flows that the company expects to receive).

#### **Presentation of allowance for expected credit losses in the balance sheet**

Loss allowances for financial assets measured at amortized cost are deducted from the gross carrying amount of the assets.

#### **Write-off**

The gross carrying amount of a financial asset is written off (either partially or in full) to the extent that there is no realistic prospect of recovery. This is generally the case when the Company determines that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write-off. However, financial assets that are written off could still be subject to enforcement activities in order to comply with the Company's procedures for recovery of amounts due.

#### **ii. Impairment of non-financial assets**

The Company's non-financial assets, other than biological assets, inventories and deferred tax assets are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

For impairment testing, assets that do not generate independent cash inflows are grouped together into cash-generating units (CGUs). Each CGU represents the smallest group of assets that generates cash inflows that are largely independent of the cash inflows of other assets or CGUs.

The recoverable amount of a CGU is determined based on asset's value in use. Value in use is based on the estimated future cash flows, discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the CGU (or the asset).

To determine impairment of a corporate asset (e.g., Corporate office building for providing support to various CGUs), recoverable amount is determined for the CGUs to which the corporate asset belongs.

An impairment loss is recognized if the carrying amount of an asset or CGU exceeds its estimated recoverable amount. Impairment losses are recognized in the statement of profit and loss.

#### **i. Non-current assets held for sale**

Non-current assets comprising assets and liabilities are classified as held for sale if it is highly probable that they will be recovered primarily through sale rather than through continuing use.

Such assets are generally measured at the lower of their carrying amount and fair value less costs to sell. Losses on initial classification as held for sale and subsequent gains and losses on re-measurement are recognized in profit or loss.

Once classified as held-for-sale, intangible assets, property, plant and equipment and investment properties are no longer amortized or depreciated.

Fair value of assets held for sale as on the Balance sheet date will be retired from Fixed Assets and classified under Current assets. Depreciation is charged for such asset only upto the retirement Date. The Difference between fair value and Book value of such asset is charged to statement of profit and loss.

**j. Employee benefits****i. Short-term employee benefits**

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided. A liability is recognized for the amount expected to be paid e.g. under short-term cash bonus / Ex-gratia, if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee, and the amount of obligation can be estimated reliably.

**ii. Defined contribution plan**

A defined contribution plan is a post-employment benefit plan under which an entity pays fixed contributions into a separate entity and will have no legal or constructive obligation to pay further amounts. The Company makes specified monthly contributions towards pension and superannuation scheme. Obligations for contributions to defined contribution plans are recognized as an employee benefit expense in statement of profit and loss in the periods during which the related services are rendered by employees.

**iii. Defined benefit plan**

The Company pays fixed contribution to provident fund at pre-determined rates to a separate irrevocable trust approved by the Commissioner of Income Tax, which invests the fund in permitted securities. The contribution to the fund for the period is recognized as expenses and is charged to Statement of Profit and Loss. While the obligation to the Company is limited to such fixed contribution, as per the rules of Employee's Provident Fund (EPF) any deficiency in the rate of interest on the contribution based on its return on investment as compared to the rate declared for Employees Provident Fund by the Government under Para 60 of the Employees Provident Fund Act is to be met by the Company. Also as per the rules, any deficiency in the fair value of Plan Assets backing the Provident Fund accumulations compared to the amount of such accumulations is to be met by the company.

Liabilities in respect of defined benefit plan in the form of Gratuity and Long-term compensated absences are determined based on actuarial valuation made by an independent actuary using projected unit credit method as at the balance sheet date and are unfunded.

Re-measurements of the net defined benefit liability on account of experience adjustments and changes in actuarial assumptions in respect of Gratuity, which comprise actuarial gains and losses are recognized in Other Comprehensive Income (OCI).

Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognized immediately in statement of profit and loss as past service cost.

**k. Provisions (other than for employee benefits) and contingent liabilities**

A provision is recognized if as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows (representing the best estimate of the expenditure required to settle the present obligation at the balance sheet date) at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognized as finance cost. Expected future operating losses are not provided for.

**Decommissioning costs**

Decommissioning costs are measured as the best estimate of the expenditure to settle the obligation or to transfer the obligation to a third party. Provisions for decommissioning obligations are required to be recognized at the inception of the arrangement. The estimated costs to be incurred at the end of the arrangement are discounted to its present value using the market rate of return.

**Contingent liabilities**

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the financial statements.

**Contingent Assets**

A contingent asset is a possible asset that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity. The inflow of economic benefits cannot be measured due to uncertainties that surround the related events and circumstances.

Contingent assets are not recognized, but they are disclosed when it is more likely than not that an inflow of benefits will occur.

**I. Revenue recognition**

Revenue is measured based on the transaction price, which is the fair value of the consideration received or receivable after netting trade discounts, volume discounts, sales returns and Goods and Services Tax. Revenue from sale of goods is recognized upon transfer of control of promised goods or services to customers.

Revenue from contract with customers is recognized when the Company satisfies performance obligation by transferring promised goods and services to the customer. Performance obligations are satisfied at a point of time. Performance obligations are said to be satisfied at a point of time when the customer obtains controls of the goods / services rendered.

Rental income from investment property is recognized as part of other income in profit or loss on a straight-line basis over the term of the lease except where the rentals are structured to increase in line with expected general inflation.

Renewable Energy Certificate (REC) / Energy Saving Certificates (ESCerts) issued by Bureau of Energy Efficiency (BEE) benefits are recognized in the statement of Profit and Loss on sale of REC's / ESCerts.

Liquidated damages and penalties recovered from suppliers/contractors, in relation to property, plant and equipment are credited to statement of profit and loss unless the delay has resulted in extra cost of assets, in which case the same are adjusted towards the carrying cost of the respective asset. In case of Interest from Customers (Overdue bills), the Interest income is recognized only when the uncertainty of realization does not exist.

**Barter transactions**

The Company has engaged into barter transactions comprising of exchanging steam/fuel for bagasse. This exchange though is of dissimilar goods, would not qualify as sale since it is not a product sold by the Company and the transaction does not have commercial substance.

**Export Benefits**

The benefit accrued under Duty Drawback Scheme as per the Export and Import Policy in respect of exports made is accounted on an accrual basis and is included under the head "Revenue from Operations" as 'Other Operating Revenue - Export Incentives'.

The benefit accrued under the Merchandise Exports from India Scheme (MEIS)/ Remission of Duties or Taxes on Export Products Scheme (RoDTEP) in respect of exports on an accrual basis and is included under the head "Revenue from operations" as 'Other Operating Revenue - Export Incentives'.

Export benefits available under eligible schemes are recognized in the year when the right to receive credit as per the terms of the scheme is established in respect of exports made and are accounted to the extent there is no significant uncertainty about the measurability and ultimate utilization/ realization of such duty credit.

## **m. Government grants**

Government grants and project incentives are recognized initially as deferred income at fair value when there is reasonable assurance that they will be received and the Company will comply with the conditions associated with the grant and the same is recognized in statement of profit and loss as other income on a systematic basis.

Grants that compensate the Company for expenses incurred are recognized in profit or loss as other income on a systematic basis in the periods in which such expenses are recognized.

## **n. Leases**

### **i. The Company as a Lessor:**

Leases for which the Company is a lessor is classified as a finance or operating lease. Whenever the terms of the lease transfer substantially all the risk and rewards of ownership to the lessee, the contract is classified as finance lease. All other leases are classified as operating lease.

### **ii. The Company as a Lessee:**

The Company's lease asset consists of lease for buildings and Plant & Machinery. The Company assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether: (i) the contract involves the use of an identified asset (ii) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and (iii) the Company has the right to direct the use of the asset.

At the date of commencement of the lease, the Company recognizes a right-of-use asset ("ROU") and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short-term leases) and low value leases. For these short-term and low value leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease.

Certain lease arrangements includes the options to extend or terminate the lease before the end of the lease term. ROU assets and lease liabilities includes these options when it is reasonably certain that they will be exercised.

The right-of-use assets are initially recognized at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses.

Right-of-use assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset. Right-of-use assets are tested for impairment whenever there is any indication that their carrying amounts may not be recoverable. Impairment loss, if any, is recognised in the statement of profit and loss.

The lease liability is initially measured at amortized cost at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rates. Lease liabilities are remeasured with a corresponding adjustment to the related right of use asset if the Company changes its assessment if whether it will exercise an extension or a termination option.

Lease liability and ROU asset have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

**o. Recognition of dividend income, interest income or expense**

Dividend income is recognized in statement of profit and loss on the date on which the company's right to receive payment is established. Interest income or expense is recognized using the effective interest method.

The 'effective interest rate' is the rate that exactly discounts estimated future cash payments or receipts through the expected life of the financial instrument to :

- the gross carrying amount of the financial asset; or
- the amortized cost of the financial liability.

In calculating interest income and expense, the effective interest rate is applied to the gross carrying amount of the asset (when the asset is not credit-impaired) or to the amortized cost of the liability. However, for financial assets that have become credit-impaired subsequent to initial recognition, interest income is calculated by applying the effective interest rate to the amortized cost of the financial asset. If the asset is no longer credit-impaired, then the calculation of interest income reverts to the gross basis.

**p. Income tax**

Income tax comprises current and deferred tax. It is recognized in statement of profit and loss except to the extent that it relates to an item recognized directly in equity or in other comprehensive income.

**i. Current tax**

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax reflects the best estimate of the tax amount expected to be paid or received after considering the uncertainty, if any, related to income taxes. It is measured using tax rates (and tax laws) enacted or substantively enacted by the reporting date.

Current tax assets and current tax liabilities are offset only if there is a legally enforceable right to set off the recognized amounts, and it is intended to realize the asset and settle the liability on a net basis or simultaneously.

**ii. Deferred tax**

Deferred tax is recognized in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the corresponding amounts used for taxation purposes. Deferred tax is also recognized in respect of carried forward tax losses and tax credits.

Deferred tax assets are recognized to the extent that it is probable that future taxable profits will be available against which they can be used. The existence of unused tax losses is strong evidence that future taxable profit may not be available. Therefore, in case of a history of recent losses, the Company recognizes a deferred tax asset only to the extent that it has sufficient taxable temporary differences or there is convincing other evidence that sufficient taxable profit will be available against which such deferred tax asset can be realized. Deferred tax assets – unrecognized or recognized, are reviewed at each reporting date and are recognized/ reduced to the extent that it is probable/ no longer probable respectively that the related tax benefit will be realized.

Credit for Minimum Alternative Tax (MAT) if any is recognized as a part of deferred tax assets. Deferred tax is measured at the tax rates that are expected to apply to the period when the asset is realized or the liability is settled, based on the laws that have been enacted or substantively enacted by the reporting date.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realized simultaneously.

**q. Borrowing cost**

Borrowing costs are interest and other costs (including exchange differences relating to foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs) incurred in connection with the borrowings. Borrowing costs directly attributable to acquisition or construction of an asset which necessarily take a substantial period of time to get ready for their intended use are capitalized as part of the cost of that asset. Other borrowing costs are recognized as an expense in the period in which they are incurred.

**r. Cash flow statements**

Cash flow statements are prepared under Indirect Method whereby profit or loss is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments, and items of income or expense associated with investing or financing cash flows. Cash and cash equivalents comprise of cash in hand, current and other accounts (including fixed deposits) held with banks.

**s. Events occurring after the balance sheet date**

Assets and liabilities are adjusted for events occurring after the reporting period that provides additional evidence to assist the estimation of amounts relating to conditions existing at the end of the reporting period.

Dividends declared by the Company after the reporting period are not recognized as liability at the end of the reporting period. Dividends declared after the reporting period but before the issue of financial statements are not recognized as liability since no obligation exists at that time. Such dividends are disclosed in the notes to the financial statements.

**t. Operating segments**

An operating segment is a component of the Company that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to transactions with any of the Company's other components, and for which discrete financial information is available. All operating segments' operating results are reviewed regularly by the Company's Board of Directors (BoD) to make decisions about resources to be allocated to the segments and assess their performance.

The Company has identified following operating segments i.e. Paper & Paper Board, Energy and Cement.

Reportable Segments	Operations
Paper & Paper Board	Manufacturing and selling of Paper and Paper Board
Energy	Generation of Power through TGs and Wind mills for captive consumption and for export of power.
Cement	Manufacturing and selling of Cement.

Revenue and expenses have been identified to respective segments on the basis of operating activities of the enterprise. Revenue and expenses which relate to the enterprise as a whole are not allocable to a segment on a reasonable basis have been disclosed as un-allocable assets and liabilities.

Inter segment revenue / expenses are recognized at cost.

Geographical segments considered for reporting are India and Rest of the World.

Information about reportable segments.

Performance is measured based on segment profit (before tax), as included in the internal management reports that are reviewed by the Company's CEO. Segment profit is used to measure performance as management believes that such information is the most relevant in evaluating the results of certain segments relative to other entities that operate within these industries. Inter-segment pricing is determined on cost basis.

**u. Earnings per share (EPS)**

Basic earnings per share is computed by dividing profit or loss attributable to equity shareholders of the Company by the weighted average number of equity shares outstanding during the year. The Company did not have any potentially dilutive securities in any of the years presented.

**v. Dividends**

Final dividend on shares is recorded as a liability on the date of approval by the shareholders and interim dividends are recorded as a liability on the date of declaration by the Company's Board of Directors.

The Company declares and pays dividends in Indian rupees. The remittance of dividends outside India is governed by Indian law on foreign exchange and is subject to applicable distribution taxes.

Dividends, if any are to be declared at the Annual General Meeting of Shareholders based on the recommendation of the Board of Directors. Generally, the factors that may be considered by the Board of Directors before making any recommendation of dividend include, without limitation, the company's future expansion plans and capital requirements, profits earned during the fiscal year, cost of raising funds from alternative sources, liquidity position, applicable taxes including tax on dividend as well as exemptions under tax laws available to various categories of investors from time to time and general market conditions.

**w. Amendments to Indian Accounting Standards (Ind AS) issued but not yet effective**

The Ministry of Corporate Affairs (MCA) notifies new standard or amendments to the existing standards under the Companies (Indian Accounting Standard) Amendment Rules, 2022, applicable from April 1st, 2022.

**Ind AS 16 – Property, Plant and Equipment** – The amendment clarify that excess of net sale proceeds of items over the cost of testing, if any shall not be recognized in the profit or loss but deducted from the directly attributable costs considered as part of cost of an item of property, plant and equipment. The company has evaluated the amendment and there is no impact on its financial statement.

**Ind AS 37 – Provisions, Contingent Liabilities and Contingent Assets** – The Amendment specifies that the 'cost of fulfilling' a contract comprises the 'costs that relate directly to the contract' Costs relate directly to a contract can either be incremental costs of fulfilling that contract (examples would be direct labour, materials) or an allocation of other costs that relate directly to fulfilling contracts (an example would be the allocation of the depreciation charge for an item of property, plant and equipment used in fulfilling the contract). The company has evaluated the amendment and the impact is not expected to the material.

