



# Balkrishna Paper Mills Ltd.

Ref: OPB: BPML: SEC&LEGAL: CG: 2023-24

Date: January 10, 2023

BSE Limited Listing Department P.J. Tower, Dalal Street, Mumbai - 400 001	National Stock Exchange of India Ltd. Exchange Plaza, 5 <sup>th</sup> Floor, Plot No. C/1, G-Block, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051
Script Code:539251	Symbol :BALKRISHNA

Sub: Corporate Governance for the Quarter ended 31<sup>st</sup> December, 2023.

Ref: ISIN: INE875R01011

Pursuant to Regulation 27(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Compliance Report on Corporate Governance of the Company is given hereunder:

1. Name of Listed Entity: **BALKRISHNA PAPER MILLS LIMITED**
2. Quarter ending : **31<sup>st</sup> December, 2023.**

I. Composition of Board of Directors - Annexure I			
II. Composition of Committees - Annexure II			
III. Meeting of Board of Directors			
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant Quarter	Maximum gap between any two consecutive (in number of days)	
14 <sup>th</sup> August, 2023			
16 <sup>th</sup> September, 2023		32 days	
	2 <sup>nd</sup> November, 2023	46 days	
	9 <sup>th</sup> December, 2023	36 days	
IV. Meeting of Audit Committee			
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
Audit Committee			
	Yes	14 <sup>th</sup> August, 2023	
	Yes	16 <sup>th</sup> September, 2023	32 days
2 <sup>nd</sup> November, 2023	Yes		46 days
9 <sup>th</sup> December, 2023	Yes		36 days
* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional.			
V. Meeting of Other Committees - Annexure III			
VI. Related Party Transactions			
Subject	Compliance status (Yes/No/NA) refer note below		
Whether prior approval of audit committee obtained	Yes		
Whether shareholder approval obtained for material RPT	N.A.		
Whether details of RPT entered into parauxin	Yes		

Registered Office:  
A/7, Trade World, Kamala City, Senapati Bapat Marg, Lower Panel, Mumbai, India - 400 013  
Tel: +91 22 6120 7900 | Fax: +91 22 6120 7999 | Email: bprml@bprml.in | www.bprml.in





# Balkrishna Paper Mills Ltd.

to omnibus approval have been reviewed by  
Audit Committee

## Note

1. In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.
2. If status is "No" details of non-compliance may be given here.

## Note

1. In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.
2. If status is "No" details of non-compliance may be given here.

## VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. **Yes**
2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015
 

a. Audit Committee	<b>Yes</b>
b. Nomination & Remuneration Committee	<b>Yes</b>
c. Stakeholders Relationship Committee	<b>Yes</b>
d. Risk Management Committee (applicable to the top 100 listed entities)	<b>Yes</b>
e. Finance Committee (optional)	<b>Yes</b>
f. Share Transfer Committee (optional)	<b>Yes</b>
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. **Yes**
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. **Yes**
5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors.
6. Any comments/observations/advice of Board of Directors may be mentioned here:

The meeting of the Board of Directors of the Company will be scheduled to be held on or before 14th August, 2023, hence this Report will be placed in the said meeting.

For **BALKRISHNA PAPER MILLS LIMITED**

  
**Omprakash Singh**  
Company Secretary & Compliance Officer



Registered Office:

A/7, Trade World, Kamala City, Senapati Bapat Marg, Lower Panel-Mumbai, India - 400 013

Tel: +91 22 6120 7900 | Fax: +91 22 6120 7999 | Email: bprinfo@bprml.in | www.bprml.in | CIN: L29190MH2013PLC248963

**BALKRISHNA PAPER MILLS LIMITED**  
Composition of Board of Directors

Annexure 1

Sl. No.	Dir. ID No.	Name of the Director	DOB	AGE	Category 1 of director	Category 2 of director	Category 3 of director	Date of DOR	Whether director is disqualified or not?	Current director	Number special resolution passed (After Reg. 17(3) of Companies Regulations)	Date of passing special resolution	Initial Date of appointment	Date of re-appointment	Term of duration	Term of director (in months)	No. of directorships in listed entities including this listed entity (After Regulations 17A of Listing Regulations)	No. of Independent Directorships in listed entities including this listed entity (After Regulations 17A(2) of Listing Regulations)	Number of directorships in public companies including this listed entity (After Regulations 17A(3) of Listing Regulations)	No. of past of directorships in public companies including this listed entity (After Regulations 17A(3) of Listing Regulations)
1	Mr.	Arjun Patel	606775560	60/09/1952	Executive Director	Chairperson (not an Executive Director)	ND	15-02-1981	ND	Active	ND		10-03-2019	11-09-2021		24	1	0	1	0
2	Mr.	Bhaskar Kumar	62476110001	62/04/2002	Executive Director	Not applicable		05-10-2021	ND	Active	ND		10-03-2019	11-09-2021	05-10-2022	24	1	0	0	0
3	Mr.	Gilbert B. Shinde	60070927181	60/07/1967	Non-Executive Independent Director	Not applicable		20-09-2008	ND	Active	ND		07-08-2001	07-08-2021		20	1	1	2	1
4	Mr.	Rohit K. Gauria	60070451048	60/11/1988	Non-Executive Independent Director	Not applicable		15-09-1988	ND	Active	ND		11-02-2016	11-02-2020		47	4	4	7	3
5	Mr.	Madhukar S. Shinde	60070927181	60/09-2002	Non-Executive Independent Director	Not applicable		14-09-1978	ND	Active	ND		11-09-2015	11-09-2020		47	1	1	1	0
6	Mr.	Mangesh D. Nig	60070927181	60/02-2005	Non-Executive Independent Director	Not applicable		04-01-1962	ND	Active	ND		09-12-2020	09-12-2023		1	1	1	0	0
7	Mr.	Shankar Rajput	60070927181	60/02-1988	Non-Executive Independent Director	Not applicable		08-09-1977	ND	Active	ND		11-09-2020	11-09-2023		4	1	0	0	0



