

FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



Annual Return

Form language English Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company

L21011WB1936PLC008726

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAECS0759B

(ii) (a) Name of the company

STAR PAPER MILLS LTD.

(b) Registered office address

DUNCAN HOUSE, 2ND FLOOR, 31, NETAJI SUBHAS ROAD,
KOLKATA
West Bengal
700001
India

(c) *e-mail ID of the company

star.cal@starpapers.com

(d) *Telephone number with STD code

03322427380

(e) Website

www.starpapers.com

(iii) Date of Incorporation

1936-08-31T00:00:00+05:53

| (iv) | Type of the Company | Category of the Company | Sub-category of the Company |
|------|---------------------|---------------------------|-------------------------------|
| | Public Company | Company limited by shares | Indian Non-Government company |

(v) Whether company is having share capital

Yes

No

(vi) *Whether shares listed on recognized Stock Exchange(s)

Yes

No

(vii) *Financial year From date (DD/MM/YYYY) To date (DD/MM/YYYY)

(viii) *Whether Annual general meeting (AGM) held Yes No

(a) If yes, date of AGM

(b) Due date of AGM

(c) Whether any extension for AGM granted Yes No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

| S.No | Main Activity group code | Description of Main Activity group | Business Activity Code | Description of Business Activity | % of turnover of the company |
|------|--------------------------|------------------------------------|------------------------|---|------------------------------|
| 1 | C | Manufacturing | | Wood and wood products, furniture, paper and paper products | 100 |

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

*No. of Companies for which information is to be given

| S.No | Name of the company | CIN / FCRN | Holding/ Subsidiary/Associate/ Joint Venture | % of shares held |
|------|---------------------|------------|--|------------------|
| 1 | | | | |

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

| Class of shares | Number of shares | Total nominal amount | Total Paid-up | |
|---|------------------|----------------------|---------------|---------------|
| | | | amount | Total premium |
| Equity shares | | | | |
| At the beginning of the year | | | | |
| | 15608350 | 156083500 | 156083500 | |
| Increase during the year | | | | |
| i. Public Issues | 0 | 0 | 0 | 0 |
| ii. Rights issue | 0 | 0 | 0 | 0 |
| iii. Bonus issue | 0 | 0 | 0 | 0 |
| iv. Private Placement/ Preferential allotment | 0 | 0 | 0 | 0 |
| v. ESOPs | 0 | 0 | 0 | 0 |

| | | | | |
|--|----------|-----------|-----------|---|
| vi. Sweat equity shares allotted | 0 | 0 | 0 | 0 |
| vii. Conversion of Preference share | 0 | 0 | 0 | 0 |
| viii. Conversion of Debentures | 0 | 0 | 0 | 0 |
| ix. GDRs/ADRs | 0 | 0 | 0 | 0 |
| x. Others, specify <input type="text"/> | | | | |
| Decrease during the year | 0 | 0 | 0 | 0 |
| i. Buy-back of shares | 0 | 0 | 0 | 0 |
| ii. Shares forfeited | 0 | 0 | 0 | 0 |
| iii. Reduction of share capital | 0 | 0 | 0 | 0 |
| iv. Others, specify <input type="text"/> | | | | |
| At the end of the year | 15608350 | 156083500 | 156083500 | |
| Preference shares | | | | |
| At the beginning of the year | 0 | 0 | 0 | |
| Increase during the year | 0 | 0 | 0 | 0 |
| i. Issues of shares | 0 | 0 | 0 | 0 |
| ii. Re-issue of forfeited shares | 0 | 0 | 0 | 0 |
| iii. Others, specify <input type="text"/> | | | | |
| Decrease during the year | 0 | 0 | 0 | 0 |
| i. Redemption of shares | 0 | 0 | 0 | 0 |
| ii. Shares forfeited | 0 | 0 | 0 | 0 |
| iii. Reduction of share capital | 0 | 0 | 0 | 0 |
| iv. Others, specify <input type="text"/> | | | | |
| At the end of the year | 0 | 0 | 0 | |

(ii) Details of stock split/consolidation during the year (for each class of shares)

