



MOHIT PAPER MILLS LIMITED

CIN: L21093DL1992PLC116600

Registered Office: 15A/13, Upper Ground Floor, East Patel Nagar, New Delhi-110008

Works: 9km Stone, Nagina Road, Bijnor, Utter Pradesh- 246701

Telephone: 011-25886798 Website: www.mohitpaper.in E-mail: investorsmohitpaper@gmail.com

NOTICE OF POSTAL BALLOT AND E-VOTING

(Pursuant to Sections 108 and 110 of the Companies Act, 2013, read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014)

Dear Member(s),

Notice is hereby given pursuant to the provisions of Sections 110 and 108 other applicable provisions of the Companies Act, 2013 (“the Act”), read with the Companies (Management and Administration) Rules, 2014 (“the Management Rules”), and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India (“SS-2”) and General Circular No. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022, 11/2022 dated December 28, 2022 and 09/2023 dated September 25, 2023, issued by the Ministry of Corporate Affairs (“the MCA Circulars”), Government of India and any other applicable law, rules, circulars, notifications and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), that the resolutions appended herein below, be passed by the members of the Company (as on the “**Cut-off Date**”), through postal ballot (“the Postal Ballot”) only by way of remote e-voting (“**e-voting**”) for the following Special Resolutions:

S.No.	Particulars
1.	Appointment of Mr. Satya Prakash (DIN: 10564516) as an Independent Director
2.	Appointment of Mrs. Shubhi Jain (DIN: 10564596) as an Independent Director
3.	Appointment of Mrs. Sakshi Jain (DIN: 10564854) as an Independent Director

Pursuant to the Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (“**Listing Regulations**”) and pursuant to the provisions of Sections 110 and 108 of the Act read with the rules framed thereunder and the MCA Circulars, the manner of voting on the proposed resolutions is restricted only to e-voting i.e. by casting votes electronically instead of submitting Postal Ballot form. Accordingly, the Postal Ballot Notice and instructions for e-voting are being sent only through electronic mode to those members whose email address is registered with the Company / Depository Participant (“**DP**”).

The Board of Directors of the Company (“**the Board**”) has appointed Mr. Ankit Jain (ACS-31103, CP 26724), Partner of M/s Agarwal S. & Associates, Practicing Company Secretaries, as the scrutinizer (“**Scrutinizer**”) for conducting the Postal Ballot/e-voting process in a fair and transparent manner.

In compliance with the provisions of Sections 110 and 108 of the Act read with Rule 20 and 22 of the Management Rules, Regulation 44 of the Listing Regulations, and SS-2, the Company has provided e-voting facility to its members to cast their votes electronically. The detailed procedure with respect to e-voting is mentioned in this Notice. The Company has engaged the Link Intime India Private Limited (“LIPL”/ “RTA”) for facilitating e-voting.

Members desiring to exercise their votes are requested to carefully read the instructions indicated in this Notice and record their assent (FOR) or dissent (AGAINST) by following the procedure as stated in the Notes forming part of the Notice.

The e-voting facility will be available during the following period:

Commencement of e-voting period	9.00 a.m. IST on Monday, May 20, 2024
Conclusion of e-voting period	5.00 p.m. IST on Tuesday, June 18, 2024
Cut-off date for eligibility to vote	Wednesday, May 15, 2024

The e-voting facility will be disabled by RTA immediately after 5.00 p.m. IST on Tuesday, June 18, 2024, and will be disallowed thereafter.

The Scrutinizer will submit his report to the Chairman of the Company (“**the Chairman**”) or any other person authorized by the Chairman, and the result will be announced within 48 hours from the conclusion of the e-voting period i.e. on or before 5.00 PM IST on Thursday, June 20, 2024. The result declared along with the Scrutinizer’s report shall be communicated in the manner provided in this Postal Ballot Notice. The last date of e-voting, i.e. Tuesday, June 18, 2024, and result of the voting shall be the date on which the resolution would be deemed to have been passed, if approved by the requisite majority.

The results of the postal ballot will also be displayed on the Company’s website www.mohitpaper.in, RTA’s website i.e. <https://instavote.linkintime.co.in/> and BSE’s website i.e. <https://www.bseindia.com/>.

