

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

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NOTICE OF THE 31ST ANNUAL GENERAL MEETING

Notice is hereby given that the Thirty First (31st) Annual General Meeting (“AGM” or “the Meeting”) of the Members of Mohit Paper Mills Limited (“the Company”) will be held on Friday, September 29, 2023 at 04.00 P.M. (IST) through Video Conferencing (“VC”)/Other Audio Visual Means (“OAVM”) to transact the following businesses:

ORDINARY BUSINESS

Item No.1: To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2023, together with Boards’ Report and Auditors’ Report thereon, and in this regard, to pass the following resolution as Ordinary Resolution:

“**RESOLVED THAT** the Audited Standalone Financial Statements including the Balance Sheet of the Company as at March 31, 2023, the Statement of Profit and Loss, the Statement of Changes in Equity and the Cash Flow Statement for the year ended on that date together with all the notes annexed and the Directors’ and Auditors’ Reports thereon, placed before the meeting, be and are hereby considered and adopted.”

Item No.2: To re-appoint Mrs. Shubhi Jain (DIN: 06685602), director liable to retire by rotation and in this regard to pass the following resolution as an Ordinary Resolution:

“**RESOLVED THAT** pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mrs. Shubhi Jain (DIN: 06685602) who retires by rotation at this Meeting and being eligible for re-appointment has offered herself for re-appointment, be and is hereby re-appointed as a Director of the Company, who is liable to retire by rotation.”

SPECIAL BUSINESS

Item No.3: To consider the approval for remuneration of Mr. Sandeep Jain (DIN: 00458048), Managing Director of the Company in case of no profit or in adequate profits.

In this regard, to consider and if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution**:

“**RESOLVED THAT** in partial modification of resolution passed in this regard by the members of the Company at 28th Annual General Meeting (hereinafter called “AGM”) held on September 28, 2020 and pursuant to Regulation 17(6)(e) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) and other applicable provisions, if any, and pursuant to provisions Section 197, 198 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013, (the ‘Act’) the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and subject to such other approvals/permissions, if any, as may be required, and pursuant to the recommendation of Nomination and Remuneration Committee and the Board of Directors of the Company (hereinafter referred to as the “Board”) which term shall be deemed to include any Committee of the Board constituted to exercise its powers, including the powers conferred by this Resolution, the consent of the members of the Company be and is hereby accorded for revision in the remuneration of Mr. Sandeep Jain (DIN: 00458048), Managing Director

of the Company with effect from October 01, 2023 for the remaining period of his tenure ending on August 23, 2025.

RESOLVED FURTHER THAT the remuneration payable to Mr. Sandeep Jain, Managing Director with effect from October 01, 2023 shall be as under:-

Salary: Rs.10,00,000/- (Rupees Ten Lakhs) per month inclusive of all perquisites on the terms and conditions as mentioned in the Explanatory Statement.

RESOLVED FURTHER THAT the consent and ratification of the Members of the Company be and is hereby accorded that Mr. Sandeep Jain, Managing Director of the Company be paid remuneration by way of Salary, Perquisites and allowances upto a maximum of Rs. 10,00,000/- (Rupees Ten Lakhs Only) per month as minimum remuneration for the remaining period in case the Company has no profits or its profits are inadequate.

RESOLVED FURTHER THAT the above remuneration shall be subject to modification, as may be deemed fit by the Board from time to time and subject to the limits and stipulations prescribed by the Act read with Schedule V of the Act thereto, and/or any guidelines prescribed by the Government from time to time.

RESOLVED FURTHER THAT where in any financial year, during the currency of the tenure of Mr. Sandeep Jain as Managing Director the Company has no profits or its profits are inadequate, the Company will pay remuneration by way of salary, perquisites and allowances as specified above as minimum remuneration, subject to the limits and conditions prescribed under Schedule V of the Act, as may be amended from time to time.

RESOLVED FURTHER THAT except for the aforesaid revision in salary, all other terms and conditions of his appointment as Managing Director of the Company, as approved by the resolution passed at the 28th Annual General Meeting of the Company held on September 28, 2020 shall remain unchanged.

