

## NOTICE

**NOTICE** is hereby given that 53<sup>rd</sup> Annual General Meeting of the members of **Shree Krishna Paper Mills & Industries Ltd.** will be held on Monday, September 29, 2025 at 11:00 A.M. (IST) through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM") facility, to transact the following business:

### ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2025 together with Reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Dev Kishan Chanda (DIN: 00407123), who retires by rotation and being eligible, offers himself for re-appointment.

### SPECIAL BUSINESS:

3. **To approve the appointment of Mr. Narendra Kumar Pasari (DIN: 00101426), as a Whole-time Director of the Company designated as "Executive Chairman" and fix his remuneration and in this regard, to consider and, if thought fit, to pass, the following resolution as a Special Resolution:**

**"RESOLVED THAT** pursuant to the provisions of Sections 152, 196, 197, 198 and 203 read with Schedule V and other applicable provisions of the Companies Act, 2013 ("Act"), and the rules made thereunder including the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") [including any statutory modification(s) or re-enactment(s) thereof, for the time being in force] and the enabling provisions of Articles of Association of the Company, and subject to the approval(s), consent(s), permission(s) and/ or sanction(s), if any, of the appropriate authorities, as may be required and subject to such conditions, as may be prescribed by any of them, while granting any such approval(s), consent(s), permission(s) and/ or sanction(s), and based on the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors, the consent of the Members of the Company be and is hereby accorded for the appointment of Mr. Narendra Kumar Pasari (DIN: 00101426) as a Whole-time Director of the Company designated as "Executive Chairman", liable to retire by rotation, for a period of up to 3 (Three) years with effect from August 22, 2025 to August 21, 2028 on such terms and conditions, including remuneration by way of salary, perquisites and other allowances & benefits to be paid to him, as set-out in the

Explanatory Statement annexed to this Notice.

**RESOLVED FURTHER THAT** the Board of Directors including Nomination and Remuneration Committee be and is hereby authorized to increase, alter, vary and modify the said terms and conditions of appointment (including remuneration) payable to Mr. Narendra Kumar Pasari during his tenure, as per the provisions of the Act.

**RESOLVED FURTHER THAT** the approval of the Members to the appointment of Mr. Narendra Kumar Pasari in terms of this resolution shall be deemed to be their approval in terms of section 196(3) Companies Act, 2013 for continuation of his directorship after attaining the age of 70 years on October 01<sup>st</sup>, 2025.

**RESOLVED FURTHER THAT** where in any financial year, during the tenure of 3 (three) years as a Whole-time Director, if the Company has no profits or its profits are inadequate, the Company may pay to Mr. Narendra Kumar Pasari, the aforementioned remuneration, including any revisions approved by the Board of Directors from time to time, as minimum remuneration, in accordance with provisions of Section 197, 198 and other applicable provisions of the Act and rules made thereunder read with Schedule V to the Act and the SEBI Listing Regulations.

**RESOLVED FURTHER THAT** the total managerial remuneration payable to Mr. Narendra Kumar Pasari, along with Managing Director or other Executive Director(s) of the Company, in any financial year may exceed the limit of 10% of net profit and overall managerial remuneration payable to all Director(s) may exceed the limit of 11% of net profit of the Company, as prescribed under Section 197 of the Act, read with rules made thereunder.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, things etc. and to sign all such documents and writings as may be necessary to give effect to the aforesaid resolution and to deal with all matters connected therewith or incidental thereto, without seeking any further approval of the Members of the Company."

4. **To approve the re-designation of Mr. Naynesh Pasari (DIN: 00519612) as Managing Director of the Company in place of Whole-time Director and fix his remuneration and in this regard, to consider and, if thought fit, to pass, the following resolution as a Special Resolution:**

**“RESOLVED THAT** pursuant to the provisions of sections 196, 197, 198 and 203 read with the schedule V of the Companies Act, 2013, Rule 8 of the Companies (Meetings of Board and its Powers) Rules, 2014 and other (2) applicable provisions of the Companies Act, 2013 (“Act”) (including the rules, notifications, circulars, guidelines etc. issued thereunder) read with applicable guidelines issued by the Central Government, from time to time and all other applicable statutes, laws, rules, regulations, guidelines, circulars etc. issued by other appropriate authority(ies), if any (including any statutory amendment or modification or re-enactment thereof, for the time being in force) and in line with the Memorandum and Articles of Association and Nomination and Remuneration Policy of the Company and pursuant to the approval and recommendation of the Board of Directors of the Company and approval of the Members be and is hereby accorded to re-designate Mr. Naynesh Pasari (DIN: 00519612), as Managing Director of the Company from the present position of Whole-time Director of the Company, not liable to retire by rotation, for a period of his remaining term i.e. upto August 09<sup>th</sup>, 2026 and on such terms and conditions, including remuneration by way of salary, perquisites and other allowances & benefits to be paid to him, as set-out in the Explanatory Statement annexed to this Notice.

**RESOLVED FURTHER THAT** the Board of Directors including Nomination and Remuneration Committee be and is hereby authorized to increase, alter, vary and modify the said terms and conditions of appointment (including remuneration) payable to Mr. Naynesh Pasari during his tenure as Managing Director, as per the provisions of the Act.

**RESOLVED FURTHER THAT** where in any financial year, during the tenure as Managing Director, if the Company has no profits or its profits are inadequate, the Company may pay to Mr. Naynesh Pasari, the aforementioned remuneration, including any revisions approved by the Board of Directors from time to time, as minimum remuneration, in accordance with provisions of Section 197, 198 and other applicable provisions of the Act and rules made thereunder read with Schedule V to the Act and the SEBI Listing Regulations.

**RESOLVED FURTHER THAT** the total managerial remuneration payable to Mr. Naynesh Pasari, along with Whole-time Director or other Executive Director(s) of the Company, in any financial year may exceed the limit of 10% of net profit and overall managerial remuneration payable to all Director(s) may exceed the limit of 11% of net profit of the Company, as prescribed under Section 197 of the Act, read with rules made thereunder.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, things etc. and to sign all such documents and writings as may be necessary to give effect to the aforesaid resolution and to deal with all matters connected therewith or incidental thereto, without seeking any further approval of the Members of the Company.”

5. **Appointment of M/s. BLAK & Co, Practicing Company Secretaries as Secretarial Auditors and fix their remuneration**

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

**“RESOLVED THAT** pursuant to the provisions of Section 204 and all other applicable provisions, if any, of the Companies Act, 2013 (the ‘Act’) read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014 (including any statutory modification or re-enactment thereof for the time being in force) and Regulation 24A & other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), as amended from time to time, and based on the recommendation of the Audit Committee and the Board of Directors of the Company, consent of the Members of the Company be and is hereby accorded, to appoint M/s. BLAK & Co., Practicing Company Secretaries (Firm Registration Number P2013UP092800), as Secretarial Auditors of the Company to conduct secretarial audit for the first term of 5 (five) consecutive years commencing from financial year 2025-26 to financial year 2029-30, on such remuneration and reimbursement of out of pocket expenses for the purpose of audit as may be approved by the Board of Directors of the Company.

**RESOLVED FURTHER THAT** approval of the Members be and is hereby accorded to the Board to avail or obtain from the Secretarial Auditor, such other services or certificates, reports or opinions which the Secretarial Auditor may be eligible to provide or issue under the applicable laws at a remuneration to be determined by the Audit Committee/Board of Directors of the Company.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution and for matters connected therewith or incidental thereto.”

**6. To ratify the remuneration of Cost Auditors for the financial year ending March 31, 2026**

To consider and if thought fit, to pass the following resolution, with or without modification(s), as an **Ordinary Resolution**.