SPECIAL BUSINESS:

Item No. 1: Appointment of Mr. Satya Prakash (DIN: 10564516) as an Independent Director:

To consider and, if thought fit, to pass the following Resolution as a **Special Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152, Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and read with Rule framed thereunder i.e. the Companies (Appointment and Qualification of Directors) Rules, 2014, and Regulation 17 and Regulation 25 and other applicable regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**Listing Regulations**”), (including any statutory modification or re-enactment(s) thereof for the time being in force), the Articles of Association of the Company, approvals and recommendation of the Nomination and Remuneration Committee and that of the Board of Directors, Mr. Satya Prakash (DIN: 10564516), who was appointed as an Additional Director in the capacity of an Independent Director with effect from April 01, 2024, who meets the criteria for independence under Section 149(6) of the Act, Regulation 16(1)(b) of the Listing Regulations and the Rules made thereunder and in respect of whom the Company has received a notice in writing from a member under Section 160(1) of the Act, be and is hereby appointed as an

Independent Director of the Company for a period of 5 (five) years till March 31, 2029, and that he shall not be liable to retire by rotation.”

“**RESOLVED FURTHER THAT** the Board of Directors (which term shall, unless repugnant to the context or meaning thereof, be deemed to include a duly authorised ‘Committee’ thereof) or the Company Secretary of the Company be and is hereby authorised to do and perform all such acts, deeds, matters or things as may be considered necessary, appropriate, expedient or desirable to give effect to above resolution.”

Item No. 2: Appointment of Mrs. Shubhi Jain (DIN: 10564596) as an Independent Director: To consider and, if thought fit, to pass the following Resolution as a **Special Resolution:**

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152, Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and read with Rule framed thereunder i.e. the Companies (Appointment and Qualification of Directors) Rules, 2014, and Regulation 17 and Regulation 25 and other applicable regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), (including any statutory modification or re-enactment(s) thereof for the time being in force), the Articles of Association of the Company, approvals and recommendation of the Nomination and Remuneration Committee and that of the Board of Directors, Mrs. Shubhi Jain (DIN: 10564596), who was appointed as an Additional Director in the capacity of an Independent Director with effect from April 01, 2024, who meets the criteria for independence under Section 149(6) of the Act, Regulation 16(1)(b) of the Listing Regulations and the Rules made thereunder and in respect of whom the Company has received a notice in writing from a member under Section 160(1) of the Act, be and is hereby appointed as an Independent Director of the Company for a period of 5 (five) years till March 31, 2029, and that she shall not be liable to retire by rotation.”

“**RESOLVED FURTHER THAT** the Board of Directors (which term shall, unless repugnant to the context or meaning thereof, be deemed to include a duly authorised ‘Committee’ thereof) or the Company Secretary of the Company be and is hereby authorised to do and perform all such acts, deeds, matters or things as may be considered necessary, appropriate, expedient or desirable to give effect to above resolution.”

Item No. 3: Appointment of Mrs. Sakshi Jain (DIN: 10564854) as an Independent Director: To consider and, if thought fit, to pass the following Resolution as a **Special Resolution:**

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152, Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and read with Rule framed thereunder i.e. the Companies (Appointment and Qualification of Directors) Rules, 2014, and Regulation 17 and Regulation 25 and other applicable regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), (including any statutory modification or re-enactment(s) thereof for the time being in force), the Articles of Association of the Company, approvals and recommendation of the Nomination and Remuneration Committee and that of the Board of Directors, Mrs. Sakshi Jain (DIN: 10564854), who was appointed as an Additional Director in the capacity of an Independent Director with effect from April 01, 2024, who meets the criteria for independence under Section 149(6) of the Act, Regulation 16(1)(b) of the Listing Regulations and the Rules made thereunder and in respect of whom the Company has received a notice in writing from a member under Section 160(1) of the Act, be and is hereby appointed as an

Independent Director of the Company for a period of 5 (five) years till March 31, 2029, and that she shall not be liable to retire by rotation.”

“RESOLVED FURTHER THAT the Board of Directors (which term shall, unless repugnant to the context or meaning thereof, be deemed to include a duly authorised ‘Committee’ thereof) or the Company Secretary of the Company be and is hereby authorised to do and perform all such acts, deeds, matters or things as may be considered necessary, appropriate, expedient or desirable to give effect to above resolution.”