RESOLVED FURTHER THAT the Board (which term shall be deemed to include a duly authorised 'Committee' thereof for the time being and from time to time, to which all or any of the powers hereby conferred on the Board by this resolution may have been delegated) 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, without being required to seek any further consent or approval of the member(s) of the Company."

Item No. 4: To consider the approval for remuneration of Mr. Pradeep Rajput Kumar (DIN: 06685586), Whole Time Director of the Company in case of no profit or in adequate profits.

In this regard, to consider and if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution**:

"RESOLVED THAT in partial modification of resolution passed in this regard by the members of the Company at 28th Annual General Meeting held on September 28, 2020 and pursuant to Regulation 17(6)(e) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and other applicable provisions, if any or applicable, and pursuant to provisions Section 197, 198 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013, (the 'Act') the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and subject to such other approvals/permissions, if any, as may be required, and pursuant to the recommendation of Nomination and Remuneration Committee and the Board of Directors of the Company (hereinafter referred to as the "Board") which term shall be deemed to include any Committee of the Board constituted to exercise its powers, including the powers conferred by this Resolution, the consent of the members of the Company be and is hereby accorded for revision in the remuneration of Mr. Pradeep Rajput Kumar (DIN: 06685586), Whole Time Director of the Company with effect from October 01, 2023 for the remaining period of his tenure ending on August 23, 2025.

RESOLVED FURTHER THAT the remuneration payable to Mr. Pradeep Rajput Kumar, Whole Time Director with effect from October 01, 2023 shall be as under:-

Salary: Rs.1,00,000/- (Rupees One Lakh) per month inclusive of all perquisites on the terms and conditions as mentioned in the Explanatory Statement.

RESOLVED FURTHER THAT, the consent and ratification of the Members of the Company be and is hereby accorded that Mr. Pradeep Rajput Kumar, Whole Time Director of the Company be paid remuneration by way of Salary, Perquisites and allowances upto a maximum of Rs. 1,00,000/- per month as minimum remuneration for the remaining period in case the Company has no profits or its profits are inadequate.

RESOLVED FURTHER THAT the above remuneration shall be subject to modification, as may be deemed fit by the Board from time to time and subject to the limits and stipulations prescribed by the Act read with Schedule V of the Act thereto, and/or any guidelines prescribed by the Government from time to time.

RESOLVED FURTHER THAT where in any financial year, during the currency of the tenure of Mr. Pradeep Rajput Kumar as Whole Time Director the Company has no profits or its profits are inadequate, the Company will pay remuneration by way of salary, perquisites and allowances as specified above as minimum remuneration, subject to the limits and conditions prescribed under Schedule V of the Act, as may be amended from time to time.

RESOLVED FURTHER THAT except for the aforesaid revision in salary, all other terms and conditions of his appointment as Whole Time Director of the Company, as approved by the resolution passed at the 28th Annual General Meeting of the Company held on September 28, 2020 shall remain unchanged.

RESOLVED FURTHER THAT the Board (which term shall be deemed to include a duly authorised 'Committee' thereof for the time being and from time to time, to which all or any of the powers hereby conferred on the Board by this resolution may have been delegated) 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, without being required to seek any further consent or approval of the member(s) of the Company.”

Item No. 5: To consider the approval for remuneration of Mr. Mohit Jain (DIN: 07203009) and holding an office or place of profit in the Company

In this regard, to consider and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:

“**RESOLVED THAT** pursuant to provisions of Section 188(1)(f) and all other applicable provisions of Companies Act, 2013 (“Act”) read with rules made thereunder (including any statutory modification (s) or re-enactment thereof, for the time being force) and provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), as per the recommendations of the Nomination and Remuneration Committee, Audit Committee and approval of the Board of Directors in their respective meeting (s) held on August 25, 2023 and the consent of the members of the Company be and is hereby accorded for the appointment of Mr. Mohit Jain (Non-Executive Director) as advisor/ consultant of the Company as office of place of profit on remuneration for an amount of Rs. 5,00,000/- (Rupees Five Lakhs) per month and such other perquisites in accordance with the Act and SEBI Listing Regulations. w.e.f. October 01, 2023.

RESOLVED FURTHER THAT the Board of Directors of the Company or a committee thereof be and is hereby authorized to finalise and decide the change in designation and/or revisions in the remuneration payable to Mr. Mohit Jain from time to time in accordance with the Company’s policy.