**"RESOLVED THAT** pursuant to the provisions of Section 148(3) and all other applicable provisions, if any, of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the consent of the Members of the Company be and is hereby accorded to ratify the remuneration decided by the Board of Directors, based on the recommendation of the Audit Committee, amounting to ₹100,000/- (Rupees One Lakh only) plus taxes at the applicable rates and reimbursement of out of pocket expenses to M/s. Vijender Sharma & Co., Cost Accountants, Delhi (Firm Registration No.000180) who have been appointed by the Board of Directors of the Company for conducting the audit of cost records of the Company for the financial year ending March 31, 2026.

**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 of Directors  
For Shree Krishna Paper Mills & Industries Ltd.

**Registered Office:**  
4830/24, Prahlad Street,  
Ansari Road, Darya Ganj,  
New Delhi-110002  
CIN: L21012DL1972PLC279773  
Tel: +91 11 46263200  
E-mail : info@skpml.com  
Website : www.skpml.com

Place: New Delhi  
Date: August 22, 2025

**Ritika Priyam**  
Company Secretary  
Membership No. A53502

**NOTES:**

1. The Register of Members and Share Transfer Books of the Company will remain closed from **September 23, 2025 (Tuesday) to September 29, 2025 (Monday)** (both days inclusive) for the purpose of 53<sup>rd</sup> AGM.
2. The Explanatory Statement pursuant to Section 102 of the Act in respect of the business under Item Nos. 3 to 6 set out above and the relevant details in respect of the Directors and Secretarial Auditor seeking appointment/re-appointment at this AGM, as required under Regulation 36(3) and 36(5) of the Listing Regulations and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India ('Secretarial Standard') are annexed hereto. Requisite declarations have been received from the Directors and Secretarial Auditor seeking appointment/re-appointment.
3. The Ministry of Corporate Affairs ("MCA"), vide its General circular nos. 14/2020 dated April 8, 2020, 20/2020 dated May 5, 2020, 09/2023 dated September 25, 2023 and subsequent circulars issued in this regard, the latest being 09/2024 dated September 19, 2024, and other Circulars issued by the Ministry of Corporate Affairs ("MCA") from time to time and Securities and Exchange Board of India ("SEBI") vide its circular nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024 (collectively "SEBI Circulars"), have permitted companies to conduct Annual General Meeting ("AGM") through Video Conferencing ("VC") or other Audio Visual Means ("OAVM"), subject to compliance of various conditions mentioned therein. Accordingly, in compliance with the aforesaid MCA and SEBI Circulars, applicable provisions of the Companies Act, 2013 and rules made thereunder, and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("Listing Regulations"), the 53<sup>rd</sup> AGM of the Company is being convened and conducted through VC/OAVM. Hence, Members can attend and participate in the AGM through VC/OAVM only. The Registered Office of the Company i.e. 4830/24, Prahlad Street Ansari Road, Darya Ganj New Delhi-110002 shall be deemed venue for the AGM.

e-AGM: The Company has appointed MUFG Intime India Pvt. Ltd. (Formerly known as Link Intime India Pvt. Ltd), "MUFG Intime", Registrars and Transfer Agents, to provide Video Conferencing (VC) / Other Audio-Visual Means (OAVM) facility for the Annual General Meeting and the attendant enablers for conducting of the e-AGM.

4. The AGM is being held pursuant to the MCA Circulars through VC/OAVM facility, therefore physical attendance of Members has been dispensed with, accordingly the facility for appointment of proxy(ies) by

the Members will not be available for the AGM. Hence, the Proxy Form, Attendance Slip and Route Map are not annexed to this Notice.

However, Corporate Members intending to authorize their representatives to attend & vote at the AGM through VC / OAVM facility on its behalf are requested to send duly certified copy of the relevant Board resolution.

5. Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
6. Facility of joining the AGM through VC / OAVM shall open at least 15 minutes before the time scheduled for the AGM and will be available for at least 1,000 Members on a first-come first-served basis as per the MCA Circulars. However, this number does not include the large Shareholders i.e. Shareholders holding 2% or more shareholding, Promoter/ Promoter Group, 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 AGM without restriction on account of first come first served basis.
7. The Notice of AGM and Annual Report will be sent to those Members/ beneficial owners whose name appears in the Register of Members/ list of beneficiaries received from the Depositories as on **Friday, August 29, 2025**.
8. All material documents referred in the accompanying Notice and the Explanatory Statement shall be open for inspection by the Members electronically from the date of circulation of this Notice up to the date of AGM i.e. **September 29, 2025** by writing an email to the Company at [cs@skpmil.com](mailto:cs@skpmil.com)
9. The Statutory Registers as required under the Act will be available electronically for inspection by the members during the AGM. Members seeking to inspect such documents can send an email to [cs@skpmil.com](mailto:cs@skpmil.com)
10. SEBI vide its notification dated January 24, 2022 has amended Regulation 40 of the SEBI Listing Regulations and has mandated that all requests for transfer of securities including transmission and transposition requests shall be processed only in dematerialized form. In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialization, Members are advised to dematerialize the shares held by them in physical form. Members can contact the Company or the Company's Registrars and Transfer Agents, MUFG Intime India Pvt. Ltd, for assistance in this regard.
11. SEBI vide its Master Circular No. SEBI/HO/MIRSD/ POD-1/P/CIR/2024/37 dated May 7, 2024 has directed all the

listed companies to update Bank Account details and PAN of the Members holding shares in physical form. It has been observed that many of the Members holding physical shares have not updated the said information. Therefore, such Members are requested to send the following documents to the Company's RTA:

- (i) Self-attested copy of PAN card including that of joint Members (if any); and
  - (ii) An original cancelled cheque of 1<sup>st</sup> Member (Name of 1<sup>st</sup> Member should be printed on cheque leaf). If name of 1<sup>st</sup> Member is not printed on cheque leaf, photocopy of passbook or bank statement duly attested by the banker along with cancelled cheque (Photocopy of cheque will not be accepted/entertained).
12. SEBI has mandated furnishing of PAN linked with Aadhaar, KYC details (i.e., Postal Address with PIN Code, email address, mobile number, bank account details) and nomination details by holders of securities in physical form. Any service request or complaint received from the Member will not be processed until the aforesaid details/ documents are provided to RTA. Relevant details and prescribed forms in this regard are available on website of the Company and RTA.
  13. 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 to not leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned DP and holding should be verified from time to time.
  14. Non-resident Indian shareholders are requested to inform about the following immediately to the Company or its Registrar and Share Transfer Agent or the concerned Depository Participant, as the case may be:
    - a) The change in the residential status on return to India for permanent settlement, and
    - b) Particulars of their bank account maintained in India with complete name, branch, account type, account number, IFSC Code and address of the Bank with pin code number, if not furnished earlier.
  15. Pursuant to Section 101 and 136 of the Act read with relevant rules made thereunder and Regulation 36 of the SEBI Listing Regulations and circulars issued by the Ministry of Corporate Affairs, from time to time, Companies can serve Annual Report and other communications through electronic mode to those Members who have registered their e-mail address either with the Company or with the Depository Participants ("DP"). Member(s) holding shares in physical form and who have not registered their e-mail address with the



Company/ RTA can now register the same by sending an email to the Compliance Officer of the Company at [cs@skpmil.com](mailto:cs@skpmil.com) and/ or by sending a request to MUFG Intime India Pvt. Ltd., Registrar and Share Transfer Agent ("RTA") of the Company. Members holding shares in demat form are requested to register their e-mail address with their DP only. The registered e-mail address will be used for sending future communications.