By Order of the Board of Directors,
For Mohit Paper Mills Limited

Sd/-

Shivam Sharma

Company Secretary

M.No.: ACS 42083

Registered office: 15A/13, Upper Ground Floor, East Patel Nagar, New Delhi- 110008

Website: www.mohitpaper.in, E-mail: investorsmohitpaper@gmail.com

CIN: L21093DL1992PLC116600, Telephone: 011-25886798

Dated: May 10, 2024

Place: New Delhi

NOTES:

1. The Explanatory Statement pursuant to Section 102 of the Act read with Section 110 of the Act setting out material facts concerning the business under Item No. 1 to 3 of the Postal Ballot Notice is annexed hereto and the relevant details as required under Regulation 36 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015 (“Listing Regulations”), and Secretarial Standard 2 on General Meetings issued by The Institute of Company Secretaries of India (“SS-2”) are annexed hereto. The Directors have furnished consent / declaration for his appointment as required under the Act and Rules made thereunder.
2. This Postal Ballot Notice is being sent to the members whose names recoded in the Register of Members or in the Register of Beneficial Owners as received from the National Securities Depository Limited (“NSDL”) and Central Depository Services (India) Limited (“CDSL”) and whose email address is registered with the Company/Depository Participant(s), as on Friday, May 15, 2024 (“Cut-off Date”) and such members will be entitled to cast their votes. A person who is not a member as on the Cut-off Date should treat this Postal Ballot Notice for informational purposes only. The voting rights of the members shall be in proportion to their share of the paid-up equity share capital of the Company held as on the Cut-off date.
3. There will be one vote for every Client ID / folio number irrespective of the number of joint holders.
4. In accordance with the provisions of Section 108 of the Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (“Management Rule”) and Regulation 44 of the Listing Regulations and in view of the aforesaid MCA and SEBI Circulars, the Company has engaged the services of Link Intime (India) Private Limited (“LIPL”/ “RTA”) to provide the facility of voting by

electronic voting system only to all the Members instead of submitting the postal ballot form and the physical copy of the Notice along with the postal ballot form and the pre-paid business reply envelope are not being sent to the members.

5. Once the vote on the resolution is cast by the member, he/she shall not be allowed to change it subsequently. The voting rights of members shall be in proportion to their shares of the paid-up equity share capital of the Company as on Wednesday, May 15, 2024, being the Cut-off Date fixed for the purpose.
6. The resolutions passed by the Members through Postal Ballot are deemed to have been passed as if they have been passed at a general meeting of the members.
7. The date of declaration of results of the Postal Ballot, shall be the date on which the resolution would be deemed to have been passed, if approved by the requisite majority by the members. Corporate and Institutional Members (companies, trusts, societies etc.) are required to send a scanned copy (in PDF / JPG format) of the relevant Board Resolution / appropriate authorisation to the Scrutinizer through e-mail at ankit.llb4@gmail.com in with a copy marked to RTA at delhi@linkintime.co.in.
8. The Scrutinizer will submit his report to the Chairman or any other person authorized by the Chairman after the completion of scrutiny of the e-voting, and the result of the e-voting by Postal Ballot will be announced within 48 hours from the conclusion of e-voting i.e. on or before 5.00 PM IST on Thursday, June 20, 2024 and will also be displayed on the Company website www.mohitpaper.in, RTA's website <https://instavote.linkintime.co.in/> and communicated to the stock exchanges.
9. All relevant documents referred to in the Postal Ballot Notice and explanatory statement will be available for inspection only through electronic mode on all working days from the date of dispatch until the last date for receipt of votes by e-voting i.e. June 18, 2024. Members may send their requests to investorsmohitpaper@gmail.com from their registered e-mail address mentioning their names, folio numbers, DP ID and Client ID during the voting period. Further, requested to the members that who is/are holding shares in electronic mode, who have not registered their email addresses are requested to register their email addresses with their respective Depository Participant (DP).
10. Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/mobile numbers, Permanent Account Number ('PAN'), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc.,
 - **For shares held in electronic form:** to their Depository Participant only and not to the Company's RTA. Changes intimated to the Depositor Participant will then be automatically reflected in the Company's records which will help the Company and its RTA provide efficient and better service to the Members.
 - **For shares held in physical form:** to the Company's RTA in prescribed Form ISR -1 and other forms pursuant to SEBI circular SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/655 dated November 3, 2021, as per instructions mentioned in the form. The said form can be downloaded from Company's website i.e. www.mohitpaper.in under Investors http://www.mohitpaper.in/mpml_financial-info.html and are also available on the website of the RTA's website <https://linkintime.co.in/home.html>.
11. Members may please note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022 has mandated the listed companies to issue securities in dematerialized form only while processing service requests, viz., Issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/ exchange of securities certificate; endorsement; sub-division/splitting of securities certificate; consolidation of securities