RESOLVED FURTHER THAT the Board of Directors of the Company or a Committee thereof 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, without being required to seek any further consent or approval of the member(s) of the Company.”

Item No. 6: To consider the re-appointment of Mr. Sourabh Mathur (DIN: 08354589) as the Non-Executive Independent Director of the Company for a second term of five consecutive years.

In this regard, to consider and if thought fit, to pass the following resolution, with or without modification, as a **Special Resolution**:

“RESOLVED THAT pursuant to recommendations of the Nomination and Remuneration Committee and approval of the Board of Directors and pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and any other applicable provisions, if any, of the Companies Act, 2013 (hereinafter referred as “the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred as “SEBI Listing Regulations”) (including any statutory modification(s) or re-enactment thereof for the time being in force), the approval of the Members of the Company be and is hereby accorded for the re-appointment of Mr. Sourabh Mathur (DIN: 08354589) whose current period of office is expiring on February 13, 2024 and who has submitted a declaration confirming the criteria of Independence under Section 149(6) of the Companies Act, 2013 read with Regulation 16 (1) (b) of SEBI Listing Regulations, as amended from time to time, and who is eligible for reappointment for a second term under the provisions of the Act and Rules made thereunder and SEBI Listing Regulations as a Non-Executive Independent Director of the Company, whose term shall not be subject to retirement by rotation, to hold office for a period of 5 (Five) consecutive years w.e.f. February 14, 2024 upto February 13, 2029, on the Board of the Company.

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. 7: To consider and approve the alteration of Memorandum of Association of the Company.

In this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution**

“RESOLVED THAT pursuant to the provisions of Sections 4, 13 and other applicable provisions, if any, of the Companies Act, 2013 (the “Act”) read with rules made thereunder and as per applicable regulations of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereto for the time being in force), and subject to the necessary approvals, consents and permissions required, if any, of the Registrar of Companies, and/or any other appropriate authority and subject to such terms, conditions, amendments or modifications as may be required or advised by any such appropriate authority(ies), the consent of Members of the Company be and is hereby accorded for effecting amendments in the existing Objects clauses of the Memorandum of Association of the Company by inserting following new clause “Clause 33” of Clause III (B) of the MOA,

Clause 33.

“To borrow, raise loans in any form, create indebtedness, to receive, grants or advances (whether interest free or not) equity loans, or raise any moneys required for the objects and purposes of the Company upon such terms and in such manner and with or without security as may from time to time be determined, by the issue of debentures, debentures stocks, and/or other securities. Any person claiming payment, whether on account of principal or interest or otherwise in respect of the moneys so borrowed or raised shall be entitled to claim such payment out of the funds, properties and other assets of the Company which alone shall be deemed to be liable to make good all claims and demands whatsoever under and in respect of the moneys so borrowed or raised, and not the personal funds, property and other assets of the members of Board of Directors or Members of the Company, or their successors and assigns, who shall not be deemed to have incurred any personal liability or render themselves or himself personally subject or liable to any claim or demand”.

RESOLVED FURTHER THAT necessary revision in numbering the clauses of the Memorandum of Association of the Company shall be carried out.

RESOLVED FURTHER THAT any Director(s) of the Company and/or Company Secretary of the Company be and is/are hereby severally or jointly authorized on behalf of the Company to do all such acts, deeds, matters and things as may be deemed proper, necessary, or expedient, including filing the requisite forms with Ministry of Corporate Affairs or submission of documents with any other authority, for the purpose of giving effect to this resolution and for matters connected therewith or incidental thereto and to settle all questions, difficulties or doubts that may arise in this regard at any stage without requiring any further approval of the Board.”

Item No. 8: To consider and approve the alteration the Article of Association of the Company.