0

Before split /

| Class of shares | | (i) | (ii) | (iii) |
|--------------------------------|----------------------|-----|------|-------|
| Consolidation | Number of shares | | | |
| | Face value per share | | | |
| After split / Consolidation | Number of shares | | | |
| | Face value per share | | | |

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) *

Nil

[Details being provided in a CD/Digital Media]

Yes

No

Not Applicable

Separate sheet attached for details of transfers

Yes

No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

| | | | | |
|--|---------------|--|------------|--|
| Date of the previous annual general meeting | | 2022-09-21 | | |
| Date of registration of transfer (Date Month Year) | | 2022-08-16 | | |
| Type of transfer | Equity Shares | 1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock | | |
| Number of Shares/ Debentures/ Units Transferred | 200 | Amount per Share/Debenture/Unit (in Rs.) | 10 | |
| Ledger Folio of Transferor | | A000663 | | |
| Transferor's Name | GARG | PRAKASH | ANAND | |
| | Surname | middle name | first name | |
| Ledger Folio of Transferee | | SPM100414 | | |
| Transferee's Name | GARG | | ANITA | |
| | Surname | middle name | first name | |

| | | | |
|--|---------------|--|------------|
| Date of registration of transfer (Date Month Year) | | 2023-01-18 | |
| Type of transfer | Equity Shares | 1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock | |
| Number of Shares/ Debentures/ Units Transferred | 200 | Amount per Share/Debenture/Unit (in Rs.) | 10 |
| Ledger Folio of Transferor | | S001185 | |
| Transferor's Name | BHATTER | LAL | SHYAM |
| | Surname | middle name | first name |
| Ledger Folio of Transferee | | SPM100415 | |
| Transferee's Name | BHATTER | | KESHAV |
| | Surname | middle name | first name |

| | | | |
|--|---------|--|------------|
| Date of registration of transfer (Date Month Year) | | | |
| Type of transfer | | 1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock | |
| Number of Shares/ Debentures/ Units Transferred | | Amount per Share/Debenture/Unit (in Rs.) | |
| Ledger Folio of Transferor | | | |
| Transferor's Name | | | |
| | Surname | middle name | first name |
| Ledger Folio of Transferee | | | |
| Transferee's Name | | | |
| | Surname | middle name | first name |

(iv) *Indebtedness including debentures (Outstanding as at the end of financial year)

| Particulars | Number of units | Nominal value per unit | Total value |
|---|-----------------|------------------------|-------------|
| Non-convertible debentures | 0 | 0 | 0 |
| Partly convertible debentures | 0 | 0 | 0 |
| Fully convertible debentures | 0 | 0 | 0 |
| Secured Loans (including interest outstanding/accrued but not due for payment) excluding deposits | | | 0 |
| Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits | | | 0 |
| Deposit | | | 0 |
| Total | | | 0 |

Details of debentures

| Class of debentures | Outstanding as at the beginning of the year | Increase during the year | Decrease during the year | Outstanding as at the end of the year |
|-------------------------------|---|--------------------------|--------------------------|---------------------------------------|
| Non-convertible debentures | 0 | 0 | 0 | 0 |
| Partly convertible debentures | 0 | 0 | 0 | 0 |
| Fully convertible debentures | 0 | 0 | 0 | 0 |

(v) Securities (other than shares and debentures)

0

| Type of Securities | Number of Securities | Nominal Value of each Unit | Total Nominal Value | Paid up Value of each Unit | Total Paid up Value |
|--------------------|----------------------|----------------------------|---------------------|----------------------------|---------------------|
| | | | | | |
| | | | | | |
| Total | | | | | |

V. *Turnover and net worth of the company (as defined in the Companies Act, 2013)

(i) Turnover

4926875000

(ii) Net worth of the Company

5944163000

VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS**(Details, Promoters, Members (other than promoters), Debenture holders)**

| Details | At the beginning of the year | At the end of the year |
|-----------------------------------|------------------------------|------------------------|
| Promoters | 5 | 5 |
| Members (other than promoters) | 24821 | 20942 |
| Debenture holders | 0 | 0 |

