

**POSTAL BALLOT VOTING RESULTS OF STAR PAPER MILLS LIMITED**

Date of AGM/EGM	NA
Total number of shareholders on record date (cut-off date- 08.03.2019) :	16558
No. of shareholders present in the meeting either in person or through proxy:	NA
a. Promoters and Promoter Group:	
b. Public:	
<b>No. of Shareholders attended the meeting through Video Conferencing</b>	<b>NA</b>
a. Promoters and Promoter Group:	
b. Public: N.A	

**Resolution no. 1-**

Continuation of directorship of Mr. Shiromani Sharma (DIN-00014619) who has attained the age of seventy five (75) years as a Non-executive Independent Director of the company upto 27<sup>th</sup> Sept., 2019, being the date of expiry of his current term of office.

<b>Resolution required</b>	<b>Special Resolution</b>
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>	<b>NO</b>

Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares-(3)=[(2)/(1)]*100	No of votes-in favour-(4)	No votes-against-(5)	% of votes in favour on votes polled-(6)=[(4)/(2)]*100	% of votes against on votes polled-(7)=[(5)/(2)]*100
<b>Promote &amp; Promoter Group</b>	E-voting		7159144	100.00%	7159144	0	100.00%	0
	Poll		0	0.00%	0	0	100.00%	0
	Postal Ballot (if applicable)	7159444	NA	NA	NA	NA	NA	NA
	<b>Total</b>		7159444	7159144	100.00%	7159144	0	100.00%
<b>Public-Institutional Holders</b>	E-voting		0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)	19282	0	0	0	0	0	0
	<b>Total</b>	19282	0	0	0	0	0	0
<b>Public-others</b>	E-voting		6704	0.08%	1284	5420	19.15%	80.85%
	Poll		0	0.00%	0	0	NA	NA
	Postal Ballot (if applicable)	8429624	2901	0.03%	2401	500	82.76%	17.24%
	<b>Total</b>	8429624	9605	0.11%	3685	5920	38.37%	61.63%
<b>Total</b>		<b>15608350</b>	<b>7168749</b>	<b>45.93%</b>	<b>7162829</b>	<b>5920</b>	<b>99.92%</b>	<b>0.08%</b>
Accordingly, the resolution was passed with requisite majority								

**Resolution no. 2-**

Continuation of directorship of Mr. Chander Mohan Vasudev (DIN-00143885) who has attained the age of seventy five (75) years as a Non-executive Independent Director of the company upto 27<sup>th</sup> Sept., 2019, being the date of expiry of his current term of office.

<b>Resolution required</b>	<b>Special Resolution</b>							
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>	<b>NO</b>							
Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares-(3)=[(2)/(1)]*100	No of votes-in favour-(4)	No votes-against-(5)	% of votes in favour on votes polled-(6)=[(4)/(2)]*100	% of votes against on votes polled-(7)=[(5)/(2)]*100
<b>Promote &amp; Promoter Group</b>	E-voting		7159144	100.00%	7159144	0	100.00%	0
	Poll		0	0.00%	0	0	100.00%	0
	Postal Ballot (if applicable)	7159444	NA	NA	NA	NA	NA	NA
	<b>Total</b>		7159444	7159144	100.00%	7159144	0	100.00%
<b>Public-Institutional Holders</b>	E-voting		0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)	19282	0	0	0	0	0	0
	<b>Total</b>	19282	0	0	0	0	0	0
<b>Public-others</b>	E-voting		6714	0.08%	6613	101	98.50%	1.50%
	Poll		0	0.00%	0	0	NA	NA
	Postal Ballot (if applicable)	8429624	2901	0.03%	2401	500	82.76%	17.24%
	<b>Total</b>	8429624	9615	0.11%	9014	601	93.75%	6.25%
<b>Total</b>		<b>15608350</b>	<b>7168759</b>	<b>45.93%</b>	<b>7168158</b>	<b>601</b>	<b>99.99%</b>	<b>0.01%</b>
Accordingly, the resolution was passed with requisite majority								

Resolution no. 3-

Continuation of directorship of Mr. Michael Philip Pinto (DIN-00021565) who has attained the age of seventy five (75) years as a Non-executive Independent Director of the company upto 27<sup>th</sup> Sept., 2019, being the date of expiry of his current term of office.