certificates/folios; transmission and transposition. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR-4. The said form can be downloaded from the Members' reference available on the Company's website under Investor tab at http://www.mohitpaper.in/mpml_financial-info.html. It may be noted that any service request can be processed only after the folio is KYC Compliant.

12. Members are requested to contact the Registrar & Share Transfer Agent i.e. RTA, Mr. Swapan Naskar or Mr. Sunil Mishra, Link Intime India Private Limited, Noble Heights, 1st Floor, Plot NH 2 C-1 Block LSC, Near Savitri Market, Janakpuri, New Delhi-110058 (Phone No.: +91-11-49411000; Fax No.: +91-11-41410591; Email: delhi@linkintime.co.in or sunil.mishra@linkintime.co.in) for reply to their queries/redressal of complaints, if any,
13. Shareholders may also contact Mr. Shivam Sharma, Company Secretary at the Corporate Office/Registered Office of the Company (Phone No.: +91-11- 25886798; Email: investorsmohitpaper@gmail.com).
14. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, to their DPs in case shares are held in electronic form or to Company's RTA i.e. LIPL (Phone No.: +91-11-49411000; Fax No.: +91-11-41410591; Email: delhi@linkintime.co.in or sunil.mishra@linkintime.co.in) in case shares are held in physical form.
15. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company / RTA.
16. In keeping with the Ministry of Corporate Affairs' Green Initiative measures, the Company hereby requests the Members who have not registered their email addresses so far, to register their email addresses with their DPs in case shares are held by them in electronic form and with the Company's RTA and in case shares are held by them in physical form for receiving all communication including annual report, notices, circulars etc. from the Company electronically.

17. Remote e-Voting Instructions for shareholders:

As per the SEBI circular dated December 9, 2020, individual shareholders holding securities in demat mode can register directly with the depository or will have the option of accessing various ESP portals directly from their demat accounts.

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

1. Individual Shareholders holding securities in demat mode with NSDL:

- a. Existing IDeAS user can visit the e-Services website of NSDL viz. <https://eservices.nsdl.com> either on a personal computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login"" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. 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 and you will be able to see e-Voting page. Click on company name or e-Voting service provider name i.e. LINKINTIME and you will be re-directed to “InstaVote” website for casting your vote during the remote e-Voting period.

- b. If you are not registered for IDeAS e-Services, option to register is available at <https://eservices.nsdl.com> Select "Register Online for IDeAS Portal" or click at <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp>
- c. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a personal computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name i.e. LINKINTIME and you will be redirected to “InstaVote” website for casting your vote during the remote e-Voting period.

2. Individual Shareholders holding securities in demat mode with CDSL:

- a. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. The option will be made available to reach e-Voting page without any further authentication. The users to login Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password.
- b. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by the company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider i.e. LINKINTIME for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there are also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.
- c. If the user is not registered for Easi/Easiest, the option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.
- d. Alternatively, the user can directly access the e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, the user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.

3. Individual Shareholders (holding securities in demat mode) login through their depository participants:

You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on the company name or e-Voting service provider name i.e. LinkIntime and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

Login method for Individual shareholders holding securities in physical form/ Non-Individual Shareholders holding securities in demat mode is given below:

Individual Shareholders of the company, holding shares in physical form / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register for e-Voting facility of Link Intime as under:

1. Open the internet browser and launch the URL: <https://instavote.linkintime.co.in>
2. Click on “**Sign Up**” under ‘**SHARE HOLDER**’ tab and register with your following details: -

A. User ID: Shareholders holding shares in physical form shall provide Event No. (240171) + Folio Number registered with the Company. Shareholders holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID; Shareholders holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID.