16. In compliance with the aforesaid MCA Circulars and SEBI Circulars, Notice of the 53<sup>rd</sup> AGM along with the Annual Report for the financial year 2024-25, is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/ Depositories/Registrar & Transfer Agent ('RTA'), unless any Member has requested for a physical copy of the same. Further, pursuant to regulation 36(1)(b) of Listing Regulations, a letter providing the weblink of annual report will be sent to those shareholders who have not registered their email id's. The Notice convening the 53<sup>rd</sup> AGM and Annual Report for the financial year 2024-25 are available on the Company's website at [www.skpmil.com](http://www.skpmil.com) and may also be accessed from the relevant section of the websites of the Stock Exchanges i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com). The AGM notice is also available on the website of RTA i.e. [www.in.mpms.mufg.com](http://www.in.mpms.mufg.com).
17. Members desiring any information/clarification on the accounts or any matter to be placed at the AGM are requested to write to the Company at [cs@skpmil.com](mailto:cs@skpmil.com) at least seven days before AGM from their registered email address mentioning their name, DPID, Client ID / Folio no. and mobile number to enable the management to keep information ready at the AGM. Members desiring to seek information/clarification during the AGM on the accounts or any matter to be placed at the AGM may ask through the chat box facility provided by MUFG Intime.
18. 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 Form No. SH-13. If a Member desires to cancel the earlier nomination and record a fresh nomination, he may submit the same in Form SH-14. The said forms can be downloaded from the Company's website at [www.skpmil.com](http://www.skpmil.com). Members are requested to submit the said form to their DP in case the shares are held in electronic form and to the RTA at mail to [delhi@in.mpms.mufg.com](mailto:delhi@in.mpms.mufg.com) in case the shares are held in physical form, quoting your folio number.
19. Members are requested to: -
  - a) Quote DP ID and Client ID/Ledger Folio numbers in all their correspondence;
  - b) Approach the RTA for consolidation of multiple ledger folios into one; and
  - c) To avoid inconvenience, get shares transferred in joint names, if they are held in a single name and/or appoint a nominee.
20. 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 the Listing Regulations and pursuant to MCA Circulars and SEBI Circulars, the Company is pleased to provide to its Members, the facility to exercise their right to vote on the resolutions proposed to be passed at AGM by electronic means. For this purpose, the Company has entered into an agreement with MUFG Intime, as the authorised agency for facilitating voting through electronic means. The facility of casting votes by Members using remote e-voting system as well as e-voting on the date of the AGM will be provided by MUFG Intime.
21. Members desiring to exercise their vote by e-voting are requested to carefully read the enclosed instructions which *inter-alia* provide the process and manner for e-voting, login ID, generating password and time schedule including the time period during which the votes may be cast etc.
22. 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 of Monday, September 22, 2025** shall be entitled to avail the facility of remote e-voting or e-voting during the AGM. The voting right of Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date. Persons who are not members as on the Cut-off Date should treat this Notice for information purposes only.
23. The remote e-voting will commence on **Friday, September 26, 2025 at 09:00 A.M. (IST) and will end on Sunday, September 28, 2025 at 5.00 p.m. (IST)**. The members will not be able to cast their vote electronically beyond the date and time mentioned above and the remote e-voting module shall be disabled for voting by MUFG Intime India Pvt. Ltd. thereafter. Once the vote on a resolution is cast by the member, he/she shall not be allowed to change it subsequently or cast the vote again.
24. In the case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company as on the cut-off date, will be entitled to vote during the AGM.
25. Members are requested to notify immediately any change in their address and bank particulars:
  - i. to their Depository Participants (DP) in respect of shares held in dematerialized form, and

- ii. to the Company at its registered office or its Registrar & Share Transfer Agent i.e. MUFG Intime India Pvt. Ltd. in respect of their physical shares, if any, quoting their Folio Number.

26. In terms of Section 152 of the Act, Mr. Dev Kishan Chanda, Director, retires by rotation at the AGM and being eligible, offers himself for reappointment. The Nomination and Remuneration Committee and the Board of Directors of the Company have recommended his re-appointment subject to the approval of Members of the Company.

27. SEBI vide Circular Nos. SEBI/HO/OIAE/OIAE\_IAD-1/P/CIR/2023/131 dated July 31, 2023, and SEBI/HO/OIAE/OIAE\_IAD-1/P/CIR/2023/135 dated August 4, 2023, read with Master Circular No. SEBI/HO/OIAE/OIAE\_IAD-1/P/ CIR/2023/145 dated July 31, 2023 (updated as on August 11, 2023), had issued guidelines towards an additional mechanism for investors to resolve their grievances by way of Online Dispute Resolution ('ODR') through a common ODR portal. Pursuant to above-mentioned circulars, post exhausting option to resolve their grievances with the RTA/Company directly and through existing SCORES platform, the investors can initiate dispute resolution through the ODR Portal at <https://smartodr.in/login>.

## INSTRUCTIONS FOR REMOTE E-VOTING

In terms of SEBI circular no. SEBI/HO/CFD/PoD2/CIR/P/ 2023/120 dated July 11, 2023, 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 correctly in their demat accounts to access e-Voting facility.

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

**Individual Shareholders holding securities in demat mode with NSDL**

### METHOD 1 - Individual Shareholders registered with NSDL IDeAS facility

#### Shareholders who have registered for NSDL IDeAS facility:

- Visit URL: <https://eservices.nsdl.com> and click on "Beneficial Owner" icon under "Login".
- Enter User ID and Password. Click on "Login"
- After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.
- Click on "MUFG InTime" or "evoting link displayed

alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

## OR

### Shareholders who have not registered for NSDL IDeAS facility:

- To register, visit URL: <https://eservices.nsdl.com> and select "Register Online for IDeAS Portal" or click on <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp>
- Proceed with updating the required fields.
- Post successful registration, user will be provided with Login ID and password.
- After successful login, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.
- Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

### METHOD 2 - Individual Shareholders directly visiting the e-voting website of NSDL

- Visit URL: <https://www.evoting.nsdl.com>
- Click on the "Login" tab available under 'Shareholder/Member' section.
- Enter User ID (i.e., your sixteen-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen.
- Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.
- Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

### Individual Shareholders holding securities in demat mode with CDSL

### METHOD 1 – Individual Shareholders registered with CDSL Easi/ Easiest facility

#### Shareholders who have registered/ opted for CDSL Easi/ Easiest facility:

- Visit URL: <https://web.cdslindia.com/myeasitoken/Home/Login> or [www.cdslindia.com](http://www.cdslindia.com).
- Click on New System Myeasi Tab
- Login with existing my easi username and password

- d) After successful login, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime, for voting during the remote e-voting period.
- e) Click on “MUFG InTime” or “evoting link displayed alongside Company's Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

OR

#### Shareholders who have not registered for CDSL Easi/ Easiest facility:

- a) To register, visit URL:  
<https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration/>  
<https://web.cdslindia.com/myeasitoken/Registration/EasiestRegistrationURL>:
- b) Proceed with updating the required fields.
- c) Post registration, user will be provided username and password.
- d) After successful login, user able to see e-voting menu.
- e) Click on “MUFG InTime” or “evoting link displayed alongside Company's Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

#### METHOD 2 - Individual Shareholders directly visiting the e-voting website of CDSL

- a) Visit URL: <https://www.cdslindia.com>
- b) Go to e-voting tab.
- c) Enter Demat Account Number (BO ID) and PAN No. and click on “Submit”.
- d) System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account
- e) After successful authentication, click on “MUFG InTime” or “evoting link displayed alongside Company's Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

#### Individual Shareholders holding securities in demat mode with Depository Participant

Individual shareholders can also login using the login credentials of your demat account through your depository participant registered with NSDL / CDSL for e-voting facility.