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**(A) *Composition of Board of Directors**

| Category | Number of directors at the beginning of the year | | Number of directors at the end of the year | | Percentage of shares held by directors as at the end of year | |
|--|--|---------------|--|---------------|--|---------------|
| | Executive | Non-executive | Executive | Non-executive | Executive | Non-executive |
| A. Promoter | 0 | 1 | 0 | 1 | 0 | 0.29 |
| B. Non-Promoter | | | | | | |
| (i) Non-Independent | 1 | 4 | 1 | 3 | 0 | 0 |
| (ii) Independent | 1 | 0 | 1 | 1 | 0 | 0 |
| C. Nominee Directors representing | 0 | 4 | 0 | 2 | 0 | 0 |
| (i) Banks & FIs | 0 | 0 | 0 | 0 | 0 | 0 |
| (ii) Investing institutions | 0 | 0 | 0 | 0 | 0 | 0 |
| (iii) Government | 0 | 0 | 0 | 0 | 0 | 0 |
| (iv) Small share holders | 0 | 0 | 0 | 0 | 0 | 0 |
| (v) Others | 0 | 0 | 0 | 0 | 0 | 0 |
| Total | 0 | 0 | 0 | 0 | 0 | 0 |
| | 1 | 5 | 1 | 4 | 0 | 0.29 |

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date

7

(B) (i) *Details of directors and Key managerial personnel as on the closure of financial year

| Name | DIN/PAN | Designation | Number of equity share(s) held | Date of cessation (after closure of financial year : If any) |
|------------------|----------|-------------|--------------------------------|--|
| SHIROMANI SHARMA | 00014619 | Director | 0 | |

| Name | DIN/PAN | Designation | Number of equity share(s) held | Date of cessation (after closure of financial year : If any) |
|-------------------|------------|-----------------|--------------------------------|--|
| SHRIVARDHAN GOENI | 00030375 | Director | 45500 | |
| CM VASUDEV | 00143885 | Director | 0 | |
| MADHUKAR MISHRA | 00096112 | Managing Direct | 0 | |
| PRAGYA JHUNJHUNW | 02315132 | Director | 0 | |
| SAURABH ARORA | AGEPA8541J | Company Secre | 0 | |
| SANJEEV KUMAR GAR | ACUPG9798F | CFO | 0 | |

(ii) Particulars of change in director(s) and Key managerial personnel during the year

1

| Name | DIN/PAN | Designation at the beginning / during the financial year | Date of appointment/ change in designation/ cessation | Nature of change (Appointment/ Change in designation/ Cessation) |
|-----------------|----------|--|---|--|
| SUNIL SRIVASTAV | 00237561 | Director | 2022-08-16 | cessation as Director |

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Number of meetings held

1

| Type of meeting | Date of meeting | Total Number of Members entitled to attend meeting | Attendance | |
|------------------|-----------------|--|----------------------------|-------------------------|
| | | | Number of members attended | % of total shareholding |
| Member's Meeting | 2022-09-21 | 22698 | 52 | 47.94 |

B. BOARD MEETINGS

*Number of meetings held

4

| S. No. | Date of meeting | Total Number of directors associated as on the date of meeting | Attendance | |
|--------|-----------------|--|------------------------------|-----------------|
| | | | Number of directors attended | % of attendance |
| 1 | 2022-05-27 | 6 | 6 | 100 |
| 1 | 2022-08-12 | 6 | 6 | 100 |
| 1 | 2022-11-11 | 5 | 5 | 100 |
| 1 | 2023-02-10 | 5 | 5 | 100 |

C. COMMITTEE MEETINGS

Number of meetings held

8

| S. No. | Type of meeting | Date of meeting | Total Number of Members as on the date of the meeting | Attendance | |
|--------|-----------------|-----------------|---|----------------------------|-----------------|
| | | | | Number of members attended | % of attendance |
| 1 | Audit & Risk M | 2022-05-27 | 3 | 3 | 100 |
| 1 | Audit & Risk M | 2022-08-12 | 3 | 3 | 100 |
| 1 | Audit & Risk M | 2022-11-11 | 3 | 3 | 100 |
| 1 | Audit & Risk M | 2023-02-10 | 3 | 3 | 100 |
| 1 | Stakeholder's F | 2023-02-10 | 3 | 3 | 100 |
| 1 | Nomination & F | 2022-05-27 | 3 | 3 | 100 |
| 1 | Nomination & F | 2022-08-12 | 3 | 3 | 100 |
| 1 | CSR Committe | 2022-11-11 | 2 | 2 | 100 |