In this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution**

“**RESOLVED THAT** pursuant to the provisions of Sections 5, 14 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”) read with rules made thereunder and as per applicable regulations of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory modification(s) or re-enactment(s) thereto for the time being in force), and subject to the necessary approvals, consents, permissions and sanctions required, if any and subject to such terms, conditions, amendments or modifications as may be required or advised by any such appropriate authority(ies), the consent of Members of the Company be and is hereby accorded to altered for effecting the following amendments in the existing Articles of Association (“AoA”) of the Company

A. To insert the following clause no. 91 in the Articles of Association of the Company

Clause 91 “BORROWING POWERS”

(i) *“The Board may, from time to time, at its discretion, subject to the provisions the Memorandum and Articles of Association of the Company, Section 179 and 180 of the Act, raise or borrow, either from the directors or from elsewhere and secure the payment of any sum or sums of money for the purpose of the Company.*

(ii) *The Board may raise or secure the repayment of such sum or sums in such sum or sums in such manner and upon such terms and conditions in all respects as it think fit, and in particular, by the issue of bond, perpetual or redeemable debenture-stock, or any mortgage, or other security on the undertaking of the whole or of the property of the company (both present and future), including its uncalled capital for the time being, provided that debentures with the rights to allotment of or conversion into shares shall not be issued except with the sanction of the company in general meeting and subject to the provisions of the Act.*

(iii) *Any debenture, debentures-stock, bonds or other securities may be issued at a discount, premium or otherwise and with any special privileges, as to redemption, surrender, drawings allotment of shares, and appointment of directors and otherwise. Debentures, debenture-stock, bonds or other securities with the right to allotment of or conversion into shares shall be issued only with consent of the company general meeting.*

“**RESOLVED FURTHER THAT** necessary revision in numbering the clauses of the AoA of the Company shall be carried out.”

RESOLVED FURTHER THAT any Director(s) of the Company and/or Company Secretary of the Company be and is/are hereby severally or jointly authorized on behalf of the Company to do all such acts, deeds, matters and things as may be deemed proper, necessary, or expedient, including filing the requisite forms with Ministry of Corporate Affairs or submission of documents with any other authority, for the purpose of giving effect to this resolution and for matters connected therewith or incidental thereto and to settle all questions, difficulties or doubts that may arise in this regard at any stage without requiring any further approval of the Board

Item No. 9: To consider and ratify the remuneration of Cost Auditor.

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

“**RESOLVED THAT** pursuant to the provisions of Section 148 (3) and other applicable provisions, if any, of the Companies Act, 2013 and Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the remuneration of Rs. 50,000/- p.a. plus applicable taxes and other out of pocket expenses payable to M/s. H. Tara & Co., Cost Accountants for conducting cost audit of the Company for the financial year 2023-2024, as approved by the Board of Directors of the Company, be and is hereby ratified.”

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

NOTES:

1. In view of outbreak of COVID-19 pandemic, the Ministry of Corporate Affairs (“MCA”) has, vide General Circular no. 14/2020 dated 8th April, 2020, General Circular no. 17/2020 dated 13th April, 2020, General Circular no. 20/2020 dated 05th May, 2020, General Circular no. 22/2020 dated 15th June, 2020, General Circular no. 33/2020 dated 28th September, 2020, General Circular No. 39/2020 dated 31st December, 2020, General Circular No. 10/2021 dated 23rd June, 2021 and the General Circular No. 20/2021 dated 8th December, 2021 and General Circular No. 02/2022 dated 05th May, 2022 and further above that General Circular no. 10/2022 dated 28th December, 2022 and in addition SEBI, vide circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI circular no. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 and further SEBI through its circular no. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 in relation to extension of the framework provided in the aforementioned circulars up to 30th September, 2023 (collectively “MCA Circulars/SEBI Circulars”), permitted companies to conduct General Meeting through video conferencing (“VC”)/other audio-visual means (“OAVM”) and relevant circulars issued by the Securities and Exchange Board of India (“SEBI”) for holding of meeting through VC/OAVM. In compliance with the MCA and SEBI Circulars and applicable provisions of the Companies Act, 2013 (the “Act”) and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), the Annual General Meeting (“AGM” or “the Meeting”) of the Company is being held through VC/OAVM on Friday, September 29, 2023 at 04:00 p.m. IST. The deemed venue for the AGM will be the Registered Office of the Company i.e. 15 A/13, Upper ground floor, East Patel Nagar, New Delhi- 110008.