(₹ in Lakh)

## NOTES TO THE FINANCIAL STATEMENTS

Note	PARTICULARS	DEEMED COST (GROSS CARRYING AMOUNT)				ACCUMULATED DEPRECIATION / AMORTISATION						CARRYING AMOUNT			
		As at 01-04-2020	Additions/ (Deletions)	As at 31-Mar-2021	As at 1-Apr-21	As at 1-Apr-20	Additions/ (Deletions)	Transfer to Capital WIP	Upto 31-Mar-21	As at 1-Apr-21	Additions/ (Deletions)	Transfer to Capital WIP	Upto 31-Mar-22	As at 31-Mar-22	As at 31-Mar-21
4	<b>Property Plant and Equipment (PPE)</b>														
	Land (Note - (a & b))	9108.65	1.56	9110.21	9110.21	-	-	-	-	-	-	-	-	9110.21	9110.21
	Buildings (Including Building Impaired - ₹ 79.17 lakh)	72784.18	315.40	73099.58	73099.58	267.97	2841.43	15386.61	15386.61	2798.33	-	18184.94	55182.61	57712.97	57712.97
	Plant & Machinery (Note - (c & d))	385294.11	1054.65	386229.13	386229.13	807.89	19684.02	3.77	105329.92	19123.62	0.31	124450.67	262578.73	280899.21	280899.21
	Furniture, Fixture and other Equipment	2082.59	192.92	2275.11	2275.11	15.23	279.34	-	1412.70	266.74	5.59	1624.99	605.02	862.41	862.41
	Vehicles	563.49	87.59	648.54	648.54	13.55	57.31	-	309.04	54.02	1.24	364.30	297.79	339.50	339.50
	Total	469833.02	1652.12	471362.57	471362.57	1104.64	22862.10	3.77	122438.27	22242.71	7.14	144624.90	327774.36	348924.30	348924.30
5	<b>Capital Work-in-Progress</b>														
5A	<b>Right to use Assets</b>														
	(i) Buildings	632.61	-	632.61	631.98	50.29	119.41	-	238.82	118.85	-	337.93	294.05	393.79	393.79
	(ii) Plant and Machinery	2041.30	-	2041.30	2041.30	(50.92)	373.35	-	746.70	373.35	-	1120.05	921.25	1294.60	1294.60
		2673.91	-	2673.91	2673.28	50.29	492.76	-	985.52	492.20	-	1457.98	1215.30	1688.39	1688.39
	Total	537.60	-	537.60	537.60	(50.92)	119.41	-	238.82	118.85	-	337.93	294.05	393.79	393.79
6	<b>Investment Property</b>														
	Land	451.23	-	451.23	451.23	-	-	-	-	-	-	-	451.23	451.23	451.23
	Building	86.37	-	86.37	86.37	-	1.99	-	11.75	1.99	-	13.74	72.63	74.62	74.62
	Total	537.60	-	537.60	537.60	-	1.99	-	11.75	1.99	-	13.74	523.86	525.85	525.85
7	<b>Other Intangible Assets</b>														
	Computer software	1113.60	-	1113.60	1122.68	9.08	14.27	-	1103.86	6.23	-	1110.09	12.59	9.74	9.74
	Right to Procure Bagasse	2061.45	-	2061.45	2061.45	-	161.86	-	1696.99	124.96	-	1821.95	239.50	364.46	364.46
	Right to Procure Bagasse - Impaired - Refer Note 35B	1559.29	-	1559.29	1559.29	-	1559.29	-	1559.29	-	-	1559.29	-	-	-
	Total	4734.34	-	4734.34	4734.34	9.08	176.13	-	4360.14	131.19	-	4491.33	252.09	374.20	374.20



## NOTES TO THE FINANCIAL STATEMENTS

### Note :

- a) The Land includes ₹149.69 Lakhs towards the value of 10 grounds and 425 sq.ft for the construction of Corporate Office building. The transfer of title of the said Land by the Government of Tamilnadu in favour of the company is yet to be done pending completion of necessary formalities.
- b) The company has acquired 832.57 acres of Private Patta land and 41.89 acres of Government Poramboke Land for setting up the Multilayer Coated Board Plant and paid interim compensation of ₹ 2501.70 lakh for Private Patta Land . As per notification by the Government of Tamil Nadu vide its order GO.(Ms.) No.13 dated 21.02.2018, Industries (SIPCOT-LA) Department, Govt. Of Tamil Nadu, Final amount of compensation has been determined by applying the multiplier factors in the Tamil Nadu Acquisition of Land for Industrial purpose Act, 1997 by virtue of the Right to Fair Compensation and Transparency in Land Acquisition, Rehabilitation and Resettlement Act, 2013. Accordingly, the total additional compensation along with interest was determined amounting to ₹ 3699.47 lakhs have been capitalized towards private patta land in the books of accounts during the year ended 31st March 2020.

In respect of Government Poramboke land of 41.89 acres, the Govt., vide G.O.No.447, Revenue (LD5(2)) Department, dated 11.11.2013, has adopted the guideline value (GLV) of adjacent patta lands and arrived land value of ₹.84.68 lakh. Pending determination of cost for transfer, the company has adopted the guideline value of ₹.84.68 lakhs and capitalized during the year ended 31st March, 2020.

- c) The Company availed of lease finance for 4 Nos of 750KW capacity each Wind Electric Generators in 2001 with lease rentals payable upto 31.03.2007. The Company has not opted for a secondary lease and hence no provision is made for secondary lease rent in the books. The formal transfer of assets by the lessor to TNPL is yet to be done pending completion of certain formalities.
- d) The Company has erected 2 No's of 85 TPH high pressure boiler & its auxiliaries at the cost of ₹ 3438 Lakhs at M/s.Sakthi Sugars Ltd (SSL) for procurement of bagasse on fuel substitution basis and M/s.SSL has fully repaid capital cost of one Boiler. Each boiler has been valued by chartered engineers for ₹. 1965 lakhs each. In terms of agreement dated 25th July, 2020, both TNPL and SSL have agreed that the ownership rights of one Boiler shall be transferred to SSL on settlement of outstanding loan in full by SSL. Till settlement of the loan in full, the company shall keep the asset as security for the outstanding loan.
- e) As at 31 March 2022, PPE are subject to charge on secured bank loans (Refer Note 19).
- f) The "recoverable amount" is higher than the "carrying amount" of the cash generating units and hence there is no impairment of losses under Ind AS -36.

### g) Capital Work-in-Progress includes:

(₹ in Lakh)

Sl.No.	Particulars		31-Mar-22	31-Mar-21
	<b>Tangible Assets</b>			
A)	Regular Projects		<b>794.95</b>	978.36
B)	Packaging Board Plant - Mill Expansion Plan			
	Opening Balance	(a)	<b>92945.65</b>	5328.92
	Additions:			
	Buildings		<b>6471.27</b>	8715.58
	Plant and Machinery		<b>23572.53</b>	75388.45
	Furniture, Fixture and other Equipment		<b>18.28</b>	20.18
	Finance Costs #		<b>7635.55</b>	3093.00
	Corporate Environment Responsibility Expenditure		<b>69.09</b>	74.22
	Trial Production Cost		<b>2551.25</b>	-
	Pre-Operative Expenses		<b>1682.76</b>	367.37
	Pre-Operative Income		<b>(11.72)</b>	(21.89)
		(b)	<b>41989.01</b>	87636.91
	Less: Transferred to Fixed Assets on capitalization			
	Furniture, Fixture and other Equipment		<b>18.28</b>	20.18
	Sub-Total	(c)	<b>18.28</b>	20.18
	Closing Balance (a) + (b) - (c)		<b>134916.38</b>	92945.65
	<b>Grand Total (A + B)</b>		<b>135711.33</b>	93924.01

# The capitalisation rate applied to determine the amount of borrowing costs eligible for capitalisation is in the range of 3.80% to 8.88%

h) (i) Ageing for capital work-in-progress as at 31-Mar-22 :

(₹ in Lakh)

Capital Work-In Progress (CWIP)	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	47258.98	82730.03	5229.93	492.39	135711.33

(ii) For capital-work-in progress, whose completion is overdue or has exceeded its cost compared to its original plan, following CWIP completion schedule shall be

(₹ in Lakh)

Capital Work-In Progress (CWIP)	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Mill Expansion Plan (MEP)	134916.38	-	-	-	134916.38

(iii) Ageing for capital work-in-progress as at 31-Mar-21 :

(₹ in Lakh)

Capital Work-In Progress (CWIP)	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	88124.14	5282.86	438.81	78.20	93924.01

i) Disclosures relating to Investment Property

(₹ in Lakh)

Particulars	31-Mar-22	31-Mar-21
Rental income for investment property	117.47	79.98
Direct operating expenses to income generating property	44.27	32.05
Less: Reimbursement of Expenses	(42.28)	(30.06)
Depreciation on Investment property	(1.99)	(1.99)
<b>Fair value of Investment Property</b>		
a) Land at Tiruppur	31.53	31.53
b) Land at Ambattur Industrial Estate	6124.47	6124.47
c) Corporate office building comprise of 6 floors, out of which 2nd and 3rd Floors are treated as investment property and the fair value of Investment property is	372.46	372.46

**Measurement of fair values**

**Fair value hierarchy**

- (i) The fair value of investment property (Corporate Office Building) has been determined by external, independent property valuers, having appropriate recognized professional qualifications and recent experience in the location and category of the property being valued. Government guideline value is considered as fair value for Land.
- (ii) The fair value measurement for land has been categorized as Level 1 fair value and for corporate office building has been categorized as Level 2

**j) Details of Title deeds of Immovable properties not held in the name of the company.**

Relevant line item in the Balance sheet	Description of item of property	Gross carrying value (₹ In lakh)	Title deeds held in the name of	Whether title deed holder is a promoter, director or relative# of promoter*/ director or employee of promoter/director	Property held since which date	Reason for not being held in the name of the company
Property, Plant and Equipment	Land	149.69	Government of TamilNadu	Promoter	1991	The transfer of title of the said Land (measuring 10 grounds and 425 sq. ft) by the Government of Tamilnadu in favour of the company is yet to be done pending completion of necessary formalities.

## NOTES TO THE FINANCIAL STATEMENTS

### 8. Biological Assets Other than bearer plants

#### a) Reconciliation of carrying amount

(₹ in Lakh)

Particulars	31-Mar-22	31-Mar-21
Standing crops:		
Opening Balance	739.77	751.11
Add: New plantations / Maintenance cost	108.30	32.56
Less: Harvested wood transferred to inventories	(148.00)	(64.68)
Changes in fair value less estimated costs to sell	(139.51)	20.78
Closing Balance	560.56	739.77

As on 31st March 2022, standing crops comprises 5332 acres of plantations (31 March 2021: 5713.02 acres). During the year the company harvested 3374 Mts (31 March 2021: 2308 Mts).

#### b) Measurement of fair values

##### i. Fair value hierarchy

The fair value measurements for the standing crops have been categorized as Level 3 fair values based on the inputs to the valuation techniques used.

##### ii. Level 3 fair values

The following table shows a breakdown of the total gains (losses) recognized in respect of level 3 fair values (Standing crops).

Particulars	2021-22	2020-21
(Loss) included in 'other Expense'		
Change in fair value	(139.51)	20.78

##### iii. Valuation techniques and significant unobservable inputs

The following table shows the valuation techniques used in measuring Level 3 fair values and significant unobservable inputs used in Level 3 fair value measurements.

Valuation technique	Significant unobservable inputs	Inter-relationship between key unobservable inputs and fair value measurement
<p><b>Discounted cash flows:</b></p> <p>The valuation model considers the present value of net cash flows expected to be generated by the plantation. The cash flow projections include specific estimates for 5-6 years. The expected net cash flows are discounted using a risk adjusted discount rate</p>	<p>Estimated future market prices for Wood/ Mt as on 31.3.2022 has considered by keeping current purchase price of wood procured from farmers of respective district as base price range between ₹ 2700 to ₹ 3595 per Mt. Every year an increase of 5% from the previous year is considered. As no change in Market value for the year 2021-22, 5% increase has not been considered.</p> <p>'As the life cycle of plants in this scheme is 5-6 years, projection of yield at the time of planting will vary from actual as this is agri product. TNPL has adopted fair valuation based on age of the plants ie First year 10%, 2nd year 25%, 3rd year 50%, 4th year 75% and 5th &amp; above year 100%.</p> <p>'Estimated yields per acre (31 March 2022: 4.62 tons ; 31 March 2021: 4.54 tons )</p> <p>'Risk-adjusted discount rate (31 March 2022: 9%; 31 March 2021: 9%)</p>	<p>The estimated fair value would increase (decrease) if:</p> <ul style="list-style-type: none"> <li>- the estimated wood prices per ton were higher (lower);</li> <li>- the estimated yields per acre were higher (lower)</li> <li>- the risk-adjusted discount rates were lower (higher)</li> </ul>

## NOTES TO THE FINANCIAL STATEMENTS

## c) Risk management related to agricultural activities

The Company has identified the risk of fire and allied perils, natural calamities like flood, pests and drying up of plant with regard to Biological Assets. The Company has taken insurance policy covering these risks .

(₹ in Lakh)

Note	Particulars	As at 31-Mar-22	As at 31-Mar-21
9	<b>Investments</b>		
	Quoted equity shares		
	I DBI Bank Limited	61.08	55.02
	(142720 equity shares of ₹.10 each, fully paid)	61.08	55.02
	Note: Aggregate Amount of quoted Investment at cost	114.05	114.05

## Equity shares designated as at fair value through other comprehensive income.

The Company designated the investments shown below as equity shares as FVOCI because these equity shares represent investments that the Company intends to hold for long term for strategic purposes.

(₹ in Lakh)

Particulars	Fair value at 31-Mar-22	Dividend income recognized during 2021-22	Fair value at 31-Mar-21
IDBI Bank Ltd - Equity Shares	61.08	0.00	55.02

No strategic investments were disposed during 2021-2022.

(₹ in Lakh)

Note	Particulars	As at 31-Mar-22	As at 31-Mar-21
10	<b>Loans</b>		
	Advance to Sugar Mills - Secured considered good	0.00	0.00
	Advance to Sugar Mills - Unsecured - considered good	2844.05	3868.13
	Advance to Sugar Mills - Credit Impaired (Refer Note 35B)	3433.78	3433.78
	Less: Provision for Advance to Sugar Mill	(3433.78)	(3433.78)
		2844.05	3868.13
10A	<b>Other Financial Assets</b>		
	Deposits	419.15	506.14
	Earnest Money Deposits	95.15	63.18
		514.30	569.32
11	<b>Other Non-Current Assets</b>		
	Advances & Deposits with Government and public bodies	1838.59	1743.30
	Capital Advances	2354.82	6840.90
	Prepaid Expenses	82.11	164.06
	Other advance	199.31	206.62
		4474.83	8954.88

## NOTES TO THE FINANCIAL STATEMENTS

Note	Particulars	As at 31-Mar-22	As at 31-Mar-21
<b>12</b>	<b>Inventories</b>		
	Raw materials		
	In Stock	<b>17949.92</b>	19117.20
	In Transit	<b>7140.17</b>	7787.31
	Work in process	<b>4598.13</b>	4363.03
	Stock of Finished Goods	<b>1268.83</b>	22215.12
	Stock of Traded goods	<b>538.39</b>	664.05
	Stores, Consumables and spare parts		
	In Stock	<b>12702.44</b>	13607.43
	In Transit	<b>73.02</b>	34.15
		<b>44270.90</b>	67788.29

Carrying amount of inventories (included in above) have been hypothecated to banks as securities for borrowings.

The write-down of stores and spares represents non-moving items to net realizable value during the year amounted to ' Nil' (31 March 2021: ₹669.66 lakh).