Resolution required		Special Resolution						
Whether promoter/ promoter group are interested in the agenda/resolution?		NO						
Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares-(3)=[(2)/(1)]*100	No of votes-in favour-(4)	No votes-against-(5)	% of votes in favour on votes polled-(6)=[(4)/(2)]*100	% of votes against on votes polled-(7)=[(5)/(2)]*100
Promote & Promoter Group	E-voting		7159144	100.00%	7159144	0	100.00%	0
	Poll		0	0.00%	0	0	100.00%	0
	Postal Ballot (if applicable)	7159444	NA	NA	NA	NA	NA	NA
	Total	7159444	7159144	100.00%	7159144	0	100.00%	0
Public-Institutional Holders	E-voting		0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)	19282	0	0	0	0	0	0
	Total	19282	0	0	0	0	0	0
Public-others	E-voting		6714	0.08%	1313	5401	19.56%	80.44%
	Poll		0	0.00%	0	0	NA	NA
	Postal Ballot (if applicable)	8429624	2901	0.03%	2401	500	82.76%	17.24%
	Total	8429624	9615	0.11%	3714	5901	38.63%	61.37%
<b>Total</b>		<b>15608350</b>	<b>7168759</b>	<b>45.93%</b>	<b>7162858</b>	<b>5901</b>	<b>99.92%</b>	<b>0.08%</b>
Accordingly, the resolution was passed with requisite majority								

# D. DUTT & CO.

Company Secretaries

Swastic Centre, 3rd Floor, Room No. 3E  
P-8, Chowringhee Square, Kolkata - 700 069  
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📞 : 94330 35482 ♦ 98311 10275  
email: debabrata@ddc.org.in

Ref: .....

Date: .....

Dated: 12<sup>th</sup> April, 2019

To  
The Chairman  
Star Paper Mills Limited  
31, Netaji Subhas Road,  
Kolkata - 700 001

**Scrutinizer's Report on postal ballot voting including voting by electronic means in respect of passing of the resolutions contained in the Notice dated 08<sup>th</sup> February, 2019**

Dear Sir,

(A) I, Debabrata Dutt, Proprietor of D. Dutt & Co., Company Secretaries, have been appointed as a Scrutinizer by the Board of Directors of Star Paper Mills Limited (the Company) at their meeting held on 08.02.2019 pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for scrutinizing postal ballot voting including voting by electronic means in respect of the passing of the resolutions contained in the Notice of the Company dated 08<sup>th</sup> February, 2019 through Postal Ballot (Postal Ballot Notice):

**Management's Responsibility:**

The management of the Company is responsible to endure compliance with the requirements of the relevant provisions of (i) the Companies Act, 2013 and the Rules made thereunder and (ii) the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR), relating to postal ballot voting including voting by electronic means for the resolutions stated in the Postal Ballot Notice.

**Scrutinizer's Responsibility:**

My responsibility as a Scrutinizer is restricted to make a Scrutinizer's Report of the votes cast by the Members in respect of the resolutions contained in the Postal Ballot Notice. My report is based on verification of data provided by Karvy Computershare Private Limited (Karvy), the Registrar and Share Transfer Agent of the Company from the evoting system and postal ballots received through post till the time fixed for closing of the voting process i.e. till 5.00 p.m. on Thursday, the 11<sup>th</sup> April, 2019.

I submit my report as under:



(B) (i) I have consented to act as Scrutinizer and have accepted the said appointment in terms of the provisions of Sections 108 and 110 of the Companies Act, 2013 read with the relevant rules thereof and in accordance with the provisions of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. I have conducted the scrutinization of postal ballot voting including voting by electronic means in respect of the resolutions contained in the Notice of the Company dated 08<sup>th</sup> February, 2019 through Postal Ballot (Postal Ballot Notice).

(ii) I have been shown by the officers of the company that public notices by way of newspaper advertisements have been published in "The Financial Express" and in "Aajkal" both dated 13<sup>th</sup> March, 2019 containing the information as required by Rule 20(4)(v) of the Companies (Management and Administration) Rules, 2014.

(iii) To the best of my understanding - the portal i.e., <https://www.evoting.karvy.com> where voting by electronic means was provided for EVEN 4492 was blocked at or before 9.00 A.M. on Wednesday, 13<sup>th</sup> March, 2019 from which time the voting commenced.

(iv) The said voting by electronic means on the Portal <https://www.evoting.karvy.com> was unblocked by me at 8.36 a.m. on 12<sup>th</sup> April, 2019 in the presence of the following witness:

a. Mr. Rajib Kundu

*Rajib Kundu*

b. Ms. Nilakshi Bandyopadhyay

*Nilakshi Bandyopadhyay*

who are not in the employment of the Company and who have put their signatures alongside their names as above.

(v) The results, containing the detail of votes cast by electronic mode has been provided to me by Karvy Computershare Pvt. Ltd. the agency appointed by the Company which has provided and maintained the electronic voting platform.

(vi) The relevant details of voting by electronic means in respect of the resolutions referred to in the notice have been entered into a register, electronically as per the provisions of Rule 20(4)(xiv) of the Companies (Management and Administration) Rules, 2014 read with Section 108 of the Companies Act, 2013 and are available as on this day at the website <https://www.evoting.karvy.com>.

(vii) The cut-off date for determining eligibility to cast vote was on Friday, the 08<sup>th</sup> March, 2019 and such persons who were the members of the company as on the said cut-off date were entitled to cast their vote either by electronic means or through postal ballot.