2. The Explanatory Statement pursuant to Section 102 of the Act in respect of the business under Item No. 2 for the relevant details of the Directors seeking re-appointment (retire by rotation), Item No. 3 the approval for remuneration of Mr. Sandeep Jain (DIN: 00458048), Managing Director of the Company in case of no profit or in adequate profits, Item no. 4 the approval for remuneration of Mr. Pradeep Rajput Kumar (DIN: 06685586), Whole Time Director of the Company in case of no profit or in adequate profits, Item No. 5 the approval for remuneration of Mr. Mohit Jain (DIN: 07203009), and holding an office or place of profit in the Company, Item No. 6 the re-appointment of Mr. Sourabh Mathur (DIN: 08354589) as the Non- Executive Independent Director of the Company for a second term of five consecutive years, Item No. 7 alteration of Memorandum of Association of the Company Item No. 8 alteration the Article of Association of the Company, Item No. 9 ratify the remuneration of Cost Auditor and the relevant details as required under Regulation 30 and 36 of the SEBI

Listing Regulations and Secretarial Standard 2 on General Meetings issued by The Institute of Company Secretaries of India ('Secretarial Standard') are annexed hereto.

3. In accordance with the provisions of Section 108 of the Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI 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") to provide the facility of voting by electronic voting system to all the Members to enable them to cast their votes electronically during the AGM in respect of all the businesses to be transacted at the aforesaid Meeting. The facility of casting the votes by the Members using such electronic voting system from a place other than venue of the AGM ("remote e-voting") is also provided by LIPL.

4. Facility of joining the AGM through VC/OAVM shall be available for at least 1000 members on first come first served basis. However, the large shareholders (i.e. shareholders holding 2% or more shareholding), promoters, institutional investors, Directors, KMPs, the Chairperson of the Audit Committee, Nomination and Remuneration Committee and Stakeholders' Relationship Committee, Auditors etc. may be allowed to attend the Meeting without restriction on account of first-come-first- served principle.

5. The Company is providing two way teleconferencing facility for the ease of participation of the members. The instructions for members attending/ participating in the AGM through VC/ OAVM are provided at point no. 29.

6. The facility for joining the AGM through VC/OAVM shall be open at least 15 minutes before the time scheduled to start the Meeting and shall not be closed till the expiry of 15 minutes after such scheduled time.

7. In line with previous the General Circulars and latest General Circular 10/2022 dated 28th December, 2022, issued by the MCA and as per SEBI, vide circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI circular no. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 and SEBI through its circular no. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023, the Notice of the 31st AGM along with Annual Report 2022-23 is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories/RTA, unless any Member has requested for a physical copy of the same and hold the 31st AGM through VC/OAVM mode. The Notice of 31st AGM and Annual Report for the year 2022-23 are available on the Company's website viz. www.mohitpaper.in and may also be accessed from the relevant section of the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com.

8. 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 the Members' Referencer available on the Company's website under Investors http://www.mohitpaper.in/mpml_financial-info.html and is also available on the website of the RTA website.

9. 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.

10. Pursuant to the provisions the Act, a Member entitled to attend and vote at the Meeting and also entitled to appoint a proxy to attend and vote on a poll instead of him/her and the proxy need not be a Member of the Company. Since the AGM is being held pursuant to the MCA Circulars and SEBI Circulars, through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, in line with the MCA General Circular No. 14/2020 dated April 08, 2020 and 02/2021 dated January 13, 2021 and further General Circular no. 10/2022 dated 28th December, 2022, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.

11. Institutional/Corporate Members intending to attend the Meeting are required to send a scan of certified copy of the Board Resolution (JPG/PDF format), pursuant to Section 113 of the Act, 2013, authorizing their representative to attend the Meeting through VC/OAVM on its behalf and vote through remote e-voting. The said Resolution/Authorization shall be sent to the Scrutinizer by email through its registered email: ankit.llb4@gmail.com.

12. Recorded transcript of the Meeting shall be uploaded on the website of the Company and the same shall also be maintained in safe custody of the Company. The registered office of the company shall be deemed to be the place of Meeting for the purpose of recording of the minutes of the proceedings of this AGM.

13. Members having any queries related to accounts and operations or any other matter to be placed at the AGM, may write to the Company through an email on investorsmohitpaper@gmail.com, at least seven working days in advance of the Meeting. The same will be replied by the Company suitably.