- a) Login to DP website
- b) After Successful login, user shall navigate through “e-voting” option.
- c) Click on e-voting option, user will be redirected to NSDL / CDSL Depository website after successful authentication,

wherein user can see e-voting feature.

- d) After successful authentication, click on “MUFG InTime” or “evoting link displayed alongside Company's Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

#### Login method for shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode

Shareholders holding shares in physical mode / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register for InstaVote as under:

- a) Visit URL: <https://instavote.linkintime.co.in>

#### Shareholders who have not registered for INSTAVOTE facility:

- b) Click on “Sign Up” under 'SHARE HOLDER' tab and register with your following details:

##### A. User ID:

NSDL demat account – User ID is 8 Character DP ID followed by 8 Digit Client ID.

CDSL demat account – User ID is 16 Digit Beneficiary ID. Shareholders holding shares in physical form – User ID is Event No + Folio Number registered with the Company.

##### B. PAN:

Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.

##### C. DOB/DOI:

Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format)

##### D. Bank Account Number:

Enter your Bank Account Number (last four digits), as recorded with your DP/Company.

\* Shareholders holding shares in NSDL form, shall provide 'D' above

\*\* Shareholders holding shares in physical form but have not recorded 'C' and 'D', shall provide their Folio number in 'D' above

- o Set the password of your choice (The password should contain minimum 8 characters, at least one special Character (!#\$%&\*), at least one numeral, at least one alphabet and at least one capital letter).
- o Enter Image Verification (CAPTCHA) Code

- Click “Submit” (You have now registered on InstaVote).

#### **Shareholders who have registered for INSTAVOTE facility:**

- c) Click on “**Login**” under 'SHARE HOLDER' tab.
  - A. User ID: Enter your User ID
  - B. Password: Enter your Password
  - C. Enter Image Verification (CAPTCHA) Code
  - D. Click “Submit”
- d) Cast your vote electronically:
  - A. After successful login, you will be able to see the “Notification for e-voting”.
  - B. Select 'View' icon.
  - C. E-voting page will appear.
  - D. Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link).
  - E. After selecting the desired option i.e. Favour / Against, click on 'Submit'.

A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

#### **Guidelines for Institutional shareholders (“Custodian / Corporate Body/ Mutual Fund”)**

##### **STEP 1 – Custodian / Corporate Body/ Mutual Fund Registration**

- a) Visit URL: <https://instavote.linkintime.co.in>
- b) Click on “**Sign Up**” under “Custodian / Corporate Body/ Mutual Fund”
- c) Fill up your entity details and submit the form.
- d) A declaration form and organization ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up). The said form is to be signed by the Authorised Signatory, Director, Company Secretary of the entity & stamped and sent to [insta.vote@linkintime.co.in](mailto:insta.vote@linkintime.co.in).
- e) Thereafter, Login credentials (User ID; Organisation ID; Password) is sent to Primary contact person's email ID. (You have now registered on InstaVote)

##### **STEP 2 – Investor Mapping**

- a) Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- b) Click on “**Investor Mapping**” tab under the Menu Section
- c) Map the Investor with the following details:
  - A. Investor ID-
    - i. NSDL demat account – User ID is 8 Character DP ID followed by 8 Digit Client ID i.e., *IN00000012345678*
    - ii. CDSL demat account – User ID is 16 Digit Beneficiary ID.
  - B. Investor's Name - Enter Investor's Name as updated with DP.
  - C. Investor PAN' - Enter your 10-digit PAN.
  - D. Power of Attorney' - Attach Board resolution or Power of Attorney.

\*File Name for the Board resolution/ Power of Attorney shall be – DP ID and Client ID or 16 Digit Beneficiary ID. Further, Custodians and Mutual Funds shall also upload specimen signatures.

- E. Click on Submit button. (The investor is now mapped with the Custodian / Corporate Body/ Mutual Fund Entity). The same can be viewed under the “Report Section”.

##### **STEP 3 – Voting through remote e-voting**

The corporate shareholder can vote by two methods, during the remote e-voting period.

##### **METHOD 1 - VOTES ENTRY**

- a) Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- b) Click on “**Votes Entry**” tab under the Menu section.
- c) Enter the “**Event No.**” for which you want to cast vote.
 

Event No. can be viewed on the home page of InstaVote under “On-going Events”.
- d) Enter “**16-digit Demat Account No.**” for which you want to cast vote.
- e) Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link).
- f) After selecting the desired option i.e. Favour / Against, click on 'Submit'.

A confirmation box will be displayed. If you wish to



confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

**OR**

## **METHOD 2 - VOTES UPLOAD**

- Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- After successful login, you will be able to see the "Notification for e-voting".
- Select **"View"** icon for **"Company's Name / Event number"**.
- E-voting page will appear.
- Download sample vote file from **"Download Sample Vote File"** tab.
- Cast your vote by selecting your desired option 'Favour / Against' in the sample vote file and upload the same under **"Upload Vote File"** option.
- Click on 'Submit'. 'Data uploaded successfully' message will be displayed.

(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

### **Helpdesk:**

#### **Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:**

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode facing any technical issue in login may contact INSTAVOTE helpdesk by sending a request at [enotices@in.mpms.mufig.com](mailto:enotices@in.mpms.mufig.com) or contact on: - Tel: 022 - 4918 6000.

#### **Individual Shareholders holding securities in demat mode:**

Individual Shareholders holding securities in demat mode may contact the respective helpdesk 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 : 022 - 4886 7000
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 toll free no. 1800 22 55 33

### **Forgot Password:**

#### **Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:**

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on: <https://instavote.linkintime.co.in>

- Click on **"Login"** under **'SHARE HOLDER'** tab.
- Click **"forgot password?"**
- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA).
- Click on **"SUBMIT"**.

In case shareholders have a valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. The password should contain a minimum of 8 characters, at least one special character (!#\$%\*), at least one numeral, at least one alphabet and at least one capital letter.

#### **User ID:**

NSDL demat account – User ID is 8 Character DP ID followed by 8 Digit Client ID.

CDSL demat account – User ID is 16 Digit Beneficiary ID.

Shareholders holding shares in physical form – User ID is Event No + Folio Number registered with the Company.

In case Custodian / Corporate Body/ Mutual Fund has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on <https://instavote.linkintime.co.in>

- Click on 'Login' under **"Custodian / Corporate Body/ Mutual Fund"** tab
- Click **"forgot password?"**
- Enter User ID, Organization ID and Enter Image Verification code (CAPTCHA).
- Click on **"SUBMIT"**.

In case shareholders have a valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing information about the particulars of the Security Question and Answer, PAN, DOB/DOI etc. The password should contain a minimum of 8 characters, at least one special character (!#\$%\*), at least one numeral, at least one alphabet and at least one capital

letter.

### Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:

Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both, then the Shareholders are advised to use Forget User ID and Forget Password option available at above mentioned depository/depository participants website.

- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular "Event".

### INSTAMEET VC INSTRUCTIONS FOR SHAREHOLDERS

In terms of Ministry of Corporate Affairs (MCA) General Circular No. 09/2024 dated 19.09.2024, the Companies can conduct their AGMs/ EGMs on or before 30 September 2025 by means of Video Conference (VC) or Other Audio-Visual Means (OAVM).

Shareholders are advised to update their mobile number and email Id correctly in their demat accounts to access InstaMeet facility.

### Login method for shareholders to attend the General Meeting through InstaMeet:

- a) Visit URL: <https://instameet.in.mpms.mufig.com> & click on "Login".
- b) Select the "Company" and 'Event Date' and register with your following details:
- c) Select Check Box - Demat Account No. / Folio No. / PAN
  - Shareholders holding shares in NSDL/ CDSL demat account shall select check box - Demat Account No. and enter the 16-digit demat account number.
  - Shareholders holding shares in physical form shall select check box – Folio No. and enter the Folio Number registered with the company.
  - Shareholders shall select check box – PAN and enter 10-digit Permanent Account Number (PAN).

Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided by MUFG Intime, if applicable.

- Mobile No: Mobile No. as updated with DP is displayed automatically. Shareholders who have not updated their Mobile No with the DP shall enter the mobile no.
- Email ID: Email Id as updated with DP is displayed automatically. Shareholders who have not updated their Mobile No with the DP shall enter the mobile no.

- d) Click "Go to Meeting"  
You are now registered for InstaMeet, and your attendance is marked for the meeting.

### Instructions for shareholders to Speak during the General Meeting through InstaMeet:

- a) Shareholders who would like to speak during the meeting must register their request with the company by mentioning their name, demat account number/folio number, E-mail ID, mobile number at least 3 days in advance, with the Company on email id: [cs@skpmil.com](mailto:cs@skpmil.com) on or before, 5:00 P.M. (IST) on Friday, September 26, 2025.
- b) Shareholders will get confirmation on first cum first basis depending upon the provision made by the company.
- c) Shareholders will receive "speaking serial number" once they mark attendance for the meeting. Please remember speaking serial number and start your conversation with panellist by switching on video mode and audio of your device.
- d) Only those members who have registered themselves as a speaker will be allowed to express their views/ask questions during the AGM.
- e) Other shareholder who has not registered as "Speaker Shareholder" may still ask questions to the panellist via active chat-board during the meeting.
- f) The Company reserve the right to restrict the number of speakers depending on the availability of time for the e-AGM.

Shareholders are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking.

### Instructions for Shareholders to Vote during the General Meeting through InstaMeet:

Once the electronic voting is activated during the meeting, shareholders who have not exercised their vote through the remote e-voting can cast the vote as under:

- On the Shareholders VC page, click on the link for e-Voting "Cast your vote"
- Enter your 16-digit Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMEET
- Click on 'Submit'.
- After successful login, you will see "Resolution Description" and against the same the option "Favour/Against" for voting.
- Cast your vote by selecting appropriate option i.e. "Favour/Against" as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under 'Favour/Against'.
- After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on "Save". A confirmation box will be displayed. If you wish to confirm your vote, click on "Confirm", else to change your vote, click on "Back" and accordingly modify your vote. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

#### Note:

Shareholders/ Members, who will be present in the General Meeting through InstaMeet 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 facility during the meeting.

Shareholders/ Members who have voted through Remote e-Voting prior to the General Meeting will be eligible to attend/ participate in the General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.

Shareholders/ Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience.

Shareholders/ Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

Please note that Shareholders/ Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

#### Helpdesk:

Shareholders facing any technical issue in login may contact INSTAMEET helpdesk by sending a request at [instameet@in.mpms.mufg.com](mailto:instameet@in.mpms.mufg.com) or contact on: - Tel: 022 – 4918 6000/4918 6175.

### GENERAL GUIDELINES FOR SHAREHOLDERS

- Any person who acquire shares and become Member of the Company after the date of dispatch of this Notice and holding shares as on the cut-off date, may obtain the login ID and password by following the instructions as mentioned in the Notice or sending a request at [instameet@in.mpms.mufg.com](mailto:instameet@in.mpms.mufg.com).
- The Board of Directors has appointed Mr. Manish Kumar Bansal (Advocate) partner of Globiz Legal, as the Scrutinizer to scrutinize the e-voting process during the AGM and remote e-voting process in a fair and transparent manner and they have communicated their willingness to be appointed.
- The Scrutinizer shall, immediately after the completion of the scrutiny of the e-voting (votes cast during the AGM and votes cast through remote e-voting), within 2 working days from the conclusion of the AGM, submit a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing, who shall countersign the same.
- The Results declared along with the consolidated Scrutinizer's Report shall be hosted on the website of the Company i.e. [www.skpmil.com](http://www.skpmil.com) .and on the website of MUFG Intime India Private Limited i.e [www.in.mpms.mufg.com](http://www.in.mpms.mufg.com) The results shall simultaneously be communicated to BSE Limited where the shares of the Company are listed. The result shall also be displayed on the Notice Board at the Registered Office of the Company.
- The resolutions, if passed by requisite majority, shall be deemed to have been passed on the date of the AGM i.e. September 29, 2025.

## Annexure I

### Details of Directors seeking appointment/re-appointment

Disclosure required under Regulation 36 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard - 2 in respect of Directors seeking appointment/re-appointment

Particulars	Mr. Narendra Kumar Pasari	Mr. Naynesh Pasari	Mr. Dev Kishan Chanda
DIN	00101426	00519612	00407123
Date of Birth (Age in years)	01.10.1955 (69 Years)	03.07.1982 (43 Years)	14.10.1948 (77 Years)
Date of First Appointment	11.03.1974	10.08.2023	23.02.2021
Qualification	Commerce Graduate	MBA in the stream of Finance from Waltham, USA	Commerce Graduate
Experience in specific functional areas	Rich experience in the paper industry and other allied areas.	Rich experience in the field of accounting, marketing, export import, finance and other allied areas.	More than 29 years of rich experience in the field of Cost Management
Details of remuneration sought to be paid	As set out in the explanatory statement.	As set out in the explanatory statement.	N.A
Remuneration last drawn	As set out in the explanatory statement.	As set out in the explanatory statement.	N.A
Directorship held in other entities	Devanshu Infin Private Limited	Gopala Sales Private Limited	None
Membership/Chairmanship of Committees of listed entities (includes only Audit Committee and Stakeholders' Relationship Committee)	None	Stakeholder Relationship Committee and Corporate Social Responsibility Committee in our Company only	Audit Committee, Stakeholder Relationship Committee and Corporate Social Responsibility Committee in our Company only
Number of shares held in the Company (including as a beneficial owner)	1000	1000	Nil
Terms and Conditions of appointment/re-appointment	As Per policy of Director, KMP and Senior Management (weblink mentioned in Board Report)	As Per policy of Director, KMP and Senior Management (weblink mentioned in Board Report)	As Per policy of Director, KMP and Senior Management (weblink mentioned in Board Report)
Relationship with any Director(s)/ KMP of the Company	He is the father of Mr. Naynesh Pasari, Managing Director of the Company. Except this, he is not related to the any other Director (s)/KMP of the Company.	He is the son of Mr. Narendra Kumar Pasari, Whole Time Director of the Company. Except this, he is not related to the any other Director(s)/KMP of the Company.	He is not related to the other Director(s)/KMP of the Company.
Number of Board Meetings attended during the year	As mentioned in the Corporate Governance Report	As mentioned in the Corporate Governance Report	As mentioned in the Corporate Governance Report
Resignation from listed entities in the past three years	None	None	None

### EXPLANATORY STATEMENT

**Pursuant to Section 102 of the Companies Act, 2013 and Regulation 36(3) & 36(5) of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015**

#### Item No. 3

Mr. Narendra Kumar Pasari, a promoter of the Company, has been associated with the organization since its inception and has been serving on the Board in the capacity of Managing Director since 1974. At the 50<sup>th</sup> Annual General Meeting held on August 1, 2022, the shareholders approved his re-appointment as Managing Director for a period of 3 (three) years effective from January 1, 2023 to December 31, 2025.

Mr. Narendra Kumar Pasari has resigned from the position of Managing Director w.e.f. August 22, 2025 due to personal reason and expressed his unwillingness to continue as the

Managing Director of the Company but he will continue as a Director of the Company. Respecting his decision, the Board had accepted the request of Mr. Narendra Kumar Pasari at the Board Meeting of the Company held on August 22, 2025.