(C) The result of the scrutiny of the above postal ballot voting including voting by electronic means in respect of the resolutions contained in postal ballot notice is as under:

Item No. 1: Continuation of directorship of Mr. Shiromani Sharma (DIN: 00014619):



i. Voted in favour of the resolution:

Model of Voting	No. of Voters (folios)	No. of Votes cast (One Share, One vote basis)	Number of valid votes cast	% of total number of valid votes cast
Remote E-Voting	18	7160428	7160428	99.8839%
Through Ballot	2	2401	2401	0.0335%
Total	20	7162829	7162829	99.9174%

ii. Voted against the resolution:

Model of Voting	No. of Voters (folios)	No. of Votes cast (One Share, One vote basis)	Number of valid votes cast	% of total number of valid votes cast
Remote E-Voting	5	5420	5420	0.0756%
Through Ballot	1	500	500	0.0070%
Total	6	5920	5920	0.0826%

iii. Invalid Votes:

Model of Voting	No. of Voters (folios)	No. of Votes cast (One Share, One vote basis)	Number of invalid votes cast	% of total number of valid votes cast
Remote E-Voting	N/A	N/A	N/A	N/A
Through Ballot	0	0	0	0
Total	0	0	0	0

**Item No. 2: Continuation of directorship of Mr. Chander Mohan Vasudev (DIN: 00143885):**

i. Voted in favour of the resolution:

Model of Voting	No. of Voters (folios)	No. of Votes cast (One Share, One vote basis)	Number of valid votes cast	% of total number of valid votes cast
Remote E-Voting	22	7165757	7165757	99.9581%
Through Ballot	2	2401	2401	0.0335%
Total	24	7168158	7168158	99.9916%

ii. Voted against the resolution:

Model of Voting	No. of Voters (folios)	No. of Votes cast (One Share, One vote basis)	Number of valid votes cast	% of total number of valid votes cast
Remote E-Voting	2	101	101	0.0014%
Through Ballot	1	500	500	0.0070%
Total	3	601	601	0.0084%



iii. Invalid Votes:

Model of Voting	No. of Voters (folios)	No. of Votes cast (One Share, One vote basis)	Number of invalid votes cast	% of total number of valid votes cast
Remote E-Voting	N/A	N/A	N/A	N/A
Through Ballot	0	0	0	0
Total	0	0	0	0

**Item No. 3: Continuation of directorship of Mr. Michael Philip Pinto (DIN: 00021565):**

i. Voted in favour of the resolution:

Model of Voting	No. of Voters (folios)	No. of Votes cast (One Share, One vote basis)	Number of valid votes cast	% of total number of valid votes cast
Remote E-Voting	20	7160457	7160457	99.8842%
Through Ballot	2	2401	2401	0.0335%
Total	22	7162858	7162858	99.9177%

ii. Voted against the resolution:

Model of Voting	No. of Voters (folios)	No. of Votes cast (One Share, One vote basis)	Number of valid votes cast	% of total number of valid votes cast
Remote E-Voting	4	5401	5401	0.0753%
Through Ballot	1	500	500	0.0070%
Total	5	5901	5901	0.0823%

iii. Invalid Votes:

Model of Voting	No. of Voters (folios)	No. of Votes cast (One Share, One vote basis)	Number of invalid votes cast	% of total number of valid votes cast
Remote E-Voting	N/A	N/A	N/A	N/A
Through Ballot	0	0	0	0
Total	0	0	0	0

(D) A comprehensive chart showing the details of votes cast through postal ballot and through voting by electronic means, votes cast in favour / against, abstained votes, cancelled votes etc. is given below:

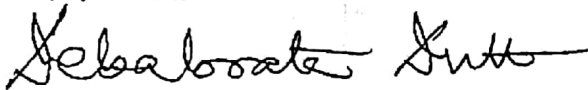


**Comprehensive results of postal ballot including voting by electronic means**

Resolution No	No. of Votes	No. of Shares / Votes held	No. of Shares / Votes exercised	No. of Shares / Votes exercised in favour	No. of Shares / Votes exercised in against	Abstained / cancelled votes	Total % of votes, cast in favour	Total % of votes, cast in against
1	26	7168749	7168749	7162829	5920	0	99.9174	0.0826
2	27	7168759	7168759	7168158	601	0	99.9916	0.0084
3	27	7168759	7168759	7162858	5901	0	99.9177	0.0823

(E) The Register, all other papers and relevant records relating to postal ballot voting and also by voting by electronic means shall remain in our safe custody until the Chairman considers, approves and signs the Minutes and the same will be handed over to the Company Secretary for safe keeping.


**FOR D. DUTT & CO.**  
Company Secretaries



**Debabrata Dutt**  
Proprietor  
FCS - 5401  
CP - 3824

Scrutinizer for postal ballot voting including voting by electronic means in respect of resolutions contained in the Notice dated 08<sup>th</sup> February, 2019

For **STAR PAPER MILLS LTD.**



**Saurabh Arora**  
Company Secretary

Countersigned by Mr. G. P. Goenka, Chairman [DIN: 00030302] or by his Authorised Representative