14. Members are requested to contact the Registrar & Share Transfer Agent (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,

15. 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).

16. 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 in case shares are held in physical form.

17. Members may avail the facility of nomination by nominating a person to whom their shares in the Company shall vest in the event of their death. The prescribed form can be obtained from the Company's RTA. Members are requested to submit the said details to their DPs in case the shares are held in electronic form and to RTA in case the shares are held in physical form.

18. Members who hold shares in physical form in multiple folios in identical names or joint names in the same order of names are requested to send the share certificates to the Company's RTA i.e. LIPL for consolidation into single folio.

19. As per Regulation 40 of the SEBI Listing Regulations, as amended, the securities of the listed company cannot be transferred in physical mode w.e.f. April 01, 2019, except in case of request received for transposition or transmission of securities. In view of this, Members holding shares in physical form are requested to get their shares dematerialized at the earliest. Members can contact the Company or the Company's RTA i.e. LIPL for assistance in this regard.

20. 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 i.e. LIPL.

21. 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 i.e. LIPL 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.

22. Members attending the Meeting through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act, 2013.

23. Since the AGM will be conducted through VC / OAVM, the Route Map is not annexed to this Notice.

24. The Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Act, 2013, the Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act, 2013 read with Rules issued thereunder will be made available for inspection by the Members. All documents referred to in the Notice will also be available for electronic inspection from the date of circulation of this Notice up to the date of AGM. Also, the Notice for this AGM along with requisite documents and the Annual Report for the financial year 2022-23 shall also be available on the Company's website www.mohitpaper.in. Further, the notice received, if any, under the provisions of the Act will be put up on the website of the Company up to the date of the Meeting. Members seeking to inspect such documents can send an email to investorsmohitpaper@gmail.com.

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

i. Commencement of remote e-voting: From 09.00 A.M. IST of Tuesday, September 26, 2023.

ii. End of remote e-voting: Up to 5.00 P.M. IST of Thursday, September 28, 2023.

26. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. Friday, September 22, 2023 may cast their vote through remote e-voting. The remote e-voting module shall be disabled by LIPL for voting thereafter and the facility will be blocked forthwith.

27. 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 (230380) + 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”.

28. Instructions for Shareholders/ Members to Vote during the Annual General Meeting through InstaMeet:

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

1. On the Shareholders VC page, click on the link for e-Voting Cast your vote
2. Enter your 16 digit Demat Account No. /Event No. (230380) + Folio Number and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMeet and click on ‘Submit’.
3. After successful login, you will see Resolution Description and against the same the option Favour/ Against for voting.
4. 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’.

5. 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.
6. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.
7. Shareholders/ Members, who will be present in the Annual 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 Annual General Meeting will be eligible to attend/ participate in the Annual General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.
8. Shareholders/ Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience.
9. Shareholders/ Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.
10. 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.
11. In case shareholders/ members have any queries regarding login/ e-voting, they may send an email to instameet@linkintime.co.in or contact on 022-49186175.

29. Process and manner for attending the Annual General Meeting through InstaMeet:

1. Open the internet browser and launch the URL: [https:// instameet.linkintime.co.in](https://instameet.linkintime.co.in)

» Select the “Company” and ‘Event Date’ and register with your following details:-

A. Demat Account No. or Folio No:

Enter your 16 digit Demat Account No. or Folio Number, Event No.(230380).

- Shareholders/ members holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID.
- Shareholders/ members holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID.
- Shareholders/ members holding shares in physical form shall provide Folio Number registered with the Company.

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

C. Mobile No.: Enter your mobile number.

D. Email ID: Enter your email id, as recorded with your DP/Company.

» Click “Go to Meeting” (You are now registered for InstaMeet and your attendance is marked for the meeting).

30. Instructions for Shareholders/ Members to Speak during the Annual General Meeting through InstaMeet:

1. Shareholders who would like to speak during the meeting must register their request 7 days in advance with the company on the investorsmohitpaper@gmail.com.
2. Shareholders will get confirmation on first cum first basis depending upon the provision made by the Company.
3. Shareholders will receive “speaking serial number” once they mark attendance for the meeting.
4. Other shareholder may ask questions to the panellist, via active chat-board during the meeting.

