

Ref: OPS: BPML: SEC&LEGAL: CG: 2024-25

Date: January 04, 2025

BSE Limited Listing Department P.J. Tower, Dalal Street, Mumbai – 400 001 Script Code:539251	National Stock Exchange of India Ltd. Exchange Plaza, 5 th Floor, Plot No. C/1,G-Block, Bandra Kurla Complex, Bandra (East), Mumbai – 400 051 Symbol :BALKRISHNA
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Sub: Corporate Governance for the Quarter ended 31st December, 2024.
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 : **31st December, 2024.**

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 th August, 2024	13 th November, 2024	90 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			
13 th November, 2024	Yes	14 th August, 2024	90 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 pursuant to omnibus approval have been reviewed by Audit Committee		Yes	

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 **Yes**
 - b. Nomination & Remuneration Committee **Yes**
 - c. Stakeholders Relationship Committee **Yes**
 - d. Risk Management Committee (applicable to the top 100 listed entities) **Yes.**
 - e. Finance Committee (optional) **Yes.**
 - f. Share Transfer Committee (optional) **Yes.**
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. 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 February, 2025, hence this Report will be placed in the said meeting.

For **BALKRISHNA PAPER MILLS LIMITED**

Omprakash Singh
Company Secretary & Compliance Officer

BALKRISHNA PAPER MILLS LIMITED
Composition of Board of Director

Annexure I

Sr No.	Title (Mr/Ms)	Name of the Director	PAN	DIN	Category 1 of Directors	Category 2 of Directors	Category 3 of Directors	Date of Birth	Whether director is disqualified or not?	Current Status	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit / Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit / Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
1	Mr	Anurag Poddar	AACPP1926G	00599143	Executive Director	Chairperson related to Promoter	MD	13-07-1981	NO	Active	NA		11-02-2015	11-02-2024		11	1	0	1	0
2	Mr	Dileep H. Shinde	AAWPS9273R	00270687	Non-Executive - Independent Director	Not Applicable		23-09-1950	NO	Active	NA		07-08-2021	07-08-2021		41	1	1	2	1
3	Mr	Rakesh N. Garodia	AAAPG8736D	00143438	Non-Executive - Independent Director	Not Applicable		15-09-1963	NO	Active	NA		11-02-2015	11-02-2020		59	4	4	3	2
4	Ms	Meghna S.Shah	AVOPS2520C	07081068	Non-Executive - Independent Director	Not Applicable		14-06-1978	NO	Active	NA		11-02-2015	11-02-2020		59	1	1	1	0
5	Mr	Mangesh D. Tei	ABXPT8781H	00218899	Non-Executive - Independent Director	Not Applicable		10-07-1952	NO	Active	NA		09-12-2023	09-12-2023		13	1	1	0	0
6	Mr	Manish Malpani	AHBPM5457D	00055430	Executive Director	Not Applicable		10-09-1979	NO	Active	NA		14-08-2023	09-12-2023		17	1	0	2	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	Chairperson	07-08-2021	
2	00143438	Rakesh N. Garodia	Non-Executive - Independent Director	Member	11-02-2015	
3	07081068	Meghna S.Shah	Non-Executive - Independent Director	Member	07-11-2020	
4	00055430	Manish Malpani	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	Chairperson	24-05-2022	
2	00143438	Rakesh N. Garodia	Non-Executive - Independent Director	Member	11-02-2015	
3	07081068	Meghna S.Shah	Non-Executive - Independent Director	Member	07-11-2020	

Stakeholders Relationship Committee Details

Whether Stakeholder 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	Chairperson	11-02-2015	
1	00270687	Dileep Himmatrao Shinde	Non-Executive - Independent Director	Member	24-05-2022	
3	00599143	Anurag Poddar	Executive Director	Member	11-02-2015	
4	00055430	Manish Malpani	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	00599143	Anurag Poddar	Executive Director	Chairperson	17-07-2020	
2	00270687	Dileep Himmatrao Shinde	Non-Executive - Independent Director	Member	24-05-2022	
3	00055430	Manish Malpani	Executive Director	Member	09-12-2023	
4	00218899	Prof. (Dr.) Mangesh D. Teli	Non-Executive - Independent 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	00599143	Anurag Poddar	Executive Director	Chairperson	06-02-2019	
2	00055430	Manish Malpani	Non-Executive - Non Independent Director	Member	14-08-2023	
3	00218899	Prof. (Dr.) Mangesh D. Teli	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	00599143	Anurag Poddar	Executive Director	Chairperson	21-09-2016	
2	00055430	Manish Malpani	Non-Executive - Non Independent Director	Member	09-12-2023	
3	00218899	Prof. (Dr.) Mangesh D. Teli	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 consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement 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	14-08-2024				Yes	4	4	3	0
2	Audit Committee	13-11-2024	90			Yes	4	4	3	0
3	Stakeholders Relationship Committee	14-08-2024				Yes	4	4	2	0
4	Stakeholders Relationship Committee	13-11-2024	90			Yes	4	4	2	0
5	Risk Management Committee	14-08-2024				Yes	4	4	2	0
6	Risk Management Committee	13-11-2024	90			Yes	4	4	2	0
7	Other Committee	11-09-2024		Finance Committee		Yes	3	3	1	0
8	Other Committee	10-12-2024	89	Finance Committee		Yes	3	3	1	0

* to be filled in only for the current quarter meetings

Optional