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

1

| S. No. | Name | Designation | Gross Salary | Commission | Stock Option/ Sweat equity | Others | Total Amount |
|--------|-----------------|-------------------|--------------|------------|-------------------------------|---------|--------------|
| 1 | MADHUKAR MISHRA | MANAGING DIRECTOR | 39177450 | 0 | 0 | 1594800 | 40772250 |
| | Total | | 39177450 | 0 | 0 | 1594800 | 40772250 |

Number of CEO, CFO and Company secretary whose remuneration details to be entered

2

| S. No. | Name | Designation | Gross Salary | Commission | Stock Option/ Sweat equity | Others | Total Amount |
|--------|---------------|-------------------|--------------|------------|-------------------------------|--------|--------------|
| 1 | SANJEEV KUMAR | CFO | 3359936 | 0 | 0 | 155064 | 3515000 |
| 2 | SAURABH ARORA | COMPANY SECRETARY | 1597496 | 0 | 0 | 78504 | 1676000 |
| | Total | | 4957432 | 0 | 0 | 233568 | 5191000 |

Number of other directors whose remuneration details to be entered

5

| S. No. | Name | Designation | Gross Salary | Commission | Stock Option/ Sweat equity | Others | Total Amount |
|--------|------------------|-------------|--------------|------------|-------------------------------|--------|--------------|
| 1 | SHIROMANI SHARMA | INDEPENDENT | 0 | 0 | 0 | 400000 | 400000 |
| 2 | CHANDER MOHAN | -do- | 0 | 0 | 0 | 360000 | 360000 |

| S. No. | Name | Designation | Gross Salary | Commission | Stock Option/ Sweat equity | Others | Total Amount |
|--------|-----------------|-------------|--------------|------------|-------------------------------|---------|-----------------|
| 3 | PRAGYA JHUNJHU | DIRECTOR | 0 | 0 | 0 | 130000 | 130000 |
| 4 | SUNIL SRIVASTAV | INDEPENDENT | 0 | 0 | 0 | 60000 | 60000 |
| 5 | SHRIVARDHAN GC | DIRECTOR | 0 | 0 | 0 | 390000 | 390000 |
| | Total | | 0 | 0 | 0 | 1340000 | 1340000 |

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year Yes No

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS

Nil

| Name of the company/ directors/ officers | Name of the court/ concerned Authority | Date of Order | Name of the Act and section under which penalised / punished | Details of penalty/ punishment | Details of appeal (if any) including present status |
|--|--|---------------|--|--------------------------------|---|
| Star Paper Mills Ltd | BSE Limited | 2023-02-21 | Regulation 17 of SE | Fine imposed for l | Compliance has been done w. |
| -do- | NSE | 2023-02-21 | -do- | -do- | -do- |

(B) DETAILS OF COMPOUNDING OF OFFENCES Nil

| Name of the company/ directors/ officers | Name of the court/ concerned Authority | Date of Order | Name of the Act and section under which offence committed | Particulars of offence | Amount of compounding (in Rupees) |
|--|--|---------------|---|------------------------|-----------------------------------|
| | | | | | |

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

Yes No

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

DEBABRATA DUTT

Whether associate or fellow

Associate

Fellow

Certificate of practice number

3824

I/We certify that:

(a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.

(b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. ...

0

dated

2009-10-30

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
2. All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

DIN of the director

00096112

Company Secretary

Company secretary in practice

Membership number

9860

Certificate of practice number

Attachments

1. List of share holders, debenture holders
2. Approval letter for extension of AGM;
3. Copy of MGT-8;
4. Optional Attachement(s), if any

| |
|---------------|
| Attach |
| Attach |
| Attach |
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List of attachments

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This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company