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 **physical form but have not recorded ‘C’ and ‘D’, shall provide their Folio number in ‘D’ above;*

Shareholders holding shares in **NSDL form, shall provide ‘D’ above;*

- 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).
- Click “confirm” (Your password is now generated).

3. Click on ‘Login’ under ‘**SHARE HOLDER**’ tab.
4. Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on ‘**Submit**’.

Cast your vote electronically:

1. After successful login, you will be able to see the notification for e-voting. Select ‘**View**’ icon.
2. E-voting page will appear.
3. 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).
4. 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:

Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on the e-voting system of LIPL at <https://instavote.linkintime.co.in> and register themselves as ‘**Custodian / Mutual Fund / Corporate Body**’. They are also required to upload a scanned certified true copy of the board resolution /authority letter/power of attorney etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the ‘**Custodian / Mutual Fund / Corporate Body**’ login for the Scrutinizer to verify the same.

Helpdesk for Individual Shareholders holding securities in physical mode/ Institutional shareholders:

Shareholders facing any technical issue in login may contact Link Intime INSTAVOTE helpdesk by sending a request at enotices@linkintime.co.in or contact on: - Tel: 022 – 4918 6000.

Helpdesk for 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 evoting@nsdl.co.in or call at : 022 - 4886 7000 and 022 - 2499 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 helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

Individual Shareholders holding securities in Physical mode has forgotten the password:

If an Individual Shareholders holding securities in Physical mode has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the “Forgot Password” option available on the e-Voting website of Link Intime: <https://instavote.linkintime.co.in>

- o Click on ‘**Login**’ under ‘**SHARE HOLDER**’ tab and further Click ‘**forgot password?**’
- o Enter User ID, select Mode and Enter Image Verification code (CAPTCHA). Click on “SUBMIT”.

In case shareholders is having 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 the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above. 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.*

User ID for Shareholders holding shares in Physical Form (i.e. Share Certificate): Your User ID is Event No + Folio Number registered with the Company

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

Shareholders who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned 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”.

By Order of the Board of Directors,
For Mohit Paper Mills Limited

Sd/-

Shivam Sharma

Company Secretary

M.No.: ACS 42083

Registered office: 15A/13, Upper Ground Floor, East Patel Nagar, New Delhi- 110008

Website: www.mohitpaper.in, E-mail: investorsmohitpaper@gmail.com

CIN: L21093DL1992PLC116600, Telephone: 011-25886798

Dated: May 10, 2024

Place: New Delhi

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 1:

Pursuant to the provisions of Section 149, 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with rules made thereunder read with the Articles of Association of the Company and Regulation 17, 25 and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**Listing Regulations**”) and pursuant to the approval and recommendation of the Nomination and Remuneration Committee of the Company, the Board of Directors of the Company in their meeting held on March 30, 2024 had approved the appointment Mr. Satya Prakash (DIN: 10564516) as an Additional Director (Non-Executive Independent) for a term of five (5) years with effect from April 01, 2024 to March 31, 2029 (both days inclusive) subject to the approval of the shareholders through a special resolution.

The Company has received necessary declarations from Mr. Satya Prakash, being eligible for appointment as Non-Executive Independent Directors, providing their consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014, as amended from time to time. He is not disqualified from being appointed as Director in terms of Section 164 of the Companies Act, 2013, as

amended from time to time and declaration that he is not debarred from holding office of a director by virtue of any order passed by SEBI or any other such authority.

The Company has also received declarations from Mr. Satya Prakash confirming the criteria of Independence as prescribed under Section 149(6) of the Companies Act, 2013, under the Regulation 16(b) of the SEBI Listing Regulations, as amended from time to time. The Company has also received notice pursuant to Section 160 of the Companies Act, 2013 from members proposing the candidature for appointment of aforesaid Independent Director. Further, the Company has received the confirmation that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge duties as an Independent Director of the Company and confirmation that he is in compliance with Rules 6(1) and 6(2) of the Rules, with respect to his registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs.