Mr. Narendra Kumar Pasari brings with him a wealth of knowledge and experience in the manufacturing and paper industries. With a remarkable career spanning several decades, he has been an integral part of our company's leadership, serving on the Board since 1974. His deep expertise in the sector, combined with his visionary leadership, has been instrumental in driving the company's growth and innovation. Throughout his career, Mr. Narendra Kumar Pasari has consistently demonstrated a keen ability to identify market trends and capitalize on emerging opportunities.

Considering the above profile & experience of Mr. Narendra Kumar Pasari and Company's performance over the years



under his leadership, the Board of Directors of the Company, on the recommendation of the Nomination & Remuneration Committee, at its meeting held on August 22, 2025 approved the appointment of Mr. Narendra Kumar Pasari as the Whole-time Director of the Company designated as "Executive Chairman" liable to retire by rotation, for a period of up to 3 (Three) years with effect from August 22, 2025 to August 21, 2028, subject to the approval of the Shareholders of the Company.

Narendra Kumar Pasari meets all the eligibility criteria for appointment under the Companies Act, 2013, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, and other applicable laws. And hence, it is proposed to seek approval of the Members for appointment and remuneration payable to Mr. Narendra Kumar Pasari, as a Whole-time Director of the Company designated as "Executive Chairman".

Pursuant to Section 196(3) of the Companies Act, 2013 which inter alia, provides that no company shall continue the employment of a person who has attained the age of seventy years, as Managing Director, Whole-time Director or Manager unless it is approved by the members by passing a special resolution. As, Mr. Narendra Kumar Pasari will attain the age of seventy years on October 01, 2025, the Company seeks the Members' approval for the proposed resolution.

Mr. Narendra Kumar Pasari satisfies all the conditions set-out in Section 196(3) read with Part-I of Schedule V to the Act and is eligible for appointment. The remuneration proposed to be paid to Mr. Narendra Kumar Pasari is as per the Remuneration Policy of the Company. Mr. Narendra Kumar Pasari has given his consent to act as a Director and a declaration to the effect that he is not disqualified to act as a Director in terms of Section 164 of the Act and is not debarred from holding the office of Director by virtue of any SEBI order or any other such authority.

The composition of the Board of the Company after appointment of Mr. Narendra Kumar Pasari, if approved by the Members, will continue to be in compliance with the requirements of Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and the Act. The proposed appointment is in line with the policy on appointment of Directors and Senior Management and Policy on remuneration of Directors of the Company. His Directorship/ Committee memberships are within the statutorily permitted limits.

Broad particulars of the terms of appointment and remuneration payable to Mr. Narendra Kumar Pasari, are as under:

a. Basic Salary: ₹ 2,00,000/- (Rupees Two Lakhs only) per month with an annual increment of such amount per month as per discretion of the Board or any committee thereof.

- b. HRA: @50% of the basic salary per month.
- c. The Company's contribution to superannuation or annuity fund, gratuity payable, personal and medical insurance and encashment of leave, as per the rules of the Company, shall be in addition to the remuneration under (a) above.
- d. Perquisites, allowances and remuneration based on net profit or by way of bonus/ performance linked incentive payable to Mr. Narendra Kumar Pasari, as recommended by NRC, shall be in addition to the remuneration prescribed above. The said perquisites shall be evaluated, wherever applicable, as per the provisions of the Income tax Act, 1961 and rules made thereunder or any statutory modification(s) or re-enactment(s) thereof.
- e. Reimbursement of Expenses: Expenses incurred for travelling, boarding and lodging during business trips and provision of car(s) for use on the Company's business and communication expenses shall be reimbursed at actuals and not considered as perquisite.
- f. Termination: The appointment may be terminated by giving not less than 30 days prior notice in writing in that behalf to the other party or 30 days salary in lieu thereof.
- g. General:
  - (i) The Whole-time Director shall perform his duties in the interest of the Company.
  - (ii) The Whole-time Director shall act in accordance with the Articles of Association of the Company and shall abide by the provisions contained in the Act and Rules made thereunder read with the SEBI Listing Regulations.
  - (iii) The Whole-time Director shall adhere to the Code of Conduct of the Company and shall also comply with the other policies and laws applicable on the Company.
  - (iv) The terms and conditions of the appointment (including remuneration) of Mr. Narendra Kumar Pasari may be altered, varied or modified by the Board of Directors (including NRC), from time to time, in terms of Schedule V and other applicable provisions of the Act.
  - (v) Pursuant to the provisions of the Section 197 read with Schedule V to the Act, in the event of loss or inadequacy of profits in any financial year, Company may pay the above mentioned remuneration, including any subsequent revisions approved by the Board of Directors from time to time, as minimum remuneration to Mr. Narendra Kumar Pasari for a period of up to 3 (Three) years with effect from August 22, 2025.

The above may be treated as a written memorandum setting out the terms of appointment of Mr. Narendra Kumar Pasari pursuant to the provisions of Section 190 of the Act.

Details about Mr. Narendra Kumar Pasari pursuant to the provisions of the SEBI Listing Regulations and the Act (including Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India) are annexed and form part of this Notice.

Further, the total managerial remuneration payable to Mr. Narendra Kumar Pasari, along with Managing Director or other Executive Director(s) of the Company, in any financial year, may exceed the limit of 10% of net profit and overall managerial remuneration payable to all Director(s) may exceed the limit of 11% of net profit of the Company, as prescribed under Section 197 of the Act, read with rules made thereunder or other applicable provisions or any statutory modifications thereof. Hence, the approval of the Members is sought by way of special resolution pursuant to the provisions of Section 197 of the Act and rules made thereunder read with Schedule V to the Act.

#### **Statement of information/ details for the Members pursuant to Section II of Part II of Schedule V to the Act:**

##### **General Information:**

1. Nature of Industry : Manufacturing of paper
2. Date of commencement of commercial production : Third quarter of the calendar year 1974
3. In case of new company, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus : N/A
4. Financial performance:

(₹ in lakhs)

Financial Parameters	2024-25	2023-24	2022-23
Revenue from operations	16,995.64	14,543.57	17,787.69
Net Profit after tax	112.74	38.04	1,256.22
EPS (₹)	0.83	0.28	9.29

5. Foreign Investments or collaborations, if any:  
WPS PTE. LTD., Singapore and Mr. Vijay Kumar Gupta, NRI have invested in securities of the Company.

#### **I. Information about the Appointee:**

##### **1. Background details:**

Mr. Narendra Kumar Pasari, aged 69 years, is a promoter of the Company. He previously served as the Managing Director and has been actively involved in the management and operations of the Company, rendering valuable services and making significant contributions to its growth over the years. He was also responsible for, amongst other things, shaping Company's long-term vision and strategic direction, brand development, planning for the future with focus on innovation and expansion, new technology adoption and ensuring that the Company remains well-positioned for sustained success. He was involved in leadership development and mentoring, helping to nurture the next generation of leaders as the Company continues its journey of growth and transformation. The Board of Directors, at its meeting held on August 22, 2025 proposed his appointment as Whole-time Director of the Company designated as "Executive Chairman". Apart from this Company, he also holds directorship in M/s. Devanshu Infin Limited.

##### **2. Past remuneration:**

- i. Salary: ₹ 2,00,000/- ( Rupees Two Lakhs only) per month
- ii. HRA @50% of the salary per month
- iii. Perquisites & other benefits: Besides the above gross salary, Mr. Narendra Kumar Pasari was entitled to the perquisites & other benefits which includes medical reimbursement, leave travel concession, club fee, personal accident insurance, leave encashment, provident fund gratuity, car, bonus and telephone etc. as per Company's policy as amended from time to time.