**BALKRISHNA PAPER MILLS LIMITED**  
**COMPOSITION OF COMMITTEES**

Annexure II

**Audit Committee Details**

Whether Audit Committee has regular Chairman - Yes

Sr.No.	DIN Number	Name of Committee Members	Category 1 of Directors	Category 2 of Directors	Date of Appointment	Date of Cessation
1	00270687	Dileep Himmatrao Shinde	Non-Executive - Independent Director	Chairman	07-08-2021	
2	00143438	Rakesh N. Garodia	Non-Executive - Independent Director	Member	11-02-2015	
3	00381058	Madhva S. Shah	Non-Executive - Independent Director	Member	07-11-2020	
4	00382803	Shrutishree Jhanswar	Executive Director	Member	11-02-2015	09-12-2023
5	00055430	Manish Malani	Executive Director	Member	09-12-2023	

**Nomination and Remuneration Committee Details**

Whether Nomination and Remuneration Committee has regular Chairman - Yes

Sr.No.	DIN Number	Name of Committee Members	Category 1 of Directors	Category 2 of Directors	Date of Appointment	Date of Cessation
1	00270687	Dileep Himmatrao Shinde	Non-Executive - Independent Director	Chairman	24-05-2022	
2	00143438	Rakesh N. Garodia	Non-Executive - Independent Director	Member	11-02-2015	
3	00381058	Madhva S. Shah	Non-Executive - Independent Director	Member	07-11-2020	

**Stakeholders Relationship Committee Details**

Whether Stakeholders Relationship Committee has regular Chairman - Yes

Sr.No.	DIN Number	Name of Committee Members	Category 1 of Directors	Category 2 of Directors	Date of Appointment	Date of Cessation
1	00143438	Rakesh N. Garodia	Non-Executive - Independent Director	Chairman	11-02-2015	
1	00270687	Dileep Himmatrao Shinde	Non-Executive - Independent Director	Member	24-05-2022	
3	00299143	Anurag Poddar	Executive Director	Member	11-02-2015	
4	00382803	Shrutishree Jhanswar	Executive Director	Member	11-02-2015	
5	00055430	Manish Malani	Executive Director	Member	09-12-2023	

**Risk Management Committee Details**

Whether Risk Management Committee has regular Chairman - Yes

Sr.No.	DIN Number	Name of Committee Members	Category 1 of Directors	Category 2 of Directors	Date of Appointment	Date of Cessation
1	00299143	Anurag Poddar	Executive Director	Chairman	17-07-2020	
2	00170687	Dileep Himmatrao Shinde	Non-Executive - Independent Director	Member	24-05-2022	
3	00382803	Shrutishree Jhanswar	Executive Director	Member	17-07-2020	09-12-2023
4	00055430	Manish Malani	Executive Director	Member	09-12-2023	

**Finance Committee Details**

Whether Finance Committee has regular Chairman - Yes

Sr.No.	DIN Number	Name of Committee Members	Category 1 of Directors	Category 2 of Directors	Date of Appointment	Date of Cessation
1	00059143	Anurag Poddar	Executive Director	Chairman	06-02-2019	
2	00055430	Manish Malani	Non-Executive - Non Independent Director	Member	14-06-2023	
3	00382803	Shrutishree Jhanswar	Executive Director	Member	06-02-2019	09-12-2023
4	00218899	Prof. (Dr.) Mangesh D. Tel	Non-Executive - Independent Director	Member	09-12-2023	
5	00270687	Dileep Himmatrao	Non-Executive-Independent Director	Member	09-12-2023	

**Share Transfer Committee Details**

Whether Share Transfer Committee has regular Chairman - Yes

Sr.No.	DIN Number	Name of Committee Members	Category 1 of Directors	Category 2 of Directors	Date of Appointment	Date of Cessation
1	00059143	Anurag Poddar	Executive Director	Chairman	21-09-2016	
2	00382803	Shrutishree Jhanswar	Executive Director	Member	21-09-2016	09-12-2023
3	00218899	Prof. (Dr.) Mangesh D. Tel	Non-Executive - Independent Director	Member	09-12-2023	



**BALKRISHNA PAPER MILLS LIMITED**  
Meeting of other Committees

Annexure III

Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two meetings (in number of days)	Name of other committee	Reason for not providing date	Whether replacement of Quorum met (Yes/No)	Total Number of Directors in the committee as on date of the meeting	Number of Directors present* (including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	14-05-2023				Yes	4	4	3	0
2	Audit Committee	15-02-2023	32			Yes	4	4	3	0
3	Audit Committee	02-11-2023	49			Yes	4	4	3	0
4	Audit Committee	09-12-2023	30			Yes	4	4	3	0
5	Nomination and remuneration committee	14-09-2023				Yes	3	3	3	0
6	Nomination and remuneration committee	09-12-2023	126			Yes	3	3	3	0
7	Other Committee	05-07-2023		Finance Committee		Yes	2	2	0	0
8	Other Committee	29-09-2023		Finance Committee		Yes	3	2	0	0
9	Other Committee	15-10-2023	306	Finance Committee		Yes	3	3	0	0

\* to be filled in only for the current quarter meetings

# Optional