The Nomination and Remuneration Committee (“NRC”), recommended Mr. Satya Prakash for appointment to the Board. Mr. Satya Prakash fulfils the conditions for independence specified in the Act, the Rules made thereunder and the Listing Regulations and such other laws / regulations for the time being in force, to the extent applicable to the Company and he is independent of the Management.

Mr. Satya Prakash meets the skills and capabilities required for the role as an Independent Director, as have been identified by the Board of Directors of the Company. He has vast experience in sale, marketing and general management. He has deep knowledge and expertise in business strategy, general management, business management, business operations, risk management. In the opinion of the Board, Mr. Satya Prakash is a person of high integrity and have relevant skills, experience and expertise as identified by the NRC/Board in the context of Company’s business and that he fulfill the conditions specified in the Act, SEBI Listing Regulations for appointment as Non-Executive Independent Director.

The Board considers that his association would be of immense benefit and in the interest to the Company and considering the background and experience of Mr. Satya Prakash, Accordingly, approval of the Members is being sought for the appointment of Mr. Satya Prakash as Non-Executive Independent Director of the Company, not liable to retire by rotation and who shall hold office for period of 5(five) Consecutive years effective from April 01, 2024 and March 31, 2029 on the Board of the Company.

Brief profiles and other details for as required under Regulation 36(3) of the Listing Regulations and Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India are annexed to this Notice

A copy of the draft letter for appointment setting out the terms and conditions of appointment of Independent Directors is available for inspection between 11:00 a.m. to 5:00 p.m. during office hours on all working days except Saturdays, Sundays and Holidays at the Registered Office of the Company.

None of the Directors or Key Managerial Personnel and their relatives except Mr. Satya Prakash and his relatives (to the extent of their shareholding in the Company, if any) are concerned or interested, financially or otherwise, in the resolution set out at Item No.: 1.

The Board of Directors of your Company recommends that the Resolution under Item No. 1 be passed in the interest of your Company.

Item No. 2:

Pursuant to the provisions of Section 149, 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with rules made thereunder read with the Articles of Association of the Company and Regulation 17, 25 and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**Listing Regulations**”) and pursuant to the approval and recommendation of the Nomination and Remuneration Committee of the Company, the Board of Directors of the Company in their meeting held on March 30, 2024 had approved the appointment Mrs. Shubhi Jain (DIN: 10564596) as an Additional Director (Non-Executive Independent) for a term of five (5) years with effect from April 01, 2024 to March 31, 2029 (both days inclusive) subject to the approval of the shareholders through a Special Resolution.

The Company has received necessary declarations from Mrs. Shubhi Jain, being eligible for appointment as Non-Executive Independent Directors, providing their consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014, as amended from time to time. She is not disqualified from being appointed as Director in terms of Section 164 of the Companies Act, 2013, as amended from time to time and declaration that she is not debarred from holding office of a director by virtue of any order passed by SEBI or any other such authority.

The Company has also received declarations from Mrs. Shubhi Jain confirming the criteria of Independence as prescribed under Section 149(6) of the Companies Act, 2013, under the Regulation 16(b) of the SEBI Listing Regulations, as amended from time to time. The Company has also received notice pursuant to Section 160 of the Companies Act, 2013 from members proposing the candidature for appointment of aforesaid Independent Director. Further, the Company has received the confirmation that she is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge duties as an Independent Director of the Company and confirmation that she is in compliance with Rules 6(1) and 6(2) of the Rules, with respect to his registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs.

The Nomination and Remuneration Committee (“NRC”), recommended Mrs. Shubhi Jain for appointment to the Board. Mrs. Shubhi Jain fulfils the conditions for independence specified in the Act, the Rules made thereunder and the Listing Regulations and such other laws / regulations for the time being in force, to the extent applicable to the Company and she is independent of the Management.

Mrs. Shubhi Jain meets the skills and capabilities required for the role as an Independent Director, as have been identified by the Board of Directors of the Company.

Mrs. Shubhi Jain meets the skills and capabilities required for the role as an Independent Director, as have been identified by the Board of Directors of the Company. She has vast experience in general management. She has deep knowledge and expertise in Finance, academics, business strategy, general management, business management, risk management, information technology. In the opinion of the Board, Mrs. Shubhi Jain is a person of high integrity and have relevant skills, experience and expertise as identified by the NRC/Board in the context of Company’s business and that he fulfill the conditions specified in the Act, SEBI Listing Regulations for appointment as Non-Executive Independent Director.