##### **3. Recognition or awards:**

NIL

##### **4. Job Profile and his suitability:**

Mr. Narendra Kumar Pasari has spent approx. 51 years with the Company and the Board of Directors is of the view that he has built credibility with investors, customers and employees and will be able to find the right balance between ownership and management. Mr. Narendra Kumar Pasari's success in business has been driven by one fundamental idea – to build organizations deeply committed to Values with the Client as the focus of all efforts. Unflinching commitment to Values continues to remain at the core of our Company. Keeping in view of his rich and varied experience in

the Industry, involvement in the operations of the Company over a long period of time, and pioneering role in guiding the Company through five decades, it would be in the interest of the Company to appoint him as Whole-time Director of the Company designated as “Executive Chairman” for a period of 3 (Three) years with effect from August 22, 2025 to August 21, 2028.

**5. Remuneration proposed:**

As mentioned hereinabove in the Item No. 3 of the Explanatory Statement itself.

**6. Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person:**

The proposed remuneration is considered appropriate in view of the responsibilities entrusted to him and is commensurate with the nature, size, and operations of the Company.

**7. Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel, if any**

Mr. Narendra Kumar Pasari is the father of Mr. Naynesh Pasari, Managing Director of the Company. Except this, Mr. Narendra Kumar Pasari does not have any other pecuniary relationship with the Company and/or its managerial personnel apart from his proposed remuneration.

**II. Other information:**

**(i) Reasons for loss or inadequate profits:**

This includes inflation, subdued market demand due to lower discretionary spends by the consumers and tough competitions due to low product pricing of similar products by other market players of the same kind of business.

**(ii) Steps taken or proposed to be taken for improvement:**

Cost Optimization, introduction of new products, expansion of business and aggressive marketing efforts.

**(iii) Expected increase in productivity and profits in measurable terms:**

The productivity will increase with the pickup in sales and the Company is expected to attain reasonable profits in near future.

Mr. Narendra Kumar Pasari, being appointee, is interested in the resolution set-out at Item No. 3 of this Notice. The relatives of Mr. Narendra Kumar Pasari may be deemed to be interested in the resolution to the extent of their shareholding, if any, in the Company. Mr. Narendra Kumar Pasari is the father of Mr. Naynesh Pasari, Managing Director of our Company. Save and except the above, none of the other Directors/ Key Managerial Personnel of the Company/ their relatives are, in any way, concerned or interested, financially or otherwise, in the said resolution, set-out at Item No.3.

All relevant documents and papers relating to Item No. 3 and referred to in this Notice and Explanatory Statement shall be available for inspection without any fee by the Members, as provided in Note No. 8 of the Notes to this AGM Notice.

The Board of Directors of the Company recommends the resolution set out at Item No. 3 for approval of the Members as a **Special Resolution**.

Disclosure under Regulation 36(3) of the Listing Regulations and Secretarial Standard-2 issued by The Institute of Company Secretaries of India is annexed to this Notice of Annual General Meeting as **Annexure I**.

**Item No. 4**

The Board of Directors of the Company (based on the recommendation of Nomination and Remuneration Committee) in their meeting held on August 22, 2025, has re-designated Mr. Naynesh Pasari (DIN: 00519612), as Managing Director of the Company from the present position of Whole-time Director of the Company, not liable to retire by rotation, for a period of his remaining term i.e. upto August 9, 2026. He was appointed as Whole-Time Director of the Company by the Member of the Company at the 51<sup>st</sup> AGM held on September 26, 2023, for a term of three years, effective from August 10, 2023, to August 9, 2026.

Mr. Naynesh Pasari holds an MBA in Finance from Waltham, USA, and has extensive experience in the paper industry. He possesses the requisite competencies, including expertise in business operations, finance, risk management, and corporate governance, as prescribed by the Board in the context of the Company's business. Under his leadership as Whole-Time Director, the Company has witnessed consistent business growth, which is expected to continue in the years ahead. After evaluating his qualifications, experience, and other attributes, the Board is of the opinion that Mr. Naynesh Pasari is well-suited to be entrusted with the substantial powers of management as the Managing Director of the Company.

In terms of the applicable provisions of the Companies Act, 2013 (“Act”) and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements)

Regulations, 2015 ("SEBI Listing Regulations"), it is proposed to seek approval of the Members for appointment and remuneration payable to Mr. Naynesh Pasari, as a Managing Director of the Company.

Mr. Naynesh Pasari satisfies all the conditions set-out in Section 196(3) read with Part-I of Schedule V to the Act and is eligible for re-designation. The remuneration proposed to be paid to Mr. Naynesh Pasari is as per the Remuneration Policy of the Company. Mr. Naynesh Pasari has given his consent to act as a Director and a declaration to the effect that he is not disqualified to act as a Director in terms of Section 164 of the Act and is not debarred from holding the office of Director by virtue of any SEBI order or any other such authority.

The composition of the Board of the Company post induction of Mr. Naynesh Pasari, if approved by the Members, will continue to be in compliance with the requirements of Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and the Act. The proposed appointment is in line with the policy on appointment of Directors and Senior Management and Policy on remuneration of Directors of the Company. His Directorship/ Committee memberships are within the statutorily permitted limits.

Broad particulars of the terms of appointment and remuneration payable to Mr. Naynesh Pasari, are as under:

- Basic Salary: ₹2,00,000/- (Rupees Two Lakhs only) per month with an annual increment of such amount per month as per discretion of the Board or any committee thereof.
- HRA: @50% of the basic salary per month.
- The Company's contribution to superannuation or annuity fund, gratuity payable, personal and medical insurance and encashment of leave, as per the rules of the Company, shall be in addition to the remuneration under (a) above.
- Perquisites, allowances and remuneration based on net profit or by way of bonus/ performance linked incentive payable to Mr. Naynesh Pasari, as recommended by NRC, shall be in addition to the remuneration prescribed above. The said perquisites shall be evaluated, wherever applicable, as per the provisions of the Income tax Act, 1961 and rules made thereunder or any statutory modification(s) or re-enactment(s) thereof.
- Reimbursement of Expenses: Expenses incurred for travelling, boarding and lodging during business trips and provision of car(s) for use on the Company's business and communication expenses shall be reimbursed at actuals and not considered as perquisite.
- Termination: The appointment may be terminated by giving not less than 30 days prior notice in writing in that behalf to the other party or 30 days salary in lieu thereof.

- Power of Management: Mr. Naynesh Pasari shall be entrusted with the substantial powers of management subject to the supervision and control of the Board of Directors of the Company. Considering his rich experience and keeping in view of the valuable service and significant contributions to the Company, the Board is of the opinion that the Company shall be benefitted by his appointment on the Board.

The above may be treated as a written memorandum setting out the terms of appointment of Mr. Naynesh Pasari pursuant to the provisions of Section 190 of the Act.

Details about Mr. Naynesh Pasari pursuant to the provisions of the SEBI Listing Regulations and the Act (including Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India) are annexed and form part of this Notice.

Further, the total managerial remuneration payable to Mr. Naynesh Pasari, along with Managing Director or other Executive Director(s) of the Company, in any financial year, may exceed the limit of 10% of net profit and overall managerial remuneration payable to all Director(s) may exceed the limit of 11% of net profit of the Company, as prescribed under Section 197 of the Act, read with rules made thereunder or other applicable provisions or any statutory modifications thereof. Hence, the approval of the Members is sought by way of special resolution pursuant to the provisions of Section 197 of the Act and rules made thereunder read with Schedule V to the Act.