<b>13</b>	<b>Trade Receivables #</b>		
	Undisputed Trade Receivables - Unsecured - considered good	<b>25756.48</b>	37747.13
	Undisputed/Disputed Trade Receivables which have significant increase in credit risk	<b>0.00</b>	0.00
	Disputed Trade Receivables - Credit Impaired	<b>2023.70</b>	2018.54
		<b>27780.18</b>	39765.67
	Less : Provision for Disputed Trade Receivables - Credit impaired	<b>2023.70</b>	2018.54
		<b>25756.48</b>	37747.13

# Trade Receivables have been hypothecated to banks / financial institutions as securities for borrowings

## Ageing for Trade Receivables as on 31-Mar-22

(₹ in Lakh)

Particulars	Not due	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6-12 months	1-2 years	2-3 years	More than 3 years	
Undisputed Trade Receivables - Unsecured - considered good	<b>11024.92</b>	<b>11660.72</b>	<b>2307.71</b>	<b>592.81</b>	<b>171.93</b>	<b>2022.09</b>	<b>27780.18</b>
Disputed Trade Receivables - Credit Impaired	-	-	-	<b>(168.55)</b>	<b>(162.49)</b>	<b>(1692.66)</b>	<b>(2023.70)</b>
<b>Total</b>	<b>11024.92</b>	<b>11660.72</b>	<b>2307.71</b>	<b>424.26</b>	<b>9.44</b>	<b>329.43</b>	<b>25756.48</b>

## NOTES TO THE FINANCIAL STATEMENTS

Ageing for trade Receivables as on 31-Mar-21

(₹ in Lakh)

Particulars	Not due	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6-12 months	1-2 years	2-3 years	More than 3 years	
Undisputed Trade Receivables - Unsecured - considered good	8303.29	23632.28	1845.86	1641.73	1303.64	3038.87	39765.67
Disputed Trade Receivables - Credit Impaired	-	-	-	(100.34)	(202.76)	(1715.44)	(2018.54)
<b>Total</b>	<b>8303.29</b>	<b>23632.28</b>	<b>1845.86</b>	<b>1541.39</b>	<b>1100.88</b>	<b>1323.43</b>	<b>37747.13</b>

Reconciliation between the quarterly statements submitted with banks and books of accounts:

## 1) Inventories

(₹ in Lakh)

Particulars	30-Jun-21	30-Sep-21	31-Dec-21	31-Mar-22
Inventories submitted with the Banks	73762.95	86891.25	71497.18	36538.68
Raw Material in transit and receiving inventory *	17953.31	7065.13	15928.33	4674.16
Other finalisation entries	1222.12	(341.37)	(432.65)	3058.06
<b>Inventories as per books of accounts on the reporting date</b>	<b>92938.38</b>	<b>93615.01</b>	<b>86992.86</b>	<b>44270.90</b>

\* Goods in transit are not lying at the factory premises on the reporting date and Receiving Inventory i.e., Materials in the process of acceptance by the user department are not forming part of Stock and Book debts statements submitted to banks.

## 2) Trade Receivables

(₹ in Lakh)

Particulars	30-Jun-21	30-Sep-21	31-Dec-21	31-Mar-22
Trade receivables submitted with the Banks	35423.00	38719.00	40763.00	23037.00
Debtors having credit balances *	2413.13	3210.97	3133.92	2934.04
Energy and Cement debtors not submitted to banks	2093.38	2270.72	1160.07	1177.91
Other finalisation entries	(1313.92)	(2070.90)	(1676.05)	(1392.48)
<b>Trade receivables as per books of accounts on the reporting date</b>	<b>38615.59</b>	<b>42129.79</b>	<b>43380.94</b>	<b>25756.47</b>

\* Trade receivables net of credit balances were submitted with banks. This is regrouped under Other Current Liabilities as Advance received from customers in the financial statements on the reporting date.

Note	Particulars	As at 31-Mar-22	As at 31-Mar-21
14	<b>Cash and Cash Equivalents</b>		
	Balance with Banks		
	Current accounts	<b>1178.21</b>	1048.53
	Savings account	<b>0.05</b>	4.25
	Cheques, drafts on hand	<b>18.90</b>	0.00
	Cash on hand	<b>7.44</b>	2.47
		<b>1204.60</b>	1055.25

## NOTES TO THE FINANCIAL STATEMENTS

(₹ in Lakh)

Note	Particulars	As at 31-Mar-22	As at 31-Mar-21
14A	<b>Other Bank balances</b>		
	Unpaid Dividend accounts	103.87	166.34
	Fixed Deposit(FD) with Banks (Terminal benefits of an employee parked in FD as per direction)	41.56	0.00
		145.43	166.34
15	<b>Loans</b>		
	Current maturities of Loans:		
	Advance to Sugar Mills - Secured - Considered good	0.00	0.00
	Advance to Sugar Mills - Unsecured - Considered good	938.87	1035.42
	Advance to Sugar Mills- Credit Impaired (Refer Note 35B)	1394.57	1394.57
	Less: Provision for Advance to Sugar Mill - Credit Impaired	(1394.57)	(1394.57)
	Advances - Unsecured - considered good	351.66	285.65
	Advances - Credit Impaired	21.45	21.45
	Less: Provision for Advances - Credit impaired	(21.45)	(21.45)
	Employee Advances	397.82	356.12
	Interest accrued on Loans/Deposits- Unsecured - Considered good	22.69	14.65
	Interest accrued on Loans/Deposits - Credit Impaired (Refer Note 35B)	553.71	553.71
	Less: Provision for Interest accrued on Loans - Credit impaired	(553.71)	(553.71)
	1711.04	1691.84	
16	<b>Other Current Assets</b>		
	Advances for Materials and Services - Unsecured - considered good	9061.61	7509.70
	Advances for Materials and Services - Credit Impaired	419.95	419.95
	Less: Provision for Advances - Credit Impaired	(419.95)	(419.95)
	Balance with:		
	- Central Excise / TN VAT /GST - (includes ₹.354.10 Lakhs (FY2020-21 ₹.469.77 lakh) paid under protest for disputes)	14915.33	12699.49
	Claims Receivables #	2522.57	7576.59
	Export Incentives Receivables	1758.10	659.71
Prepaid Expenses	2152.21	1814.39	
	30409.82	30259.88	

# Claims receivable includes

- 1) Claims receivable includes ₹ 1760.39 lakh (Previous Year ₹ 6160.39 lakh) towards net output VAT/GST refund represents VAT paid net off input credit upto 30th June, 2017 and as per the modified scheme (post GST implementation) in lieu of VAT paid net off input credit i.e., from 1st July, 2017 to 31st March 2022 relating to Board plant as per the incentive scheme sanctioned by Government of Tamil nadu.

## NOTES TO THE FINANCIAL STATEMENTS

- 2) VAT refund on capital goods ₹ 46.39 lakh (Previous Year ₹ 650.14 Lakh), Claim with custom ₹493.10 lakh (Previous Year ₹426.24 lakh), Back ended capital subsidy ₹ 192.50 lakh (Previous Year ₹ 192.50 Lakh), Environment Protection Subsidy ₹30 lakh (Previous Year ₹30 lakh), Claim with M/s.ABFSL Nil (Previous Year ₹ 117.32 lakh).

(₹ in Lakh)

Note	Particulars	As at 31-Mar-22	As at 31-Mar-21
17	<b>Equity Share Capital</b>		
	<b>Authorized</b> 13,50,00,000 (31 March 2021: 13,50,00,000 ) Equity Shares of ₹.10/- each	13500	13500
	<b>Issued</b> 7,00,00,000 (31 March 2021 : 7,00,00,000 ) Equity Shares of ₹ 10/- each	7000	7000
	<b>Subscribed and Fully Paid up*</b> 6,92,10,600 (31 March 2021 : 6,92,10,600 ) Equity Shares of ₹ 10/- each fully paid up	6921.06	6921.06
	<b>Shares Forfeited**</b>	16.72	16.72
	<b>Total</b>	<b>6937.78</b>	<b>6937.78</b>

\* All subscribed shares are fully paid-up

\*\* Shares forfeited represents shares called and partly paid by the shareholders were subsequently forfeited by the Company.

## (i) Reconciliation of shares outstanding at the beginning and at the end of the reporting period

Particulars	As at 31-03-22		As at 31-03-21	
	Number in Lakh	₹ in Lakh	Number in Lakh	₹ in Lakh
<b>Equity shares</b>				
At the commencement of the period	692.106	6921.06	692.106	6921.06
Shares issued during the period	0.00	0.00	0.00	0.00
<b>At the end of the period</b>	<b>692.106</b>	<b>6921.06</b>	<b>692.106</b>	<b>6921.06</b>

## (ii) Rights, preferences and restrictions attached to equity shares

The company has a single class of equity shares. Each equity shares having a par value of ₹ 10. Accordingly, all equity shares rank equally with regard to dividends and share in the company's residual assets on winding up. The equity shares are entitled to receive dividend as declared from time to time. The voting rights of an equity shareholder on a poll (not on show of hands) are in proportion to his/its share of the paid-up equity share capital of the company. Voting rights cannot be exercised in respect of shares on which any call or other sums presently payable has not been paid. Failure to pay any amount called up on shares may lead to their forfeiture.

In the event of liquidation of the company, the holders of equity shares will be entitled to receive the residual assets of the company, in proportion to the number of equity shares held, after distribution of all preferential amounts. However, no such preferential amounts exist currently.



## NOTES TO THE FINANCIAL STATEMENTS

### (iii) Particulars of shareholders holding more than 5% of shares

Sl. No	Particulars	As at 31-03-2022		As at 31-03-2021	
		Number in Lakh	% of total shares	Number in Lakh	% of total shares
1	Equity shares of ₹. 10/- each fully paid-up held by - Governor of Tamil Nadu on behalf of Govt., of Tamil Nadu	244.45	35.32%	244.45	35.32%
2	- HDFC Trustee Company Limited	56.98	8.23%	56.98	8.23%
3	- Life Insurance Corporation of India	43.53	6.29%	49.09	7.09%

### (iv) Particulars of Promoters shareholding

Shares helds by promoters at the end of the year		As at 31-03-2022		As at 31-03-2021	
Sl. No	Promoters Name	No. of shares	% of total shares	No. of shares	% of total shares
1	- Governor of Tamil Nadu on behalf of Govt., of Tamil Nadu	24444900	35.32%	24444900	35.32%

There is no change in the shareholding pattern of promoter during the year.

### (v) Dividends

The following dividends were declared and paid by the Company during the year

(₹ in Lakh)

Particulars	2021-22	2020-21
₹ 3.00 per equity share (Financial year 2020-21: ₹ 6.00)	2076.32	4152.64
	2076.32	4152.64

After the reporting date, the following dividends were proposed by the Board of Directors subject to the approval at the annual general meeting; the dividends have not been recognized as liabilities.

(₹ in Lakh)

Particulars	2021-22	2020-21
₹ 4 .00 per equity share (Financial year 2020-21: ₹ 3.00)	2768.42	2076.32
	2768.42	2076.32

### (vi) Basic and diluted earnings per share

The calculations of profit attributable to equity shareholders and weighted average number of equity shares outstanding for purposes of basic earnings per share calculation are as follows:

#### a. Profit (loss) attributable to equity shareholders (basic and diluted)

(₹ in Lakh)

Particulars	2021-22	2020-21
Profit/(loss) for the year, attributable to the equity holders	1433.19	(6511.13)
	1433.19	(6511.13)

## NOTES TO THE FINANCIAL STATEMENTS

## b. Weighted average number of equity shares (basic and diluted)

(In Numbers)

Particulars	As at 31-Mar-22	As at 31-Mar-21
Opening balance	69210600	69210600
Effect of fresh issue of shares for cash	0	0
<b>Weighted average number of equity shares for the year</b>	<b>69210600</b>	69210600
Earning Per Share (EPS) - (₹)	2.07	(9.41)

## 18. Other Equity

(₹ in Lakh)

Particulars	As at 31-Mar-22	As at 31-Mar-21
(a) Securities premium	17973.11	17973.11
(b) General reserve		
(i) Opening balance	138301.18	138301.18
(ii) Transfer from / (to) retain earnings	(3916.52)	0.00
(iii) Closing balance	134384.66	138301.18
(c) Retained Earnings		
(i) Opening balance	(1840.20)	8823.57
(ii) Profit for the year	1433.19	(6511.13)
(iii) Less : Appropriations		
(a) Dividend on equity Shares	2076.32	4152.64
(b) Transfer (from retain earnings) / to General reserves	(3916.52)	0.00
	1433.19	(1840.20)
(d) Fair value of gain/(loss) on Equity Instruments through OCI		
(i) Opening balance	(59.03)	(86.50)
(ii) Change during the year (net)	6.07	27.47
	(52.96)	(59.03)
(e) Effective portion of cash flow hedges		
(i) Opening balance	(90.37)	(27.46)
(ii) Change during the year (net)	105.17	(62.91)
	14.80	(90.37)
(f) Re-measurement of defined benefit plans		
(i) Opening balance	(1545.80)	(630.57)
(ii) Change during the year (net)	(230.92)	(915.23)
	(1776.72)	(1545.80)
<b>Total Other Equity</b>	<b>151976.08</b>	152738.89

## NOTES TO THE FINANCIAL STATEMENTS

### Nature of reserves

#### (a) Securities Premium

Securities premium is used to record the premium on issue of shares. The reserve is utilised in accordance with Section 52 of Companies Act, 2013.

#### (b) General reserve

The General reserve is used from time to time to transfer profits from retained earnings for appropriation purposes. As the General reserve is created by a transfer from one component of equity to another and is not item of other comprehensive income, items included in the General reserve will not be reclassified subsequently to statement of profit and loss.

#### (c) Fair value gain/(loss) of Equity Instruments through other comprehensive income

This reserve represents the cumulative gains and losses arising on the revaluation of equity / debt instruments measured at fair value through other comprehensive income, net of amounts reclassified to retained earnings when those assets have been disposed off.

#### (d) Effective portion of cash flow hedges

The cash flow hedges represents the cumulative effective portion of gains or losses arising on changes in fair value of designated portion of hedging instruments entered into for cash flow hedges. The cumulative gain or loss arising on changes in fair value of the designated portion of the hedging instruments that are recognised and accumulated under the heading of cash flow hedging reserve. Such gains or losses will be reclassified to statement of profit and loss in the period in which the hedged transaction occurs.

#### (e) Re-measurement of defined benefit plans

Re-measurements of defined benefit liability comprises actuarial gains and losses.

#### (f) Capital Management

The Company's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. Management monitors the return on capital, as well as the level of dividends to equity shareholders.

The Board of Directors seeks to maintain a balance between the higher returns that might be possible with higher levels of borrowing and the advantages and security afforded by a sound capital position. The weighted-average interest expense on interest-bearing borrowings was 6.97% (2020-21: 7.24 %)

## NOTES TO THE FINANCIAL STATEMENTS

(₹ in Lakh)

Note	Particulars	As at 31-Mar-22	As at 31-Mar-21
<b>19</b>	<b>Borrowings</b>		
	<b>Non-current borrowings</b>		
	<b>Term loans - From Financial Institutions - Secured</b>		
	A) Term Loans - General Corporate Loan		
	- Rupee Term Loans	<b>20500.00</b>	23000.00
	B) Mill Expansion Plan(MEP)- Board Plant		
	- Rupee Term Loans	<b>19587.70</b>	9969.61
	<b>Term loans - From Banks - Secured</b>		
	A) Term Loans-General Corporate Loan/Working Capital Term Loan		
	- Rupee Term Loans	<b>41818.70</b>	76681.83
	- Foreign Currency Term Loan	<b>0.00</b>	173.78
	B) Multilayer Coated Board Plant		
	- Rupee Term Loans	<b>16473.89</b>	26227.56
	C) Mill Expansion Plan (MEP) - Board Plant		
	- Rupee Term Loans	<b>61988.34</b>	58652.17
		<b>160368.63</b>	194704.95
<b>19</b>	<b>Current borrowings</b>		
	<b>a) Loans from Banks - Secured **</b>		
	Working Capital Loans - Banks		
	Cash Credit	<b>3315.06</b>	2934.84
	Rupee Loan	<b>20600.00</b>	10200.00
	<b>Sub-Total (a)</b>	<b>23915.06</b>	13134.84
	<b>b) Unsecured bank loans</b>		
	Short Term Loans from Banks		
	Export Packing Credit(EPC)-INR	<b>9300.00</b>	13000.00
	Rupee Loan	<b>5000.00</b>	7500.00
	<b>Sub-Total (b)</b>	<b>14300.00</b>	20500.00
	<b>c) Current maturities of Long Term Debt</b>	<b>23679.46</b>	42823.42
	<b>Total (a) + (b)</b>	<b>61894.52</b>	76458.26

\*\* Secured by a first charge on current assets of the company, namely raw materials, stock-in-process, semi-finished goods, finished goods, consumable stores & spares and receivables and a second charge by way of extension of equitable mortgage on immovable properties of the company in Kagithapuram, Karur District, Tamil nadu and second charge on the other fixed assets of the company excluding wind mills, vehicles and Computer Software and assets created/proposed to be created out of the ASRS, LSFM,RSPS and DIP projects.