5. Please remember speaking serial number and start your conversation with panellist by switching on video mode and audio of your device.

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

31. The voting rights of Members shall be in proportion to their shares of the total paid up equity share capital of the Company as on the cut-off date.

32. Any person, who acquires shares of the Company and becomes Member of the Company after sending the Notice of the Meeting and holding shares as of the cut-off date i.e. Friday, September 22, 2023 needs to refer the instruction above regarding login ID and password and may contact the Company or RTA for any query or assistance in this regard. Any person who is not a Member as on the cut-off date should treat this Notice for information purposes only.

33. The Members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM through VC/OAVM but shall not be entitled to cast their vote again or change it subsequently.

34. Only those Members, whose names are recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date shall be entitled to avail the facility of remote e-voting as well as e-voting at the AGM.

35. The Board of Directors of the Company has appointed Mr. Ankit Jain (M. No. A31103 and COP 26724), Partner of M/s. Agarwal S. & Associates, Company Secretaries, address D-427, 2nd Floor, Palam Extn. Ramphal chowk, Sector-7, Dwarka, New Delhi- 110075 as the Scrutinizer to scrutinize the e-voting and remote e-voting process for the Thirty First (31st) Annual General Meeting in a fair and transparent manner.

36. The Chairman of the AGM shall, at the AGM, at the end of discussion on the Resolutions on which the voting is to be held, allow voting with the assistance of the scrutinizer, by using e-voting facility for all those Members who are present at the AGM through VC/OAVM but have not cast their votes by availing the remote e-voting facility.

37. The Scrutinizer shall after the conclusion of voting at the Meeting, will first count the votes cast during the Meeting and thereafter unblock the votes cast through remote e-voting and shall make and submit, within of the Two working days of conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting within two working days of conclusion of the AGM.

38. The Notice of the AGM shall be placed on the website of the Company and LI IPL till the date of AGM. The Results declared, along with the Scrutinizer's Report shall be placed on the Company's website www.mohitpaper.in and on the website of LI IPL i.e. www.linkintime.co.in immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the BSE where the shares of the Company are listed. Further, the results shall be displayed on the website of the Company.

39. Non-Resident Indian Members are requested to inform RTA, immediately on change in their residential status on return to India for permanent settlement, and update on particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank with PIN Code number, if not furnished earlier.

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

Sd/-

Shivam Sharma

Company Secretary

2023 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: August 25,

Place: New Delhi

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

Item No. 3:

Mr. Sandeep Kumar Jain was appointed as Managing Director of the Company with effect from August 24, 2020 for a period of 5 years at the 28th Annual General Meeting of the Company held on September 28, 2020.

Mr. Sandeep Kumar Jain, aged 60 years, is a Managing Director. He possesses valuable experience in production and marketing of paper and all grades of finished papers for more than 36 years. Mr. Sandeep Jain is one of founding member of the Company and serving the Company since incorporation. Mr. Sandeep Jain having rich experience of administration, sales and under his control and guidance the Company is growing day by day.

Taking into consideration the increased business activities of the Company coupled with higher responsibilities cast on Mr. Sandeep Jain, the Board of Directors, on recommendation of the Nomination and Remuneration Committee of the Company, at its meeting held on August 25, 2023 has approved the proposal to increase the salary of Mr. Sandeep Kumar Jain, Managing Director, subject to the approval of shareholders, as set out in the resolution item no. 3 being of the accompanying notice w.e.f. October 01, 2023 for the remaining period of his tenure i.e. upto September 23, 2025.

Minimum Remuneration: Where in any financial year, during the currency of the tenure of Mr. Sandeep Jain as Managing Director, the Company has no profits or its profits are inadequate, the Company will pay remuneration to him by way of salary, perquisites and allowances as specified in the resolution being item no. 3 of the accompanying notice as minimum remuneration, subject to the limits and conditions as prescribed under Schedule V of the Companies Act, 2013, as may be amended from time to time.