The Board considers that his association would be of immense benefit and in the interest to the Company and considering the background and experience of Mrs. Shubhi Jain, Accordingly, approval of the Members is being sought for the appointment of Mrs. Shubhi Jain as Non-Executive Independent Director of the Company, not liable to retire by rotation and who shall hold office for period of 5(five) Consecutive years effective from April 01, 2024 and March 31, 2029 on the Board of the Company.

Brief profiles and other details for as required under Regulation 36(3) of the Listing Regulations and Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India are annexed to this Notice

A copy of the draft letter for appointment setting out the terms and conditions of appointment of Independent Directors is available for inspection between 11:00 a.m. to 5:00 p.m. during office hours on all working days except Saturdays, Sundays and Holidays at the Registered Office of the Company.

None of the Directors or Key Managerial Personnel and their relatives except Mrs. Shubhi Jain and his relatives (to the extent of their shareholding in the Company, if any) are concerned or interested, financially or otherwise, in the resolution set out at Item No.: 2.

The Board of Directors of your Company recommends that the Resolution under Item No. 2 be passed in the interest of your Company.

Item No. 3:

Pursuant to the provisions of Section 149, 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with rules made thereunder read with the Articles of Association of the Company and Regulation 17, 25 and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**Listing Regulations**”) and pursuant to the approval and recommendation of the Nomination and Remuneration Committee of the Company, the Board of Directors of the Company in their meeting held on March 30, 2024 had approved the appointment Mrs. Sakshi Jain (DIN: 10564854) as an Additional Director (Non-Executive Independent) for a term of five (5) years with effect from April 01, 2024 to March 31, 2029 (both days inclusive) subject to the approval of the shareholders through a Special Resolution.

The Company has received necessary declarations from Mrs. Sakshi Jain, being eligible for appointment as Non-Executive Independent Directors, providing their consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014, as amended from time to time. She is not disqualified from being appointed as Director in terms of Section 164 of the Companies Act, 2013, as amended from time to time and declaration that she is not debarred from holding office of a director by virtue of any order passed by SEBI or any other such authority.

The Company has also received declarations from Mrs. Sakshi Jain confirming the criteria of Independence as prescribed under Section 149(6) of the Companies Act, 2013, under the Regulation 16(b) of the SEBI Listing Regulations, as amended from time to time. The Company has also received notice pursuant to Section 160 of the Companies Act, 2013 from members proposing the candidature for appointment of aforesaid Independent Director.

Further, the Company has received the confirmation that she is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge duties as an Independent Director of the Company and confirmation that she is in compliance with Rules 6(1) and 6(2) of the Rules, with respect to his registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs.

The Nomination and Remuneration Committee (“NRC”), recommended Mrs. Sakshi Jain for appointment to the Board. Mrs. Sakshi Jain fulfils the conditions for independence specified in the Act, the Rules made thereunder and the Listing Regulations and such other laws / regulations for the time being in force, to the extent applicable to the Company and she is independent of the Management.

Mrs. Sakshi Jain meets the skills and capabilities required for the role as an Independent Director, as have been identified by the Board of Directors of the Company.

Mrs. Sakshi Jain meets the skills and capabilities required for the role as an Independent Director, as have been identified by the Board of Directors of the Company. She has vast experience in general management, Engineering. She has deep knowledge and expertise in Academics, business strategy, general management, business management, risk management, information technology.

In the opinion of the Board, Mrs. Sakshi Jain is a person of high integrity and have relevant skills, experience and expertise as identified by the NRC/Board in the context of Company’s business and that he fulfill the conditions specified in the Act, SEBI Listing Regulations for appointment as Non-Executive Independent Director.

The Board considers that his association would be of immense benefit and in the interest to the Company and considering the background and experience of Mrs. Sakshi Jain, Accordingly, approval of the Members is being sought for the appointment of Mrs. Sakshi Jain as Non-Executive Independent Director of the Company, not liable to retire by rotation and who shall hold office for period of 5(five) Consecutive years effective from April 01, 2024 and March 31, 2029 on the Board of the Company.