## NOTES TO THE FINANCIAL STATEMENTS

### A. Term and repayment schedule

Terms and conditions of outstanding borrowings are as follows

(₹ in Lakh)

Particulars	Note	Year of maturity#	Terms of repayment	Coupon / Interest Rate	Non-Current 31-Mar-22	Current 31-Mar-22	Total 31-Mar-22	Non-Current 31-Mar-21	Current 31-Mar-21	Total 31-Mar-21
Term loans - From Financial Institutions - Secured										
A) Term Loans - General Corporate Loan										
- Export - Import Bank of India	(vii)	Aug-25	20 Step up quarterly installments	1 Y MCLR + 60 bps	10500.00	2500.00	13000.00	13000.00	1,500.00	14500.00
- Tamilnadu Industrial Investment Corporation Ltd	(xiii)	Mar-26	36 Step up monthly installments	At present 7.30% p.a	10000.00	-	10000.00	10000.00	-	10000.00
<b>B) Mill Expansion Plan(MEP) - Board Plant</b>					<b>20500.00</b>	<b>2500.00</b>	<b>23000.00</b>	<b>23000.00</b>	<b>1500.00</b>	<b>24500.00</b>
- Export - Import Bank of India	(iii)	Nov-29	Quarterly in Twenty Eight step up installments	1 Y Gsec + 265 bps	19587.70	375.00	19962.70	9969.61	-	9969.61
Term loans - From Banks - Secured										
A) Lime Sludge Fly Ash Management System										
- Canara Bank	(i)	Dec-21	Quarterly in Eighteen equal installments	1 Y MCLR	-	-	-	-	300.00	300.00

## NOTES TO THE FINANCIAL STATEMENTS

(₹ in Lakh)

Particulars	Note	Year of maturity#	Terms of repayment	Coupon / Interest Rate	Non-Current 31-Mar-22	Current 31-Mar-22	Total 31-Mar-22	Non-Current 31-Mar-21	Current 31-Mar-21	Total 31-Mar-21
<b>B) Term Loans-General Corporate Loan/Working Capital Term Loan</b>										
<b>i) Rupee Term Loans</b>										
- Syndicate Bank	(iv)	May-21	Semi - annual in Eight equal installments	1 Y MCLR	-	-	-	0.00	1250.00	1250.00
- State Bank of India ( Earlier known as SBT)	(iv)	May-21	Semi - annual in Eight equal installments	1 Y MCLR + 25 bps	-	-	-	0.00	473.86	473.86
- Canara Bank	(iv)	May-21	Semi - annual in Eight equal installments	1 Y MCLR	-	-	-	0.00	1375.00	1375.00
- Federal Bank	(v)	Jun-22	Quarterly in Twelve equal installments	1 Y Gsec + 197 bps	-	-	-	625.00	2500.00	3125.00
- The Bank of Tokyo - Mitsubishi UFJ Limited	(vi)	Oct-22	Semi - annual in Six equal installments	7.91% p.a on a fully hedged basis + appl. withholding tax	-	3332.67	3332.67	3333.33	6666.67	10000.00
- Canara Bank	(vii)	Jun-27	Quarterly in Thirty Two equal installments	1 Y MCLR + 30 bps	-	-	-	3437.50	625.00	4062.50
- IndusInd Bank Limited	(viii)	Jun-27	Quarterly in thirty one step up installments	Fixed for One Year (Subject to reset on every 28th of June)	<b>4224.50</b>	438.00	4662.50	4661.00	214.00	4875.00
- Canara Bank	(ix)	Apr-25	Quarterly in Twenty equal installments	1 Y MCLR	<b>4469.20</b>	2000.00	6469.20	6500.00	2000.00	8500.00

(₹ in Lakh)

## NOTES TO THE FINANCIAL STATEMENTS

Particulars	Note	Year of maturity#	Terms of repayment	Coupon / Interest Rate	Non-Current Current 31-Mar-22	Current 31-Mar-22	Total 31-Mar-22	Non-Current 31-Mar-21	Current 31-Mar-21	Total 31-Mar-21
- Canara Bank	(ix)	May-25	Quarterly in Twenty equal installments	1 Y MCLR	5625.00	2500.00	8125.00	8125.00	2500.00	10625.00
- Kotak Mahindra Bank Limited	(x)	Mar-22	Quarterly in Twelve equal installments	6 M MCLR	-	-	-	-	3333.33	3333.33
- Indian Overseas Bank	(xi)	Nov-25	Quarterly in Twelve equal installments	1 Y MCLR	27500.00	2500.00	30000.00	20000.00	-	20000.00
- Indian Bank	(xii)	Dec-25	Quarterly in Twelve equal installments	1 Y MCLR	-	-	-	30000.00	-	30000.00
<b>ii) Foreign Currency Term Loan</b>					<b>41818.70</b>	<b>10770.67</b>	<b>52589.37</b>	<b>76681.83</b>	<b>20937.86</b>	<b>97619.69</b>
- ICICI Bank	(vi)	Jun-22	Quarterly in Sixteen equal installments	8.25% p.a on a fully hedged basis	-	180.13	180.13	173.78	695.12	868.90
<b>C) Multi Coated Board Plant</b>										
- Syndicate Bank	(ii)	Dec-21	Quarterly in Eighteen equal installments	1 Y MCLR	-	-	-	-	6160.00	6160.00
- State Bank of India ( Earlier known as SBT)	(ii)	Dec-21	Quarterly in Eighteen equal installments	1 Y MCLR + 25 bps	-	-	-	-	1628.77	1628.77
- Indian Bank	(ii)	Dec-21	Quarterly in Eighteen equal installments	1 Y MCLR	-	-	-	-	3219.86	3219.86
- The Bank of Tokyo - Mitsubishi UFJ Limited	(ii)	Apr-22	Quarterly in Twelve equal installments	7.73% p.a on a fully hedged basis + appl. with-holding tax	-	1666.66	1666.66	1666.66	6666.67	8333.33

## NOTES TO THE FINANCIAL STATEMENTS

(₹ in Lakh)

Particulars	Note	Year of maturity#	Terms of repayment	Coupon / Interest Rate	Non-Current 31-Mar-22	Current 31-Mar-22	Total 31-Mar-22	Non-Current 31-Mar-21	Current 31-Mar-21	Total 31-Mar-21
- ICICI Bank Limited	(ii)	Dec-26	Quarterly in thirty one step up installments	1 Y MCLR + 60 bps	<b>16473.89</b>	3087.00	19560.89	24560.90	1715.14	26276.04
<b>D) Mill Expansion Plan - Board Plant</b>					<b>16473.89</b>	4753.66	21227.55	26227.56	19390.44	45618.00
- Indian Bank -Erstwhile Allahabad Bank	(iii)	Mar-29	Quarterly in Twenty Six step up installments	1 Y MCLR	<b>18486.75</b>	1500.00	19986.75	17250.77	-	17250.77
- Punjab National Bank (Erstwhile Oriental Bank of Commerce)	(iii)	Mar-29	Quarterly in Twenty Six step up installments	1 Y MCLR	<b>16110.07</b>	1350.00	17460.07	14707.02	-	14707.02
- Union Bank of India	(iii)	Mar-29	Quarterly in Twenty Six step up installments	1 Y MCLR	<b>27391.52</b>	2250.00	29641.52	26694.38	-	26694.38
					<b>61988.34</b>	5100.00	67088.34	58652.17	-	58652.17
	Grand Total				<b>160368.63</b>	23679.46	184048.09	194704.95	42823.42	237528.37



### NOTES TO THE FINANCIAL STATEMENTS

- (i) Secured by a first pari passu charge on fixed assets created out of respective loans.
- (ii) Secured by a first pari passu charge on fixed assets to be created at Mondipatti Village, Manappari Taluk, Trichy Dist., TN out of respective term loans and first charge on all the movable fixed assets of the company situated at Kagithapuram, Karur Dist., Tamil Nadu on pari passu basis both present & future except which are under specific charge to the respective term lenders and an equitable mortgage by deposit of title deeds in respect of 566.26 acres of land situated at Kagithapuram, Karur District, TN.
- (iii) First pari passu charge on assets to be created out of Mill Expansion Plan (MEP) with other lenders funding for Phase – I of the project & First pari passu charge on existing assets at Board Plant (both movable and immovable fixed assets) along with existing lenders and proposed lenders for MEP.
- (iv) Secured by a first pari passu charge on movable fixed assets of the company (except assets under specific charge to other lenders) situated at Kagithapuram, Karur Dist.,
- (v) First Pari Passu Charge on moveable Fixed Assets with at least 1x cover.
- (vi) Residual charge on moveable fixed assets of the company.
- (vii) Secured by a first pari passu charge on movable fixed assets of the company (except assets under specific charge to other lenders).
- (viii) Subservient charge on entire moveable fixed assets of the company, both present and future (except those which are under specific charge to the respective term lenders).
- (ix) Subservient charge on current asset and entire moveable fixed assets of the company.
- (x) Exclusive hypothecation charge on revamped power plant & machinery.
- (xi) Exclusive Charge on land situated at Mayanoor and Thirukattuthurai.
- (xii) Exclusive Charge on Land situated at Ambattur and Land situated at Devarkulam, Perungudi and Alagaiapan-diapuram including windfarm assets.
- (xiii) Residual charges on existing and future moveable fixed assets of the company.

#### Net debt reconciliation

This section sets out an analysis of net debt and the movements in net debt for the period presented.

(₹ in Lakh)

Particulars	Cash and Cash equivalents and bank over drafts	Non-current borrowings (including current Maturities)	Current borrowings	Interest Payable	Total
	a	b	c	d	(b+c+d)-a
Net debt as at 01-Apr-20	(9305.82)	161011.35	47002.26	1101.12	218420.55
Cash flows	7426.24	76640.29	(16302.26)	-	52911.79
Finance costs	-	-	-	22425.57	22425.57
Interest paid	-	-	-	(22389.34)	(22389.34)
Exchange fluctuations	-	(123.27)	-	-	(123.27)
Net debt as at 31-Mar-21	(1879.58)	237528.37	30700.00	1137.35	271245.30
<b>Cash flows</b>	<b>(230.87)</b>	<b>(53416.51)</b>	<b>4200.00</b>	<b>-</b>	<b>(48985.64)</b>
<b>Finance costs</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>23764.26</b>	<b>23764.26</b>
<b>Interest paid</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>(24211.81)</b>	<b>(24211.81)</b>
<b>Exchange fluctuations</b>	<b>-</b>	<b>(63.77)</b>	<b>-</b>	<b>-</b>	<b>(63.77)</b>
<b>Net debt as at 31-Mar-22</b>	<b>(2110.45)</b>	<b>184048.09</b>	<b>34900.00</b>	<b>689.80</b>	<b>221748.34</b>

## NOTES TO THE FINANCIAL STATEMENTS

## 20 Provisions

(₹ in Lakh)

Particulars	Non-current		Current	
	31-Mar-22	31-Mar-21	31-Mar-22	31-Mar-21
Provisions for employee benefits Note (b)				
Defined benefit liability - Gratuity	9722.61	8802.49	1245.47	1846.69
Liability for compensated absences	6321.68	5371.44	891.94	779.34
Total provisions for employee benefits (A)	16044.29	14173.93	2137.41	2626.03
Other provisions				
Provision for decommissioning liability Note (a)	106.81	97.99	0.00	0.00
Total other provisions (B)	106.81	97.99	0.00	0.00
Total provisions (A+B)	16151.10	14271.92	2137.41	2626.03

**Note (a) provision for decommissioning liability**

The Company has made a provision of ₹106.81 lakh (Previous Year ₹97.99 lakh) in respect of obligation on decommissioning of Plant & Machinery erected at various Off-sites (Sugar Mills), The unwinding of discount of ₹8.82 lakh (Previous Year ₹ 8.09 lakh) recognized as expenses.

**Note (b) Provisions for employee benefits**

(₹ in Lakh)

Particulars	As at 31-Mar-22	As at 31-Mar-21
Defined benefit liability - Gratuity	10968.08	10649.18
Liability for compensated absences	7213.62	6150.78
Total employee benefit liabilities	18181.70	16799.96
Non-current	16044.29	14173.93
Current	2137.41	2626.03
Total employee benefit liabilities	18181.70	16799.96

For details about the related employee benefit expenses, refer Notes 31

**Reconciliation of the net defined benefit liability**

(₹ in Lakh)

Particulars	TYPE OF PLAN			
	GRATUITY		LEAVE ENCASHMENT	
	31-Mar-22	31-Mar-21	31-Mar-22	31-Mar-21
Balance at the beginning of the year	10649.18	9436.57	6150.78	5210.51
Interest Cost	683.47	577.49	393.88	316.71
Current service cost	623.43	548.49	262.34	226.04
Benefits paid	(1342.95)	(1320.21)	(801.49)	(794.65)
Actuarial loss/(gain) on obligation (balancing figure)	354.95	1406.84	1208.11	1192.17
Balance as at the end of the year	10968.08	10649.18	7213.62	6150.78

## NOTES TO THE FINANCIAL STATEMENTS

### i. Expense recognized in profit or loss (Note - 31)

(₹ in Lakh)

Particulars	TYPE OF PLAN			
	GRATUITY		LEAVE ENCASHMENT	
	2021-2022	2020-2021	2021-2022	2020-2021
Current service cost	623.43	548.49	262.34	226.04
Net Interest on Net Defined Benefit Obligations	683.47	577.49	393.88	316.71
Net actuarial (gain)/loss recognized in the year	0.00	0.00	1208.11	1192.17
Expenses recognized in the statement of profit and loss	1306.90	1125.98	1864.33	1734.92

### ii. Remeasurements recognized in other comprehensive income

(₹ in Lakh)

Particulars	TYPE OF PLAN	
	GRATUITY	
	2021-2022	2020-2021
Actuarial (gain) / loss on defined benefit obligation	354.95	1406.84
	354.95	1406.84

### iii) Defined benefit obligation

Particulars	Gratuity		Leave Encashment	
	2021-2022	2020-2021	2021-2022	2020-2021
Discount Rate	7.24%	6.85%	7.24%	6.85%
Salary escalation rate	7.00%	7.00%	7.00%	7.00%
Attrition rate	4.00%	4.00%	4.00%	4.00%

### iv) Sensitivity Analysis

(₹ in Lakh)

Significant actuarial assumptions	Gratuity		Leave Encashment	
	31-Mar-22	31-Mar-21	31-Mar-22	31-Mar-21
Discount Rate				
Impact due to increase of 50 basis points	(408.73)	(383.30)	(281.11)	(239.13)
Impact due to decrease of 50 basis points	440.29	413.03	303.05	258.18
Salary escalation rate				
Impact due to increase of 50 basis points	325.32	330.63	302.29	256.56
Impact due to decrease of 50 basis points	(320.28)	(328.01)	(282.99)	(239.89)

## NOTES TO THE FINANCIAL STATEMENTS

## v) Maturity Profile of Defined Benefit Obligation :

(₹ in Lakh)

Defined Benefits	As at 31-Mar-22	As at 31-Mar-21
<b>Gratuity</b>		
Less than one Year	800.67	839.67
One to Three Years	3349.63	3657.31
Three to Five Years	1920.7	1912.96
More than Five years	4606.93	3868.77
<b>Leave Encashment</b>		
Less than one Year	475.26	400.47
One to Three Years	1502.26	1422.23
Three to Five Years	1026.07	852.12
More than Five years	2627.78	2050.75

**Provident Fund**

The Company pays fixed contribution to provident fund at pre-determined rates to a separate irrevocable trust approved by the Commissioner of Income Tax, which invests the fund in permitted securities. The contribution to the fund for the period is recognized as expenses and is charged to Statement of Profit and Loss. While the obligation to the Company is limited to such fixed contribution, as per the rules of Employee's Provident Fund (EPF) any deficiency in the rate of interest on the contribution based on its return on investment as compared to the rate declared for Employees Provident Fund by the Government under Para 60 of the Employees Provident Fund Act is to be met by the Company. Also as per the rules, any deficiency in the fair value of Plan Assets backing the Provident Fund accumulations compared to the amount of such accumulations is to be met by the company.