#### **Statement of information/ details for the Members pursuant to Section II of Part II of Schedule V to the Act:**

##### **General Information:**

- Nature of Industry : Manufacturing of paper
- Date of commencement of commercial production : Third quarter of the calendar year 1974
- In case of new company, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus : N/A
- Financial performance:

(₹ in lakhs)

Financial Parameters	2024-25	2023-24	2022-23
Revenue from operations	16,995.64	14,543.57	17,787.69
Net Profit after tax	112.74	38.04	1,256.22
EPS (₹)	0.83	0.28	9.29



5. Foreign Investments or collaborations, if any:  
WPS PTE. LTD., Singapore and Mr. Vijay Kumar Gupta, NRI have invested in securities of the Company.

**I. Information about the Appointee:**

**1. Background details:**

Mr. Naynesh Pasari holds an MBA degree in Finance from Waltham, USA, and possesses extensive experience in the paper industry. During his tenure as Whole-Time Director, he has been actively involved in the management of the Company and has made valuable contributions to its growth and development. In recognition of his continued commitment and performance, the Board of Directors, at its meeting held on August 22, 2025, has proposed to re-designate him as Managing Director of the Company, subject to the approval of the shareholders. He also holds directorship in Gopala Sales Private Limited.

**2. Past remuneration:**

- i. Salary: ₹ 2,00,000/- ( Rupees Two Lakhs only) per month
- ii. HRA @50% of the salary per month
- iii. Perquisites & other benefits: Besides the above gross salary, Mr. Naynesh Pasari was entitled to the perquisites & other benefits which includes medical reimbursement, leave travel concession, club fee, personal accident insurance, leave encashment, provident fund gratuity, car, bonus and telephone etc. as per Company's policy as amended from time to time.

**3. Recognition or awards:**

NIL

**4. Job Profile and his suitability:**

Mr. Naynesh Pasari has served the Company as Whole-Time Director, during which time the business has demonstrated consistent growth. In view of his strong managerial capabilities, domain expertise, proven performance, and extensive experience, the Board of Directors has recommended for the re-designate him as Managing Director of the Company.

**5. Remuneration proposed:**

As mentioned hereinabove in the Item no 4 of the Explanatory Statement itself.

**6. Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person:**

Considering Mr. Naynesh Pasari's skills, knowledge, performance and rich experience, the proposed remuneration is commensurate and comparable with the remuneration payable to other Executives in the Industry with similar experience.

**7. Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel, if any**

Mr. Naynesh Pasari is the son of Mr. Narendra Kumar Pasari, Whole time Director of the Company. Except this Mr. Naynesh Pasari does not have any other pecuniary relationship with the Company and/or its managerial personnel apart from his proposed remuneration.

**IV. Other information:**

- (i) **Reasons for loss or inadequate profits:** This includes inflation, subdued market demand due to lower discretionary spends by the consumers and tough competitions due to low product pricing of similar products by other market players of the same kind of business.
- (ii) **Steps taken or proposed to be taken for improvement:** Cost Optimization, introduction of new products, expansion of business and aggressive marketing efforts.
- (iii) **Expected increase in productivity and profits in measurable terms:** The productivity will increase with the pickup in sales and the Company is expected to attain reasonable profits in near future.

Mr. Naynesh Pasari, being appointee, is interested in the resolution set-out at Item No. 4 of this Notice. The relatives of Mr. Naynesh Pasari may be deemed to be interested in the resolution to the extent of their shareholding, if any, in the Company. Mr. Naynesh Pasari is son of Mr. Narendra Kumar Pasari, Whole time Director of the Company. Save and except the above, none of the other Directors/ Key Managerial Personnel of the Company/ their relatives are, in any way, concerned or interested, financially or otherwise, in the said resolution, set-out at Item No. 4.

All relevant documents and papers relating to Item No. 4 and referred to in this Notice and Explanatory Statement shall be available for inspection without any fee by the Members, as provided in Note No. 8 of the Notes to this AGM Notice.

The Board of Directors of the Company recommends the

resolution set out at Item No. 4 for approval of the Members as a **Special Resolution**.

Disclosure under Regulation 36(3) of the Listing Regulations and Secretarial Standard-2 issued by The Institute of Company Secretaries of India is annexed to this Notice of Annual General Meeting as **Annexure I**.

#### Item No. 5

Pursuant to the recent amendment to Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), the appointment of Secretarial Auditor(s) is now required to be approved by the shareholders at the Annual General Meeting of the Company.

The Board of Directors, at its meeting held on May 30, 2025, based on the recommendation of the Audit Committee, has approved the appointment of M/s. BLAK & Co., Practicing Company Secretaries (Firm Registration Number P2013UP092800), as the Secretarial Auditor of the Company for a term of five (5) consecutive years commencing from the Financial Year 2025-26 to 2029-30, at a remuneration of ₹ 25,000/- per annum (Rupees Twenty Five thousand only) (plus applicable taxes and out of pocket expenses) in respect of Secretarial Audit to be undertaken for the FY 2025- 26. The remuneration for the subsequent financial years during the tenure of their appointment, shall be decided by the Audit Committee/ Board. The firm holds a valid Peer Review Certificate (Peer review certificate No.: 1844/2022) issued by the Institute of Company Secretaries of India. Mrs. Archana Bansal, Managing partner in BLAK & Co, is an associate member of the Institute of Company Secretaries of India, New Delhi. She is working for more than 21 years in the field of Corporate Laws, Securities Laws, Foreign Exchange Management Laws and Tax Laws. The firm undertakes Board Process Audits, Corporate Governance Audits, Secretarial Audits, Internal Audits on Functions and Activities, Corporate Actions/Transactions based Due Diligence Audits.

M/s. BLAK & Co., Practicing Company Secretaries, have confirmed that they are eligible for appointment as Secretarial Auditors, are free from any disqualifications, are working independently and maintaining arm's length relationship with the Company. Besides the secretarial audit, the Company would also obtain certifications from the Secretarial Auditor under various statutory regulations and certifications required by clients, banks, statutory authorities and other permissible services in compliance with regulation 24A(1B) of SEBI LODR Regulations read with SEBI circulars as may be issued in this regard, as required from time to time, for which they will be remunerated separately on mutually agreed terms, as approved by the Board in consultation with the Audit Committee.

None of the Directors or Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in the said resolution.

The Board of Directors of the Company recommends the resolution set out at Item No. 5 for approval of the Members as an **Ordinary Resolution**.

#### Item No. 6

The Board of Directors of the Company, on the recommendation of the Audit Committee, has approved the appointment and remuneration of M/s. Vijender Sharma & Co., Cost Accountants, Delhi (Firm Registration No.: 000180) to conduct the audit of the cost records of the Company for the financial year ending March 31, 2026 at a remuneration of ₹100,000/- (Rupees One Lakh only) per annum plus taxes at the applicable rates and reimbursement of out of pocket expenses in connection with the audit, subject to ratification by members.

In terms of the provisions of Section 148(3) of the Act read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors is to be approved by the members of the Company. Accordingly, the members are requested to ratify the remuneration payable to the Cost Auditors during the year 2025-26 as set out in the resolution for the aforesaid services to be rendered by them.

None of the Directors, Key Managerial Personnel or their relatives are interested in this resolution.

The Board of Directors of the Company recommends the resolution set out at Item No.6 for approval of the Members as an **Ordinary Resolution**.

By order of the Board of Directors  
For Shree Krishna Paper Mills & Industries Ltd.

**Registered Office:**  
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New Delhi-110002  
CIN: L21012DL1972PLC279773  
Tel: +91 11 46263200  
E-mail : info@skpml.com  
Website : www.skpml.com

Place: New Delhi  
Date: August 22, 2025

**Ritika Priyam**  
Company Secretary  
Membership No. A53502