Brief profiles and other details for as required under Regulation 36(3) of the Listing Regulations and Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India are annexed to this Notice

A copy of the draft letter for appointment setting out the terms and conditions of appointment of Independent Directors is available for inspection between 11:00 a.m. to 5:00 p.m. during office hours on all working days except Saturdays, Sundays and Holidays at the Registered Office of the Company.

None of the Directors or Key Managerial Personnel and their relatives except Mrs. Sakshi Jain and his relatives (to the extent of their shareholding in the Company, if any) are concerned or interested, financially or otherwise, in the resolution set out at Item No.: 3.

The Board of Directors of your Company recommends that the Resolution under Item No. 3 be passed in the interest of your Company.

Annexure-A

Additional Information on Directors recommended for appointment/re-appointment as required under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 and Secretarial Standards–2 as prescribed by Institute of Company Secretaries of India:

Name of Director	Satya Prakash	Shubhi Jain	Sakashi Jain
DIN	10564516	10564596	10564854
Age	42	30	33
Qualifications	Intermediate	B.Tech, MBA	B.Tech
Brief Profile and expertise in specific functional area	He is from business background and having more than 15 year of experience of business administration, sale, marketing and general management and further having deep knowledge and expertise in business strategy, general management, business management, business operations, risk management.	She is qualified B.Tech and MBA from one of most prestigious college/university. She has vast experience in general management. She has deep knowledge and expertise in Finance, academics, business strategy, general management, business management, risk management, information technology.	She is qualified B.Tech from one of most prestigious college/university. She has vast experience in general management, Engineering. She has deep knowledge and expertise in Academics, business strategy, general management, business management, risk management, information technology.
Skills and capabilities required for the role and the manner in which the Directors meet the requirement	He has administration, leadership, Business strategy, General management, management, corporate governance and strategy skills and he is fit for this role.	She has administration, Business strategy, leadership, technical, governance, Academician, Engineer, Information Technology and strategy skills and She is fit for this role.	She has Business administration, strategy, leadership, technical, governance, Academician, Engineer, Information Technology and strategy skills and She is fit for this role.
Term and conditions of appointment/re-appointment	Appointment as an Independent Director for an term of 5 consecutive years commencing from April 01, 2024 upto March 31, 2029.		
Details of Remuneration sought to be paid	Sitting fee for attending Board and Committee Meetings of the Company		

Details of remuneration last drawn	Not applicable	Not applicable	Not applicable
Date of first appointment on the Board	April 01, 2024	April 01, 2024	April 01, 2024
Shareholding in the Company	Nil	Nil	Nil
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	None	None	None
Number of Meetings of the Board attended during the year	Not applicable	Not applicable	Not applicable
Listed Entities from which Director has resigned as Director in past 3 years	Nil	Nil	Nil
Other Directorships	None	None	None
Membership/ Chairmanship of Committees of other Boards	None	None	None

By Order of the Board of Directors,
For Mohit Paper Mills Limited

Sd/-

Shivam Sharma

Company Secretary

M. No.: ACS 42083

Registered office: 15A/13, Upper Ground Floor, East Patel Nagar, New Delhi- 110008

Website: www.mohitpaper.in, E-mail: investorsmohitpaper@gmail.com

CIN: L21093DL1992PLC116600, Telephone: 011-25886798

Dated: May 10, 2024

Place: New Delhi

Information at glance:

Particulars	Details
Cut-off date to determine eligible members to vote on the resolutions	Friday, May 15, 2024
Voting start time and date	9.00 a.m. IST, Monday, May 20, 2024
Voting end time and date	5.00 p.m. IST, Tuesday, June 18, 2024
Date on which the resolution is deemed to be passed	As on date of declaration of voting result of e-voting i.e. June 20, 2024
Name, address and contact details of Registrar and Share Transfer Agent and e-voting service provider	Mr. Swapan Naskar or Mr. Sunil Mishra, Link Intime India Private Limited, Noble Heights, 1st Floor, Plot NH 2 C-1 Block LSC, Near Savitri Market, Janakpuri, New Delhi-110058 (Phone No.: +91-11-49411000; Fax No.: +91-11-41410591; Email: delhi@linkintime.co.in or sunil.mishra@linkintime.co.in)
e-voting website address	https://instavote.linkintime.co.in