In accordance with actuarial valuation of provident fund liabilities and based on the assumptions as mentioned below, there is no deficiency in the interest cost as present value of expected future earnings of the fund is greater than the expected amount to be credited to the individual members based on the expected guaranteed rate of interest of Government administered provident fund.

The details of fund and plan assets are given below

(₹ in Lakh)

Particulars	As at 31-Mar-22	As at 31-Mar-21
Present Value of Obligation (PVO)	30142.21	29833.54
Fair value of Plan Assets	32129.12	31667.20
Net Liability / (Net Asset)	(1986.91)	(1833.66)

The plan assets have been primarily invested in Government securities and corporate bonds are

Particulars	As at 31-Mar-22	As at 31-Mar-21
Government Securities and Related Investments	15679.01	16720.28
Debt Instruments and Related Investments	13365.71	11273.52
Equities and Related Investments	353.42	348.35
Special Deposit Scheme	514.07	538.34
Others Assets	2216.91	2786.71
Total	32129.12	31667.20

The principal assumptions used in determining the present value obligation of interest guarantee under the deterministic approach are as follows.

Particulars	As at 31-Mar-22	As at 31-Mar-21
Discount Rate	7.24%	6.85%
Guaranteed rate of return	8.10%	8.50%

The company contributed ₹2065.34 lakh (Previous Year : ₹1922.70 lakh) towards the provident fund for the year ended 31st March, 2022.

## NOTES TO THE FINANCIAL STATEMENTS

## 21. Movement in deferred tax balances

(₹ in Lakh)

Particulars	Net deferred tax (assets) / liabilities					
	01-Apr-20	2020-21	31-Mar-21	01-Apr-21	2021-22	31-Mar-22
<b>Recognized in profit and loss:</b>						
Property ,Plant and equipment	74412.80	(838.43)	73574.37	<b>73574.37</b>	<b>(1727.06)</b>	<b>71847.31</b>
Intangible assets	(636.22)	17.67	(618.55)	<b>(618.55)</b>	<b>470.68</b>	<b>(147.87)</b>
Biological assets	55.97	7.26	63.23	<b>63.23</b>	<b>(662.36)</b>	<b>(599.13)</b>
Finance Cost - Decommissioning Liability	(27.53)	(2.83)	(30.36)	<b>(30.36)</b>	<b>44.84</b>	<b>14.48</b>
Lease Liabilities	(183.32)	11.12	(172.20)	<b>(172.20)</b>	<b>138.76</b>	<b>(33.44)</b>
Provision for loss allowance	(2677.83)	(31.96)	(2709.79)	<b>(2709.79)</b>	<b>(1.95)</b>	<b>(2711.74)</b>
Disallowance of expenses U/ sec., 43B	(220.11)	(42.34)	(262.45)	<b>(262.45)</b>	<b>(42.63)</b>	<b>(305.08)</b>
Tax losses carried forward - unabsorbed depreciation	(11009.99)	(2217.80)	(13227.79)	<b>(13227.79)</b>	<b>2908.53</b>	<b>(10319.26)</b>
Employee Benefits Plan	(4628.77)	(260.69)	(4889.46)	<b>(4889.46)</b>	<b>(358.81)</b>	<b>(5248.27)</b>
Tax Credits - MAT Credit Entitlement	(29317.17)	(0.20)	(29317.37)	<b>(29317.37)</b>	<b>(306.17)</b>	<b>(29623.54)</b>
(A)	25767.83	(3358.20)	22409.63	<b>22409.63</b>	<b>463.83</b>	<b>22873.46</b>
<b>Recognized in other comprehensive income :</b>						
Remeasurement of defined benefit plans	(338.29)	(491.61)	(829.90)	<b>(829.90)</b>	<b>(124.03)</b>	<b>(953.93)</b>
Derivatives	(14.92)	(33.79)	(48.71)	<b>(48.71)</b>	<b>56.49</b>	<b>7.78</b>
(B)	(353.21)	(525.40)	(878.61)	<b>(878.61)</b>	<b>(67.54)</b>	<b>(946.15)</b>
Total (A+B)	25414.62	(3883.60)	21531.02	<b>21531.02</b>	<b>396.29</b>	<b>21927.31</b>

## Tax losses carried forward

Tax losses never expires for which deferred tax asset was recognized and outstanding as follows:

(₹ in Lakh)

Particulars	As at 31-Mar-22	As at 31-Mar-21	Expiry date
Expire	-	-	-
Never expire	<b>10319.26</b>	13227.79	-

## MAT Credit Entitlement:

MAT credit Entitlements expires on subsequent periods as per tax laws and on which deferred tax asset was recognized and outstanding as follows:

(₹ in Lakh)

Particulars	Expire by 5 years - 31/03/2027	Expire by 6-10 years - 31/03/2027 to 31/03/2031	Expire by > 10 years - 31/03/2031 to 31/03/2036
MAT Credit Entitlement	5144.98	15800.23	8678.33

(₹ in Lakh)

Note	Particulars	As at 31-Mar-22	As at 31-Mar-21
<b>22</b>	<b>Other Non-current Liabilities</b>		
	Government grants	<b>21.70</b>	22.90
	Deferred Rent Payable	<b>2.64</b>	2.87
		<b>24.34</b>	25.77

## NOTES TO THE FINANCIAL STATEMENTS

### Government grants

The company has recognized in its books, the Government subsidy of ₹30 lakh for creation of environment protection infrastructure facility at Board Plant. As subsidy relates to a specific asset, the same was treated as deferral income and amortized over the useful life of the asset.

### Deferred Rent Payable

The Company has taken Government lands for lease (Operating lease) for the purpose of captive plantations. The lease period is for thirty years. Incremental rent on year on year basis is applicable till the end of 4th year and thereafter it will be flat.

Note	Particulars	As at 31-Mar-22	As at 31-Mar-21
<b>23</b>	<b>Trade payables</b>		
	Trade payables to related parties	-	-
	Other trade payables		
	Acceptances	<b>56678.24</b>	33039.35
	Sundry Creditors		
	Dues of Micro & Small Enterprises	<b>2573.73</b>	3927.52
	Dues of Creditors other than Micro & Small Enterprises	<b>52311.55</b>	46411.29
		<b>111563.52</b>	83378.16

All trade payables are 'current'

The Company's exposure to currency and liquidity risks related to trade payables is disclosed in Note 41.

- i) The classification of the suppliers under Micro, Small and Medium Enterprises Development Act, 2006 is made on the basis of information made available to the Company.
- ii) Disclosure requirement as required under Micro, Small and Medium Enterprises Development Act, 2006 is as follows:

(₹ in Lakh)

Particulars	As at 31-Mar-22	As at 31-Mar-21
a) Principal amount and the interest due thereon remaining unpaid to each supplier at the end of each accounting year	<b>2573.73</b>	3927.52
b) Interest paid by the Company in terms of section 16 of Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during each accounting year.	-	-
c) Interest due and payable for the year of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under Micro, Small and Medium Enterprises Development Act, 2006.	<b>31.47</b>	41.48
d) Interest accrued and remaining unpaid at the end of each accounting year.	<b>72.95</b>	41.48
e) Interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise.	-	-

## NOTES TO THE FINANCIAL STATEMENTS

## Ageing for trade Payables as on 31-Mar-22

(₹ in Lakh)

Particulars	Not due	Outstanding for following periods from due date of payment				Total
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
Acceptances	56678.24	-	-	-	-	56678.24
Dues of Micro & Small Enterprises	2573.73	-	-	-	-	2573.73
Dues of Creditors other than Micro & Small Enterprises	39017.04	12774.24	355.97	72.75	91.55	52311.55
<b>Total</b>	<b>98269.01</b>	<b>12774.24</b>	<b>355.97</b>	<b>72.75</b>	<b>91.55</b>	<b>111563.52</b>

## Ageing for trade Payables as on 31-Mar-21

(₹ in Lakh)

Particulars	Not due	Outstanding for following periods from due date of payment				Total
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
Acceptances	33039.35	-	-	-	-	33039.35
Dues of Micro & Small Enterprises	3927.52	-	-	-	-	3927.52
Dues of Creditors other than Micro & Small Enterprises	31135.33	14295.74	551.34	349.06	79.82	46411.29
<b>Total</b>	<b>68102.20</b>	<b>14295.74</b>	<b>551.34</b>	<b>349.06</b>	<b>79.82</b>	<b>83378.16</b>

(₹ in Lakh)

Note	Particulars	As at 31-Mar-22	As at 31-Mar-21
<b>24</b>	<b>Other Financial Liabilities</b>		
	Interest accrued but not due	<b>689.97</b>	1137.35
	Security Deposits from customers/contractors	<b>8014.99</b>	7084.94
	Unclaimed Dividend #	<b>103.87</b>	166.34
	Employee related Liabilities @	<b>2559.20</b>	7284.46
	Derivative Liabilities	<b>147.18</b>	29.01
	Creditors for Capital Goods	<b>9147.36</b>	14514.99
		<b>20662.57</b>	30217.09

# There are no amount due and outstanding to be credited to Investors Education and Protection Fund.

@ The company settled the revision of salary of executives w.e.f 16th May, 2018 during the financial year 2021-22.

## NOTES TO THE FINANCIAL STATEMENTS

(₹ in Lakh)

Note	Particulars	As at 31-Mar-22	As at 31-Mar-21
25	<b>Other Current Liabilities</b>		
	Advance received from customers	11438.36	3057.54
	Statutory dues payable	2928.91	2966.04
	Tax Deducted at Source	821.30	569.88
	Other payables #	6314.63	6314.63
		<b>21503.20</b>	12908.09

# Other payables includes:

- ₹2410.35 lakh (Previous Year ₹2410.35 lakh) being the guarantee commission in respect of IBRD Loan guaranteed by Govt. of India lying since 2002
- ₹990.83 lakh (Previous Year ₹990.83 lakh) being Electricity Generation Tax for the generation of energy from captive generation plant for own use.
- Confirmation of balances from some of the creditors have been received and the same is being reconciled.

The Company's exposure to currency and liquidity risks related to above financial liabilities is disclosed in Note 41.

Note	Particulars	For the Year ended 31-Mar-22	For the Year ended 31-Mar-21
26	<b>Revenue from Operations</b>		
	<b>Sale of Products</b>		
	<b>Printing &amp; Writing Paper</b>		
	- Domestic Sales	201761.33	156362.31
	- Export Sales	73696.07	30526.77
		<b>275457.40</b>	186889.08
	Less: Discounts	20353.77	24442.43
		<b>255103.63</b>	162446.65
	Packaging Board		
	- Domestic Sales	112147.02	94619.73
	- Export Sales	14501.31	6096.80
		<b>126648.33</b>	100716.53
	Less: Discounts	13301.71	16987.41
		<b>113346.62</b>	83729.12
	Cement	16450.83	15641.00
	Sale of Energy	1472.63	1383.02
	<b>Sale of Traded Goods</b>		
	Note Books	10652.59	10291.21
	Paper & core pipe	35.26	0.00
	Coal	0.00	522.29
Pre printed marksheets	75.37	138.78	
Burnt Lime	0.00	50.13	
<b>Total sale of products (a)</b>	<b>397136.93</b>	274202.20	
<b>Other Operating revenue</b>			
Export Incentive	2262.99	934.34	
Sale of Clone	651.74	417.49	
Sale of scrap, wastes etc.	1977.51	1263.47	
<b>Total other operating revenue (b)</b>	<b>4892.24</b>	2615.30	
<b>Total revenue from operations (a+b)</b>	<b>402029.17</b>	276817.50	



## NOTES TO THE FINANCIAL STATEMENTS

(₹ in Lakh)

Note	Particulars	For the Year ended 31-Mar-22	For the Year ended 31-Mar-21
<b>27</b>	<b>Other Income</b>		
	Interest Income:		
	Under the effective interest method-Interest on advances to Sugar Mills	<b>397.10</b>	451.24
	Other Interest - Over Due bills	<b>117.53</b>	927.82
	Change in fair value of biological assets	<b>0.00</b>	20.78
	Net gain on sale of Property, plant and equipment	<b>8.64</b>	0.00
	Rental Income from property	<b>122.21</b>	94.12
	GST Incentive - Note (i)	<b>1600.00</b>	1600.00
	Government Grants- Note (ii)	<b>1.20</b>	1.20
	Miscellaneous Income-Note (iii)	<b>2628.14</b>	1997.04
		<b>4874.82</b>	5092.20

**Note :**

- (i) The Company is entitled to Net Output VAT and CST refund in terms of G.O. (Ms) No.212 Dated 05.09.2015 for a period of twelve years from the Date of Commercial Production with GST compensation clause in the said G.O. The Government of Tamil Nadu (GoTN) vide G.O(Ms) No.164 dated 29th July, 2020 announced modified incentive scheme under GST regime and given an option to avail either SGST paid based incentive or capital subsidy incentive of 1% per annum on the eligible investment for the residual period to be sanctioned annually upon fulfilment of eligibility criteria .The company opted to avail capital subsidy incentive of 1% p.a and the GoTN issued company specific order for company's option vide G.O.(Ms) No.275 dated 28th December, 2020. Accordingly, the Company accounted the GST Incentive of ₹ 1600 lakh (Previous Year ₹1600 lakh) during the current year.
- (ii) Government grants includes Effluent Treatment Plant (ETP) subsidy of ₹.1.20 lakh (Previous Year ₹.1.20 lakh) being related to specific fixed asset has been recognised as other income over the useful life of the asset.
- (iii) Miscellaneous Income includes ₹267.88 lakh (Previous Year ₹ 749.78 lakhs) relating to write back of trade payables.

<b>28</b>	<b>Cost of Purchase / Materials Consumed</b>		
	Raw materials consumed- Note (i)	<b>121627.97</b>	73210.19
	Chemicals consumed	<b>33004.31</b>	24657.88
	Freight & Handling charges	<b>5060.73</b>	4108.52
	Packing Expenses	<b>7925.94</b>	6311.82
	Bagasse purchased	<b>12759.61</b>	6608.39
		<b>180378.55</b>	114896.80

**Note :**

- (i) Excluding cost of bagasse procured in lieu of steam / fuel supplied to Sugar Mills which is included in the respective natural heads of accounts.

<b>29</b>	<b>Purchase of Stock-in-trade</b>		
	Note Books	<b>9062.51</b>	8992.43
	Pre-Printed Marksheet	<b>64.78</b>	121.81
	Paper & Core pipe	<b>25.01</b>	0.00
	Coal	<b>0.00</b>	435.69
	Burnt lime	<b>0.00</b>	41.16
		<b>9152.30</b>	9591.09

## NOTES TO THE FINANCIAL STATEMENTS

(₹ in Lakh)

Note	Particulars	For the Year ended 31-Mar-22	For the Year ended 31-Mar-21
30	<b>Changes in Inventories of Bagasse, Work-in-Progress and Finished Goods</b>		
	<b>Opening Stock :</b>		
	Bagasse	12032.90	18400.07
	Work in Progress	4363.03	13901.50
	Finished Goods	22215.12	11322.49
	Traded Goods	664.05	718.25
	<b>Sub-total (a)</b>	<b>39275.10</b>	<b>44342.31</b>
	<b>Closing Stock:</b>		
	Bagasse	12870.39	12032.90
	Work in Progress	4508.52	4363.04
Finished Goods	1268.83	22215.12	
Traded Goods	538.39	664.05	
<b>Sub-total (b)</b>	<b>19186.13</b>	<b>39275.11</b>	
<b>Total (a-b)</b>	<b>20088.97</b>	<b>5067.20</b>	
31	<b>Employee Benefit Expenses</b>		
	Salaries, Wages and Bonus	21897.63	22007.83
	Contribution to provident fund & Other funds	3413.76	3063.24
	Gratuity and Leave Encashment	3171.24	2860.91
	Staff Welfare expense	3048.91	2778.38
	<b>31531.54</b>	<b>30710.36</b>	
32	<b>Finance Costs</b>		
	Interest expense on financial liabilities measured at amortized cost		
	Term Loans	17293.76	14655.48
	Working Capital	4386.54	6360.90
	Less: Interest Capitalized	(7635.55)	(3093.00)
	Other Finance costs	1419.83	1185.46
	Interest on Lease Liabilities	168.29	215.64
	Unwinding of discount on decommissioning liabilities	8.82	8.09
	<b>15641.69</b>	<b>19332.57</b>	
33	<b>Depreciation and Amortization Expenses</b>		
	Depreciation of property, plant and equipment	22248.94	22876.37
	Depreciation on Right to use assets	492.20	492.76
	Depreciation on investment property	1.99	1.99
	Amortization of intangible assets	124.96	161.86
	<b>22868.09</b>	<b>23532.98</b>	

## NOTES TO THE FINANCIAL STATEMENTS

(₹ in Lakh)

Note	Particulars	For the Year ended 31-Mar-22	For the Year ended 31-Mar-21
<b>34</b>	<b>Other Expenses</b>		
	Stores consumed	1373.09	1478.66
	Repairs and maintenance:		
	- Building	901.62	918.58
	- Plant and machinery	16634.53	16860.35
	- Others	613.04	578.55
	Rent	150.75	253.37
	Rates and Taxes	323.20	332.81
	Insurance	1540.50	1610.86
	Transportation Charges	6446.89	4779.58
	Commission & Discount on Sales	13456.25	9254.74
	Travelling & Conveyance	148.86	128.20
	Auditors' Remuneration - Note no.39(c )	22.64	29.03
	Printing and Stationery	93.79	80.78
	Communication	73.36	76.42
	Advertisement	307.08	258.53
	Farm Forestry	1721.82	1502.00
	Provision for Trade Receivables	5.57	91.47
	Fair value movement of Biological Assets	139.51	0.00
	Loss on sale/write off of fixed assets	0.00	23.73
	Loss on Foreign Exchange Fluctuations (Net)	1596.82	1137.52
	Security Personnel Expenses	1055.29	957.53
	Vehicle Hire Charges	260.85	274.37
	Corporate Social Responsibility (CSR)	170.10	219.22
	Sitting fee to Directors	39.05	33.50
	Miscellaneous	860.29	715.97
		<b>47934.90</b>	<b>41595.77</b>
<b>35</b>	<b>Exceptional Items</b>		
	GST incentive relating to earlier years	0.00	1865.72
		<b>0.00</b>	<b>1865.72</b>

## NOTES TO THE FINANCIAL STATEMENTS

Note	Particulars	For the Year ended 31-Mar-22	For the Year ended 31-Mar-21
<b>35A</b>	<b>Corporate Social Responsibility (CSR) Expenditure</b>		
	a) Gross amount required to be spent by the Company during the year	<b>164.69</b>	212.00
	(b) Amount spent during the year :	<b>348.39</b>	219.22
	(i) Construction / acquisition of asset		
	(ii) On purposes other than (i) above		
	(a) Education	<b>33.24</b>	16.81
	(b) Healthcare	<b>16.56</b>	32.04
	(c) Social development	<b>120.06</b>	74.73
	(d) Infrastructure development & Infrastructure	-	48.85
	(e) Others	<b>0.24</b>	46.79
	Total	<b>170.10</b>	219.22
	<b>Carry forward of CSR spent during the year (as per amendment to section 135 of Companies Act, 2013)</b>	<b>178.29</b>	-
	(c) Shortfall at the end of the year	-	-
	(d) Total of previous years shortfall	-	-
	(e) Reason for shortfall	-	-
	(f) Details of related party transactions *	<b>170.10</b>	219.22

\* CSR activities has been carried out through "TNPL Arakodai Trust"

**35B** The company as part of its initiative to procure bagasse, a key raw material for its manufacturing process has entered into Long Term Supply Agreement and as per the agreements the company had paid ₹7500 Lakh as advances to sugar mills and these agreements are due to expire or due for renewal in September, 2024 and September, 2026. Out of the repayment commitments by these companies to whom advances have been made, an amount of ₹2152 lakh became overdue as on 31st March, 2019 and the companies have defaulted in repayment and also based on information from various other sources including the financial information of the company identified that these advances are having high credit risk in the financial year 2018-19. Notwithstanding the unexpired term for fulfilling the supply and repayment obligations by these companies to whom the advances have been made, as a matter of prudence, total amount outstanding from those companies were considered doubtful of recovery accordingly the company provided for the total outstanding advances and other receivables amounting to ₹5802.01 Lakh and provided for impairment of the Intangible asset – Right to procure Bagasse amounting to ₹1559.29 Lakh.

The Company has filed petitions against the above sugar mills before NCLT under Insolvency and Bankruptcy Code, 2016 (IBC). For both the sugar mills, the NCLT has appointed Resolution Professionals (RP). The company filed its claims and RP inducted the company as one of the members of the Committee of Creditors (COC). In the case of one of the sugar mills, the NCLT on 14.02.2022 reserved the case for final orders to carry out the liquidation process setting forth the terms and directions. The detailed order is yet to be passed by the NCLT. In another case, the NCLT

## NOTES TO THE FINANCIAL STATEMENTS

on 17.02.2022 has appointed liquidator. The liquidator called for revised claims till insolvency commencement date. The company filed its claim and the liquidator is carrying out the liquidation process.

The Company has installed some of its assets at the above sugar mills and shifted some of the Machineries which were installed at Sugar Mills like Compactors, Depithers etc. and related Stores and Spares. The Company also requested the RP/Liquidator to grant permission to take possession of the remaining property, plant and equipment having a carrying cost of ₹ 181.02 Lakh and spares costing ₹16 Lakh and also impaired permanent structures having carrying cost of ₹79.17 Lakh.

### 36 Income tax

#### a) Amounts recognized in profit or loss

##### Tax expense recognized in the Statement of Profit and Loss

(₹ in Lakh)

Particulars	For the year ended 31-Mar-22	For the year ended 31-Mar-21
Current Tax on taxable income for the year	306.17	0.00
MAT credit entitlement	(306.17)	0.00
Deferred tax	770.00	(3358.00)
<b>Total Tax Expenses</b>	<b>770.00</b>	<b>(3358.00)</b>

#### b) Income tax recognized in other comprehensive income

(₹ in Lakh)

Particulars	For the year ended 31-Mar-22		
	Before Tax	Tax (expense) benefit	Net of tax
Remeasurement of defined benefit liability	(354.95)	(124.03)	(230.92)
Fair value of equity investments through OCI	6.07	-	6.07
Effective portion of gain /(loss) on hedging instruments in cash flow hedges	161.66	56.49	105.17
	<b>(187.22)</b>	<b>(67.54)</b>	<b>(119.68)</b>

Particulars	For the year ended 31-Mar-21		
	Before Tax	Tax (expense) benefit	Net of tax
Remeasurement of defined benefit liability	(1406.84)	(491.61)	(915.23)
Fair value of equity investments through OCI	27.47	-	27.47
Effective portion of gain/(loss) on hedging instruments in cash flow hedges	(96.70)	(33.79)	(62.91)
	<b>(1476.07)</b>	<b>(525.40)</b>	<b>(950.67)</b>

## NOTES TO THE FINANCIAL STATEMENTS

## c) Reconciliation of effective tax rate

A reconciliation of the income tax expenses to the amount computed by applying the statutory income tax rate to the profit before income taxes is summarized below:

(₹ in Lakh)

Particulars	For the Year ended 31-Mar-22	For the Year ended 31-Mar-21
<b>Profit before tax</b>	<b>2203.19</b>	(9869.13)
Income tax rate	<b>34.944%</b>	34.944%
Current tax expenses on Profit before tax	<b>769.88</b>	(3448.67)
<b>Tax effect of:</b>		
Permanent disallowances		
CSR Expenditure as per Sec.135 of Companies Act 2013	<b>59.44</b>	91.10
Temporary differences	<b>710.56</b>	(0.43)
Total income tax expense/(credit)	<b>770.00</b>	(3358.00)
Effective tax Rate	<b>34.95%</b>	34.03%

- d) The Taxation Laws (Amendment) Act, 2019" has inserted Section 115BAA of the Income Tax Act, 1961, whereby a domestic company has an irrevocable option of exercising for a lower corporate tax rate along with consequent forego of certain tax deductions and incentives, including accumulated MAT credit eligible for set-off in subsequent years.

The company has still not exercised this option considering the accumulated MAT Credit and additional depreciation available for set-off and continues to evaluate the benefit of exercising the option for a lower corporate tax rate. Pending exercising of the option, the company continues to recognize the taxes on income for the year ended March 31, 2022 as per the earlier provisions.

## 37 Leases

## A) Leases as lessor

The Company leases out its investment property and buildings on operating lease basis.

## i) Future minimum lease receivable

At 31<sup>st</sup> March, the future minimum lease payments under non-cancellable leases are receivable as follows.

(₹ in Lakh)

Particulars	As at 31-Mar-22	As at 31-Mar-21
Within one year	<b>74.92</b>	35.95
Between one and five years	<b>2.39</b>	3.87
More than five years	<b>3.84</b>	3.90
	<b>81.15</b>	43.72

## ii) Amounts recognized in the statement of profit and loss - Grouped under other income (Note 27)

During the year ended 31 March 2022, property rentals of ₹122.21 lakh (31 March 2021: ₹94.12 lakh have been included in other income (Note 27) in the statement of profit or loss, is as follows:

(₹ in Lakh)

Particulars	As at 31-Mar-22	As at 31-Mar-21
Income from Investment property	<b>117.47</b>	79.98

## NOTES TO THE FINANCIAL STATEMENTS

### B) Leases as lessee

- a) The company has taken Government Lands for lease (Operating lease) for the purpose of captive plantations. The lease period is for thirty years. Incremental rent on year on year basis is applicable till the end of 4th year and thereafter it will be flat and also Buildings on lease to conduct its business in the ordinary course.

#### i) Future minimum lease payments

At 31<sup>st</sup> March, the future minimum lease payments to be made under non-cancellable operating leases are as follows.

(₹ in Lakh)

Particulars	As at 31-Mar-22	As at 31-Mar-21
Payable in less than one year	35.78	15.62
Payable between one and five years	43.06	28.76
Payable after more than five years	29.11	33.33
Total	107.95	77.71

#### ii) Amounts recognized in the statement of profit and loss - Grouped under other expenses (Note 34)

(₹ in Lakh)

Particulars	For the year ended 31-Mar-22	For the year ended 31-Mar-21
Lease expense - minimum lease payments	31.77	17.65

In the statement of profit and loss for the current year, lease expenses included as part of cost of materials consumed is now recognised as depreciation expense for the right-of-use asset and finance cost accrued on lease liability.

The rate of interest implicit in the lease considered based on incremental borrowing rate of 8.75% p.a has been applied to lease liabilities recognised in the balance sheet at the date of initial application.

The following is the movement in lease liabilities during the year ended 31<sup>st</sup> March, 2022:

(₹ in Lakh)

Particulars	As at 31-Mar-22	As at 31-Mar-21
Balance at the beginning	2176.74	2701.09
Deletions	(40.19)	0.00
Additions	50.28	0.00
Finance cost accrued during the period	168.29	215.64
Payment of Lease Liabilities	(738.25)	(739.99)
Balance at the end	1616.87	2176.74
Lease liability - Non Current	996.47	1604.37
Lease liability - Current	620.40	572.37

The table below provides details regarding the contractual maturities of lease liabilities as at 31<sup>st</sup> March, 2022 on an undiscounted basis:

## NOTES TO THE FINANCIAL STATEMENTS

(₹ in Lakh)

Particulars	As at 31-Mar-22	As at 31-Mar-21
Payable in less than one year	737.38	740.25
Payable between one and five years	1070.90	1798.67
Payable after more than five years	15.77	0.00

Interest on lease liabilities is ₹ 168.29 Lakh (31st March, 2021 - ₹ 215.64 Lakh) for the year ended 31<sup>st</sup> March, 2022

The total cash outflow for leases is ₹ 756.55 lakh for the year ended 31<sup>st</sup> March, 2022 (31st March 2021 - ₹ 757.64 lakhs), including cash outflow for short term and low value leases. The Company has lease term extension options that are not reflected in the measurement of lease liabilities.

**38. Contingent liabilities and Commitments**

(to the extent not provided for)

(₹ in Lakh)

Particulars	As at 31-Mar-22	As at 31-Mar-21
<b>Contingent liabilities</b>		
<b>Claims against the Company not acknowledged as debts</b>		
<b>a) Claims against the company not acknowledged as debts - Statutory Dues</b>		
i) Income-tax	5008.98	10571.13
ii) Wealth Tax	19.46	19.46
iii) Customs Duty	2919.69	2919.69
iv) Excise Duty #	4094.89	7264.70
v) CST/VAT	1069.62	1069.62
# The disputed demand is on account of various disallowances, tax/duty claims in respect of income tax, wealth tax, excise duty, customs duty and sales tax which are pending before various appellate forums/authorities and courts. Pending resolution of the respective proceedings, it is not practicable for the company to estimate the timing of the cash flow, if any, in respect of above, as it is determinable only on receipt of judgements / decision .		
<b>b) Claims against the company not acknowledged as debts - Others</b>		
i) Corporate Office - Land -Interest demanded by Public Works Dept., Government of Tamil Nadu for the remittance towards cost of the land. There was no delay on the part of TNPL to remit the payment.	22.80	22.80
ii) Land Acquisition Claims -Land acquisition claims for enhanced compensation preferred by Land owners. The compensation was paid as per Government norms.	106.88	106.46
iii) Cess on Land Lease- Perungudi - Wind farm	60.18	60.18
iv) Lease -The Company availed lease finance of 3 MW Wind Mill in the year 2001 with lease rental payable up to 31.03.2007 and has not opted for a secondary lease. Pending the closure of the taxation related matters with the taxation authorities, the lessor has not transferred the assets to the company.	8.12	8.12
v) Chief Electrical Inspector claims interest on Generation Tax for the belated payment towards Generation tax on captive consumption.	4143.52	3703.51



## NOTES TO THE FINANCIAL STATEMENTS

(₹ in Lakh)

Particulars	As at 31-Mar-22	As at 31-Mar-21
vi) Tamil Nadu Generation & Distribution Corporation Ltd claims towards various charges for Start-up power, Cross subsidy surcharge, Transmission charge, Compensation Charges, Wind farm-CDM Benefit Sharing & Wind Farm Unutilized Banked units pending before appellate authority and courts.	2094.94	2094.94
vii) Differential power tariff compensation to a Sugar Mill due to tariff revision by TANGEDCO citing TNERC Order dated 29.07.2016 in PPAP No.1 of 2011 for the period from August 2007 to November, 2017. Since, the cited TNERC order is specific in nature and not generic as construed by TANGEDCO, the Company has not accepted the claim and has requested the sugar mill to take appropriate legal action against tariff revision by TANGEDCO.	2800.39	2800.39
viii) Third party claims arising from disputes relating to contracts pending before Tribunal/Courts.	323.22	294.58
<b>Note</b> : It is not practicable for the company to estimate the timing of cash outflows, if any, in respect of the above pending resolution of respective proceedings. The company does not expect any reimbursement in respect of the above contingent liabilities.		
c) Revenue sharing agreement under captive plantation	Non-Quantifiable	Non-Quantifiable
d) Guarantees issued by the banks on behalf of the Company	3783.73	3733.54
e) Letter of Credit issued by banks on behalf of the Company	24652.20	15838.21
Total	51108.62	50507.33
<b>c) Commitments</b>		
a) Estimated amount of contracts remaining to be executed on capital account and not provided for	1307.67	17618.18
b) Purchase of PCC Chemicals from M/s.OMYA-If the minimum quantity is not lifted and increase in imported input material cost, the Company has to compensate M/s.OMYA as per agreement..	Non Quantifiable	Non Quantifiable
c) Proposed dividend & Dividend Distribution Tax	2768.42	2076.32
Total	4076.09	19694.50
<b>d) Other Commitment:</b>		
<p>The Company availed concessional rate of customs duty under Export Promotion Capital Goods (EPCG) license scheme on import of capital goods and spares for which the company is obligated to fulfill export obligation / commitment as on 31.03.2022 amounting to ₹68248.22 lakh (Previous Year ₹65056.43 lakh). The Company is yet to fulfill the balance export obligations/commitments as on 31.03.2022 and the same is expected to be fulfilled by exports within the permitted time. The company also executed bonds to customs authorities for the customs duty concession availed as per the scheme on import of capital goods and spares amounting to ₹31925.83 lakh (Previous year ₹34729.11 lakh)</p>		

## NOTES TO THE FINANCIAL STATEMENTS

## 39 Additional Information :

(₹ in Lakh)

Particulars	2021-22	2020-21
<b>a) Value of Raw Materials, Chemicals, Stores &amp; Spare Parts consumed</b>		
<b>i) Major Raw Materials consumed</b>		
<b>a) Indigenous</b>		
Wood	26402.41	25079.80
Bagasse @	33663.97	26435.35
Waste Paper	15976.53	10640.98
LSFM - Raw materials	5747.47	4845.43
Total (a)	81790.38	67001.56
<b>b) Imported</b>		
Imported Pulp	56721.39	24644.66
Waste Paper	15737.88	8861.01
Total (b)	72459.27	33505.67
Total - (a) + (b)	154249.65	100507.23
Indigenous - Percentage on Total Consumption	53.02%	66.66%
Imported - Percentage on Total Consumption	46.98%	33.34%
	100.00%	100.00%
<p>@ Bagasse is procured both from open market and under barter arrangement with various sugar mills by exchanging fuel/steam. The consumption value of bagasse represents the cost of procurement of bagasse from open market and cost of production of steam/fuel supplied to Sugar Mills in exchange for bagasse, freight, handling charges etc. The cost of bagasse procured on barter is accounted on depithed basis and the same is included in the respective heads of accounts.</p>		
<b>ii) Chemical consumed</b>		
Indigenous	31155.23	23180.95
Imported	1849.09	1534.10
Total	33004.32	24715.05
Indigenous - Percentage on Total Consumption	94.40%	93.79%
Imported - Percentage on Total Consumption	5.60%	6.21%
	100.00%	100.00%
<b>iii) Stores and Spares consumed</b>		
Indigenous	10866.69	10390.70
Imported	1509.06	1644.75
Total	12375.75	12035.45
Indigenous - Percentage on Total Consumption	87.81%	86.33%
Imported - Percentage on Total Consumption	12.19%	13.67%
	100.00%	100.00%

## NOTES TO THE FINANCIAL STATEMENTS

## 39 Additional Information : (Contd)

(₹ in Lakh)

Particulars	2021-22	2020-21
<b>iv) Fuel (Coal , Furnace oil etc)</b>		
<b>Factory</b>		
Indigenous	11184.03	5659.23
Imported	39236.90	28682.15
Sub-Total (a)	50420.93	34341.38
<b>Off-sites</b>		
Indigenous	1621.50	0.00
Imported	17045.36	9677.97
Sub-Total (b)	18666.86	9677.97
Total (a) + (b)	69087.79	44019.35
Indigenous - Percentage on Total Consumption	18.54%	12.86%
Imported - Percentage on Total Consumption	81.46%	87.14%
	100.00%	100.00%
<b>b) Foreign Currency Transactions:</b>		
<b>i) Earnings in Foreign Currency</b>		
FOB Value of Exports	87542.38	35968.87
<b>ii) Value of imports calculated on CIF values</b>		
Wood pulp	53244.51	21051.57
Chemicals	1379.80	1094.95
Waste Paper	14531.86	7001.49
Stores & Spares	1489.51	1754.26
Coal	43256.90	24786.67
Capital Goods	5388.69	32952.88
<b>iii) Other expenditure in Foreign Currency</b>		
Engineering and Supervisory Charges	73.70	12.04
Interest	123.37	257.41
Others	12.67	93.15
<b>iv) Dividend remitted in Foreign Currency</b>	2020-21	2019-20
No. of Non-Resident Shareholders	6.00	6.00
No. of Share held by Non-Resident Shareholders	1900.00	1900.00
Dividend	0.06	0.11
<b>c) Details of Auditors Remuneration</b>	2021-22	2020-21
a) Statutory audit	13.00	13.00
b) Limited Review	3.90	3.90
c) Tax audit	2.60	2.60
d) Certification fees	2.75	9.25
e) Reimbursement of out of pocket expenses	0.39	0.28
<b>Total</b>	<b>22.64</b>	<b>29.03</b>

## NOTES TO THE FINANCIAL STATEMENTS

## 39 Additional Information : (Contd)

(₹ in Lakh)

Particulars	2021-22	2020-21
<b>d) Expenditure on Research &amp; Development</b>		
Salaries & Wages	770.91	572.10
Repairs and Maintenance	171.00	152.90
Depreciation	62.84	62.98
Chemicals	138.46	46.25
Plantation Research	24.79	4.23
Other Expenses	18.10	4.16
Total	1186.10	842.62
Note:		
The above items have been included under the respective natural heads of expenditure in Statement of Profit and Loss.		
<b>e) Related parties transactions</b>		
<b>i) Ultimate controlling party</b>		
The ultimate controlling party of the Company is Governor of Tamil Nadu representing Government of Tamil Nadu.		
<b>ii) Transactions with Key Managerial Personnel</b>		
Thiru S Sivashanmugaraja, IAS, Managing Director (01.04.2021 to 08.05.2021)		
Dr Rajeev Ranjan, IAS, Chairman and Managing Director (08.05.2021 to 30.09.2021)		
Thiru S.Krishnan, IAS - Chairman and Managing Director (10.11.2021 to 31.03.2021)		
Tmt Sathya Ananth General Manager (Finance) and Chief Financial Officer		
Thiru Ravishankar. B Company Secretary (01.10.2021 to 28.02.2022)		
Thiru Thamizhselvan. B Company Secretary (01.03.2022 to 31.03.2022)		
Short-term employee benefits	87.32	78.60
Other Long Term Benefits	9.98	12.45
	97.30	91.05
<b>iii) Sitting fee to Non Executive Directors</b>		
Thiru N Muruganandam, IAS @	0.70	1.75
Thiru S Krishnan, IAS @	1.40	2.45
Dr R Ananda Kumar, IAS @	0.35	1.05
Thiru Harmander Singh, IAS @	1.05	-
Tmt Reeta Harish Thakkar, IAS @	-	1.05
Thiru N.Narayanan, IAS (Retd..)	7.60	6.05
Thiru V Chandrasekaran	7.30	5.75
Tmt. Soundara Kumar	5.45	5.75
Thiru P B Santhanakrishnan	7.60	6.05
Dr M Arumugam	7.60	3.60
<b>@ Remitted to Govt.,</b>	39.05	33.50

## NOTES TO THE FINANCIAL STATEMENTS

Particulars	2021-22	2020-21
<b>iv) Festival Advance Receivable from Key Management Personnel (KMP)</b>		
Tmt Sathya Ananth General Manager (Finance) and Chief Financial Officer	1.23	0.91
Thiru Thamizhselvan. B Company Secretary	0.65	-
	<b>1.88</b>	0.91
% of Total Employee Advance	<b>0.47%</b>	0.25%
Note: Interest free Festival Advance paid to all Employees including KMP's payable in 10 equal instalments		
<b>v) Employee Benefit Plan where there is significant influence</b>		
TNPL Provident Fund Trust	<b>1760.67</b>	1614.10
<b>vi) TNPL School Society</b>	<b>485.76</b>	704.27
<b>vii) TNPL Arakodai Trust</b>	<b>348.39</b>	219.22
<b>viii) Balance payable to related parties</b>		
a) TNPL Provident Fund Trust	<b>31.93</b>	102.18
b) TNPL School Society	<b>131.30</b>	302.33
c) TNPL Arakodai Trust	<b>10.81</b>	28.64

**40.** The company received a notice from Competition Commission of India (CCI) directing the company to file its objections / suggestions in connection with its findings towards contravention of Provisions of 3(3) read with section 3(1) of the Competition Act, 2002 dealing with price fixation and other related matters. The company has filed its objections and clarifications with CCI on 31.07.2019. It was directed by CCI vide Order dated 22.01.2020 that the hearing in the matter would be notified in due course.

### 41. Financial Instruments and Risk management

#### A. Accounting classifications and fair values

The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy.

(₹ in Lakh)

Particulars	Carrying amount as at 31-Mar-22			Carrying amount as at 31-Mar-21		
	Fair value - Hedging instruments	FVOCI - Equity in- struments	Amortized cost	Fair value - Hedging instruments	FVOCI - Equity in- struments	Amortized cost
<b>Financial assets measured at fair value</b>						
Equity securities	-	61.08	-	-	55.02	-
	-	61.08	-	-	55.02	-
<b>Financial assets not measured at fair value</b>						
Advances to sugar mills*	-	-	3782.92	-	-	4903.55
Trade receivables*	-	-	25756.48	-	-	37747.13
Cash and cash equivalents*	-	-	1350.03	-	-	1221.59
Loans*	-	-	772.17	-	-	656.42
	-	-	<b>31661.60</b>	-	-	44528.69

## NOTES TO THE FINANCIAL STATEMENTS

## 41. Financial Instruments and Risk magement (continued)

(₹ in Lakh)

Particulars	Carrying amount as at 31-Mar-22			Carrying amount as at 31-Mar-21		
	Fair value - Hedging instruments	FVOCI - Equity instruments	Amortized cost	Fair value - Hedging instruments	FVOCI - Equity instruments	Amortized cost
<b>Financial liabilities measured at fair value</b>						
Lease Liabilities	-	-	1616.87	-	-	2176.74
Forward exchange contracts used for hedging	147.18	-	-	29.01	-	-
	147.18	-	1616.87	29.01	-	2176.74
<b>Financial liabilities not measured at fair value</b>						
Borrowings	-	-	222263.15	-	-	271163.21
Trade payables	-	-	111563.52	-	-	83378.16
Interest accrued but not due	-	-	689.97	-	-	1137.35
Security Deposits from customers/contractors	-	-	8014.99	-	-	7084.94
Employee related Liabilities	-	-	2559.20	-	-	7284.46
Unclaimed Dividend	-	-	103.87	-	-	166.34
Creditors for Capital Goods	-	-	9147.36	-	-	14514.99
	-	-	354342.06	-	-	384729.45

The following table shows the valuation techniques used in measuring Level 2 and Level 3 fair values for financial instruments measured at fair value in the balance sheet, as well as the significant unobservable inputs used.

(₹ in Lakh)

Particulars	Fair value - 31-Mar-22			Fair value - 31-Mar-21		
	Level 1	Level 2	Level 3	Level 1	Level 2	Level 3
<b>Financial assets measured at fair value</b>						
Equity securities	61.08	-	-	55.02	-	-
	61.08	-	-	55.02	-	-
<b>Financial liabilities measured at fair value</b>						
Lease Liabilities	-	1616.87	-	-	2176.74	-
Forward exchange contracts used for hedging	147.18	-	-	29.01	-	-
	147.18	1616.87	-	29.01	2176.74	-

\* The Company has not disclosed the fair values for financial instruments such as trade receivables, cash & cash equivalents and Loans, trade payable, because their carrying amounts are a reasonable approximation of fair value.

## NOTES TO THE FINANCIAL STATEMENTS

### 41. Financial Instruments and Risk management (continued)

#### B. Measurement of fair values

##### i. Valuation techniques and significant unobservable inputs

Type of Financial instruments	Valuation technique	Significant unobservable inputs
Financial instruments measured at fair value		
Equity securities	Forward pricing: The fair value is determined using quoted market rates at the reporting date..	Not applicable
Forward exchange contracts	Forward pricing: The fair value is determined using quoted market rates at the reporting date.	Not applicable

#### C. Financial risk management

The company has exposure to the following risks arising from financial instruments:

- Credit Risk (see (C)(ii));
- Liquidity Risk (see (C)(iii)); and
- Market Risk (see (C)(iv)).

##### i. Risk management framework

The Company's board of directors has overall responsibility for the establishment and oversight of the company's risk management framework. The Company's risk management policies are established to identify and analyze the risks faced by the company, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the company's activities.

The Company's audit committee oversees how management monitors compliance with the company's risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the company. The audit committee is assisted in its oversight role by internal audit. Internal audit undertakes both regular and ad hoc reviews of risk management controls and procedures, the results of which are reported to the audit committee.

##### ii. Credit Risk

Credit risk is the risk of financial loss to the company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the company's receivables from customers and loans. The carrying amounts of financial assets represent the maximum credit risk exposure.

##### Trade receivables and loans

The company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. However, management also considers the factors that may influence the credit risk of its customer base.

The company has established a credit policy under which each new customer is analyzed individually for credit-worthiness before the company's standard payment and delivery terms and conditions are offered. Sale limits are established for each customer and reviewed quarterly. Any sales exceeding those limits require approval from the management of the company.

The company limits its exposure to credit risk from trade receivables by establishing a maximum payment period of 90 days for customers. More than 85% of the company's customers have been transacting with the company for over four years, and none of these customers' balances are credit-impaired at the reporting date.

##### Details of customers who owed more than 10% of Total Receivables

Particulars	As at 31-Mar-22	As at 31-Mar-21
Number of customers who owed more than 10% of the total receivables	1	2
Contribution of customers in owing more than 10% of Total Receivables	13%	45%

## NOTES TO THE FINANCIAL STATEMENTS

## 41. Financial Instruments and Risk management (continued)

## Provision for Trade Receivable &amp; Advances :

## a) Provision for Trade Receivables

(₹ in Lakh)

Particulars	As at 31-Mar-22	As at 31-Mar-21
Balance at beginning of the year	2018.54	1927.07
Add: Provision recognised in the year	78.45	100.77
Less: Amounts recovered during the year	73.29	9.30
Less: Provisions written back	-	-
Balance as at 31st March	2023.70	2018.54

## b) Provision for Advances

(₹ in Lakh)

Particulars	As at 31-Mar-22	As at 31-Mar-21
Balance at beginning of the year	7424.67	7382.75
Add: Provision recognised in the year	-	41.92
Less: Amounts recovered during the year	-	-
Less: Provisions written back	-	-
Balance as at 31st March	7424.67	7424.67

Confirmation of balances for some of Debtors & Loans and Advances have been received and the same is being reconciled.

## Cash and cash equivalents

The company holds cash and cash equivalents of ₹1204.60 lakh at 31<sup>st</sup> March 2022 (31 March 2021: ₹1055.25 lakh). The cash and cash equivalents are held with bank and cash on hand.

## Derivatives

The derivatives are entered into with bank as counterparties.

## iii. Liquidity Risk

Liquidity risk is the risk that the company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The company's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the company's reputation. The company uses process costing to cost its products, which assists it in monitoring cash flow requirements and optimizing its cash return on investments.

## iv. Market Risk

Market risk is the risk that changes in market prices – such as foreign exchange rates and interest rates – will affect the company's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimizing the return.

## v. Currency Risk

The company is exposed to transactional foreign currency risk to the extent that there is a mismatch between the currencies in which sales, purchases, receivables and borrowings are denominated and functional currency. The functional currency of the Company is INR. The currencies in which these transactions are primarily denominated are US dollars.

The Company Forex risk management policy is to hedge currency exchange fluctuation and mitigate currency volatility and risks and to avoid uncertainties in cash flows. All foreign currency exposures – financial assets and liabilities and firm commitments (imports) & probable forecast transactions (exports) which are off-balance sheet exposures are covered under FRMP policy. Hedging of trade exposures viz., imports and exports are hedged separately and not on net exposures basis. The company mostly uses forward exchange contracts to hedge its currency risks mostly with the maturity of less than one year from the reporting date. Forward contracts booked to hedge currency risk relating to



## NOTES TO THE FINANCIAL STATEMENTS

### 41. Financial Instruments and Risk management (continued)

foreign currency transactions of firm commitments and probable forecast transactions are generally designated as cash flow hedge. All other forward contracts are designated as fair value hedge for the purpose of accounting.

#### Cash Flow Hedges

The Company holds the following instruments to hedge exposures to changes in foreign currency

Particulars	As at 31-Mar-22	As at 31-Mar-21	As at 31-Mar-22	As at 31-Mar-21
	Maturity - 1- 6 Months			
	Foreign currency (in Lakh)		₹ in Lakh	
<b>Foreign Currency Risk</b>				
Forward Exchange Contracts				
Exports	<b>7.25 USD</b>	52.50 USD	<b>552.40</b>	3873.19
Imports - Regular	<b>40.30 USD</b>	62.60 USD	<b>3089.15</b>	4570.60
Imports - Mill Expansion Plan (MEP)-EURO	<b>0.10 EURO</b>	1.40 EURO	<b>8.59</b>	121.17
Imports - Mill Expansion Plan (MEP)-USD	<b>10.14 USD</b>	22.10 USD	<b>777.15</b>	1613.13
Average INR:USD forward contract rate - Exports			<b>76.193</b>	73.780
Average INR:USD forward contract rate - Imports - Regular			<b>76.650</b>	73.064
Average INR:EURO forward contract rate - Imports - MEP			<b>84.248</b>	87.009
Average INR:USD forward contract rate - Imports - MEP			<b>76.673</b>	73.064

The amount at the reporting date relating to items designated as hedged items & Hedge instruments are as follows

(₹ in Lakh)

Particulars	Change in value used for calculating hedge ineffectiveness	Effective portion of Cash flow hedges
<b>As at 31-Mar-22</b>		
<b>Foreign Currency risk</b>		
<b>Exports Sales</b>	-	<b>(8.28)</b>
<b>Imports - Materials</b>	-	<b>(14.29)</b>
<b>As at 31-Mar-21</b>		
Foreign Currency risk		
Exports Sales	-	(14.36)
Imports - Materials	-	153.44

Reconciliation by risk category of components of equity and analysis of OCI items, resulting from cash flow hedge accounting:

(₹ in Lakh)

Particulars	Effective portion of Cash flow Hedges		Total
	Imports	Exports	
Balance as at 01-Apr-21	153.44	(14.36)	139.08
Changes in fair value	(69.38)	45.91	(23.47)
Amount reclassified to Statement of Profit and Loss / included in the cost of non-financial items	84.06	31.55	115.61
Change in the fair value of the effective portion of the outstanding cash flow hedges	(14.29)	(8.28)	(22.57)
<b>Balance as at 31-Mar-22</b>	<b>(14.29)</b>	<b>(8.28)</b>	<b>(22.57)</b>

## NOTES TO THE FINANCIAL STATEMENTS

- 42 (a) The penal interest on delayed payments in terms of the agreement by one of the customer upto March, 2022 amounting to ₹2077.08 Lakh (upto March, 2021 - ₹1952.99 Lakh) has not been recognised in the books of account pending confirmation by the customer and due to uncertainty of receipt of amount
- (b) Remission of Duties or Taxes on Export Products (RoDTEP) Scheme introduced in lieu of existing Merchandise Exports from India (MEIS) Scheme effective from 1st January, 2021. The Govt., of India issued circular for the eligible export benefit on 30.09.2021. Therefore, the eligible benefits on exports made for the period ended 1st January, 2021 to 31st March, 2021 amounting to ₹184.44 lakhs has been recognised during the year ended 31st March, 2022.
- (c) The Parliament of India has approved the Code of Social Security, 2020 which would impact the contribution by the Company towards Provident Fund and Gratuity. The Ministry of Labour and Employment has released draft rules for the Code on Social Security, 2020 on November 13, 2020 and invited suggestions from stakeholders which are under consideration by the Ministry. The Company will assess the impact and its evaluation once the subject rules are notified. The Company will give appropriate impact in its financial statements in the period in which, the Code becomes effective and the related rules to determine the financial impact are published.

### (d) Ratio

Ratio	Numerator	Denominator	31-Mar-22	31-Mar-21	% change from PY
Current Ratio (in times)	Total Current Assets	Total Current Liabilities excluding current maturities of Long term debt	0.53	0.85	-37.48%
Reason for change more than 25% : Reduction in Stock of Finished Goods & Trade Receivables as on 31 <sup>st</sup> March, 2022					
Debt-Equity Ratio (in times)	Long Term Debts including current maturities of Long term debt	Total Equity	1.16	1.49	-22.14%
Reason for change more than 25% : Not applicable					
Debt Service Coverage Ratio	Net Profit after tax + Finance costs + Depreciation and amortization expenses	Finance cost - Interest on lease liabilities + Repayments of Term loans excluding pre-closure payment.	0.69	0.62	11.34%
Reason for change more than 25% : Not applicable					
Return on Equity	Net Profit after tax	Total Equity	0.90%	-4.08%	122.12%
Reason for change more than 25% : Increase in Net Profit due to higher sales					
Inventory Turnover Ratio	Total revenue from operations	Average Inventory	7.18	3.63	97.51%
Reason for change more than 25% : Increase in Net sales due to higher volume in Paper					
Trade Receivable turnover Ratio	Total revenue from operations	Average accounts receivables	12.66	6.12	106.98%
Reason for change more than 25% : Increase in Net sales due to higher volume in Paper					
Trade payables turnover Ratio	Cost of purchases + Movement in Inventories + Power , fuel and water charges	Average Trade Payables	2.94	1.96	50.46%
Reason for change more than 25% : Increase in Net sales due to higher volume in Paper					

## NOTES TO THE FINANCIAL STATEMENTS

Ratio	Numerator	Denominator	31-Mar-22	31-Mar-21	% change from PY
Net capital turnover ratio	Total revenue from operations	Total current assets - Total Current Liabilities excluding current maturities of Long term debt	(4.38)	(11.08)	60.50%
Reason for change more than 25% : Increase in Net sales due to higher volume in Paper					
Net Profit Ratio	Net Profit after tax	Total Revenue from operations	0.36%	-2.35%	115.16%
Reason for change more than 25% : Increase in Net Profit due to higher sales					
Return on Capital Employed	Net Profit before tax + Finance cost	Total Equity + Total Non-current liabilities including current maturities of Long term debt	4.67%	2.18%	114.52%
Reason for change more than 25% : Increase in Net Profit due to higher sales					
Return on Investment (Shares of IDBI Bank Ltd)	Market value of shares at the end of the year - Market value of shares at the beginning of the year	Market value of shares at the beginning of the year	11.01%	99.78%	-88.96%
Reason for change more than 25% : Change in Market Price of IDBI Bank Ltd. No dividend is received during the year					

### (e) Other Statutory Information

- (i) The company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.
- (ii) As per the information available on the reporting date, the company does not have any relationship / transactions with struck off companies.
- (iii) The company has not done any revaluation of Property, Plant and Equipments and Intangible assets during the year.
- (iv) The company has not advanced or loaned or invested funds to any persons or entities, including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
  - (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or
  - (b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (v) The company has not received any funds to any persons or entities, including foreign entities (Funding party) with the understanding (whether recorded in writing or otherwise) the Company shall:
  - (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
  - (b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (vi) The Company does not have any transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).
- (vii) The company has not traded or invested in Crypto currency or virtual currency during the financial year.
- (viii) The company does not have any charges or satisfaction which is yet to be registered with Registrar of Companies (ROC).
- (ix) The Company has not been declared as wilful defaulter by any bank or financial institution or other lender.

## NOTES TO THE FINANCIAL STATEMENTS

## 43 Operating segments

## A) Basis for segmentation

An operating segment is a component of the Company that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to transactions with any of the Company's other components, and for which discrete financial information is available. All operating segments' operating results are reviewed regularly by the Company's Board of Directors (BoD) to make decisions about resources to be allocated to the segments and assess their performance.

The Company has three reportable segments, as described below, which are the Company's strategic business units. For each of the business units the Company's Board of Directors reviews internal management reports on at least a quarterly basis.

## B) Information about reportable segments and reconciliations

Information regarding the results of each reportable segment is included below. Performance is measured based on segment profit (before tax), as included in the internal management reports that are reviewed by the Company's Board of Directors. Segment profit is used to measure performance as management believes that such information is the most relevant in evaluating the results of certain segments relative to other entities that operate within these industries.

(₹ in Lakh)

Particulars	Year Ended 31-Mar-22	Year Ended 31-Mar-21	Year Ended 31-Mar-22	Year Ended 31-Mar-21	Year Ended 31-Mar-22	Year Ended 31-Mar-21	Year Ended 31-Mar-22	Year Ended 31-Mar-21
	<b>PAPER &amp; BOARD</b>		<b>ENERGY</b>		<b>CEMENT</b>		<b>TOTAL</b>	
<b>1 Segment Revenue</b>								
a) External Sales	379213.48	257178.18	1472.62	1383.02	16450.83	15641.00	397136.93	274202.20
b) Inter Segment Sales	-	-	60344.23	40106.18	623.48	803.63	60967.71	40909.81
Sub-Total	379213.48	257178.18	61816.85	41489.20	17074.31	16444.63	458104.64	315112.01
Reconciliation :								
Less: Inter Segment Revenue	-	-	60344.23	40106.18	623.48	803.63	60967.71	40909.81
Sale of products	379213.48	257178.18	1472.62	1383.02	16450.83	15641.00	397136.93	274202.20
Add: Other operating income							4892.24	2615.30
Total revenue from operations	379213.48	257178.18	1472.62	1383.02	16450.83	15641.00	402029.17	276817.50
<b>2 Segment Results</b>								
Segment profit (loss) before income tax	12011.23	2507.49	(596.50)	(664.52)	(120.44)	673.13	11294.29	2516.10
Less: Other unallocable expenditure							9091.10	12343.76
Segment profit before income tax							2203.19	(9869.13)
Segment profit before income tax includes:								
- Interest Expense							15641.69	19332.57
- Interest Revenue							514.63	1379.06
- Depreciation and amortisation	18634.59	19301.54	3118.55	3113.46	1053.34	1053.34	22806.48	23468.34
- Depreciation for unallocated corporate assets							61.61	64.64

## NOTES TO THE FINANCIAL STATEMENTS

## 43 Operating segments (cont..)

(₹ in Lakh)

Particulars	Year Ended 31-Mar-22	Year Ended 31-Mar-21	Year Ended 31-Mar-22	Year Ended 31-Mar-21	Year Ended 31-Mar-22	Year Ended 31-Mar-21	Year Ended 31-Mar-22	Year Ended 31-Mar-21
	PAPER & BOARD		ENERGY		CEMENT		TOTAL	
<b>3 Assets</b>								
Segment Assets	508695.59	520379.19	52121.09	59008.31	14579.11	15364.90	575395.79	594752.40
Unallocated Corporate Assets							2034.24	3580.20
Total segment assets	508695.59	520379.19	52121.09	59008.31	14579.11	15364.90	577430.03	598332.60
Capital Expenditure (excludes unallocated corporate capital expenditure of ₹ 28.06 lakh (previous year ₹ 38.00 lakh))	859.38	1387.84	89.08	89.08	137.20	137.20	1085.66	1614.12
<b>4 Segment Liabilities</b>								
Unallocated Corporate Liabilities	162601.17	137454.18	2582.08	2579.61	3458.53	2183.64	168641.78	142217.43
Total segment liabilities	162601.17	137454.18	2582.08	2579.61	3458.53	2183.64	418516.17	438655.93

## Geographical information

(₹ in Lakh)

Particulars	India		Rest of the world		Total	
	31-Mar-22	31-Mar-21	31-Mar-22	31-Mar-21	31-Mar-22	31-Mar-21
Revenue from Operations	308939.55	237578.63	88197.38	36623.57	397136.93	274202.20

## 44 General

- Figures for the previous year have been regrouped/ restated/reclassified wherever necessary to conform to current year's classification.
- Amounts have been rounded off to the nearest two decimal points of lakh of rupees.

vide our report of even date

**S KRISHNAN, IAS**  
CHAIRMAN & MANAGING DIRECTOR  
(DIN - 03439632)

**P B SANTHANAKRISHNAN**  
DIRECTOR  
(DIN - 03213653)

**For A V DEVEN & CO.**  
CHARTERED ACCOUNTANTS  
Firm Reg. No: 0007265

**SATHYA ANANTH**  
GENERAL MANAGER (FINANCE) &  
CHIEF FINANCIAL OFFICER

**B THAMIZHSELVAN**  
COMPANY SECRETARY  
Membership No: A26379

**CA P KANNAN**  
Partner  
Membership No: 024687

Place : Chennai

Date : 18<sup>th</sup> May, 2022

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**ELECTRONIC CLEARING SERVICES (ECS) MANDATE FORMAT**

To  
M/s Cameo Corporate Services Ltd  
UNIT : Tamil Nadu Newsprint and Papers Limited  
V Floor, "Subramanian Building",  
No.1, Club House Road, Chennai — 600 002.

To  
(In Case of Electronic Holding)  
The Depository Participant

Dear Sir,

**FORM FOR ELECTRONIC CLEARING SERVICES FOR PAYMENT OF DIVIDEND**

Note: If you are already receiving dividend through ECS, please ignore this.

I wish to participate in the Electronic Clearing Services (ECS) and give below the details of my bank account, to which you may electronically credit the payment due to me against the reference folio number mentioned below.

**1. For Shares held in physical form**

Folio No. :

**2. For Shares held in electronic form**

(Shareholders holding shares in electronic form i.e in Demat mode, should forward this form to their respective Depository Participant.)

DP ID :

Client ID:

**3. Shareholder's Name: Shri/Smt/Kum/M/s** \_\_\_\_\_

\_\_\_\_\_

**4. Shareholder's Address:** \_\_\_\_\_

\_\_\_\_\_

**5. Particulars of Bank:**

- Bank Name : \_\_\_\_\_
- Branch Name & Address : \_\_\_\_\_
- Mention the 9 digit code number of the bank and branch appearing on the MICR cheque issued by the bank.  
(Please attach the photocopy of a cheque or a cancelled bank cheque issued by your bank for verifying the accuracy of the code number)
- Account type (Please Tick) : Savings  Current  Cash Credit
- Account Number (as appearing on the cheque book) \_\_\_\_\_

**6. Date from which the mandate should be effective:** \_\_\_\_\_

\_\_\_\_\_

I, hereby, declare that the particulars given above are correct and complete. If any transaction is delayed or not effected at all for reasons of incomplete or incorrect information, I would not hold the company / Registrars & Share Transfer Agents of the Company responsible.

I also undertake to advise any change in the particulars of my account to facilitate updation of records for purpose of credit of dividend amount through ECS.

Place :

Date :

Signature of the First Shareholder







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**Factory : Unit I:** Kagithapuram – 639 136,  
Karur District, Tamil Nadu.

**Unit II:** Mondipatti Village – 621 306  
Thiruchirapalli District, Tamil Nadu.