- a. Proposed Remuneration Basic Pay: Rs. 10,00,000/- per month (Rupees Ten Lakhs Only).
- b. Allowances and Perquisites:
 - Mr. Sandeep Jain, in addition to remuneration shall be entitled to perquisites and allowances like furnished accommodation whether owned by the Company or taken on lease/rent, house maintenance allowance together with reimbursement of expenses or allowance for utilities such as gas, electricity, water, telephone (mobile), furnishings; repair, servants salaries, medical reimbursement, foreign tour for business and personal purpose for self and dependent family, medical accident/key Man Insurance, leave travel concession for self and family, club membership subject to maximum of two clubs, such perquisites and allowances will be restricted to an amount equal to his annual salary.
- c. The value of the perquisites and allowances would be evaluated as per Income Tax Rules, 1962 wherever applicable and at cost in the absence of any such Rule.
- d. Company's contribution towards Provident Fund as per the rules of the Company, if any,
- e. Gratuity payable as per rules to the company but not exceeding half months salary for each completed year of service.
- f. Any other benefits, facilities, allowance and expenses as may be allowed under Company rules/schemes in monetary or non-monetary forms will be provided, as per required but subject to the recommendation of nomination and remuneration committee and approval of Board of Directors, as the case may be.

In view of the relevant extant provisions of law relating to managerial remuneration, the Company is complying with the provisions of Section II of Part II of Schedule V of the Companies Act, 2013 which prescribes that in case of no profits or inadequate profits, the remuneration can be paid by the Company to its managerial personnel as minimum remuneration within the limits arrived at in accordance with the requirements of the said section, subject to the following:

- (i) The payment of remuneration is approved by a resolution passed by the Board and also by the Nomination & Remuneration Committee of the Company;
- (ii) There is no default in repayment of any of its debts or interest payable thereon.

In this regard, the Nomination & Remuneration Committee of the Company at its meeting held on August 25, 2023 has already approved the above remuneration payable to Mr. Sandeep Jain, Managing Director of the Company. Further, the Company has not made any default in repayment of any of its debts or interest thereon.

The proposed revision in remuneration above is well in conformity with the relevant provisions of the Companies Act, 2013, read with Schedule V to the said Act and applicable provisions of SEBI Listing Regulations.

Except for the aforesaid revision in salary, all other terms and conditions of his appointment as Managing Director of the Company as approved by the members of the Company shall remain unchanged.

Considering Mr. Sandeep Jain experience in paper industry, and the trend in the industry, the terms of his remuneration are considered to be fair, just and reasonable and are commended for your approval.

Accordingly, the Board recommends the resolution set forth in item no. 3 relating to remuneration to Mr. Sandeep Jain by way of Special Resolution. None of the Directors, Key Managerial Personnel and their relatives, except Mr. Sandeep Jain, Mrs. Anju Jain, Mr. Mohit Jain and Mrs. Shubhi Jain and their relative, are in any way, concerned or interested in the said resolution. The Board commends the Special Resolution set out at item no. 3 of the accompanying Notice for the approval by the Members.

Statement containing the information as required under Section-II, Part-II of Schedule V to the Companies Act, 2013

I. GENERAL INFORMATION		
1.	Nature of Industry	Manufacturing of paper and paper product
2.	Date or expected date of commencement of commercial production	Company was incorporated on June 30, 1992.
3.	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not Applicable
4.	Financial performance based on given indicators	The details of financial performance of the Company for the year 2022-2023 and 2021- 2022 are provided in the Annual Report which forms part of Annual Report for FY 2022-23.
5.	Foreign investments or collaborations, if any.	The Company has not entered into any material foreign collaboration and no direct capital investment has been made/entered in during the financial year 2022-2023. Foreign Investors,

		mainly comprising NRIs, FIIs and/or Foreign Nationals are investors in the Company on account of past issuances of securities/secondary market purchases under the permissible limit of the Centre Government/Reserve Bank of India or any other authority, as required. The Company has no subsidiaries/holding companies/Joint Ventures as on 31.03.2023.
II. INFORMATION ABOUT THE APPOINTEE		
1.	Background details	Mr. Sandeep Jain (DIN: 00458048) aged about 60 years held the Managing Director position in the Company. He is serving since incorporation of the Company in Board of Directors of the Company. He has very rich experience of Operations, sales and administration and handling the same in the Company.
2.	Past remuneration	Rs. 5,00,000/- (Rupees Five Lakhs) per month.
3.	Recognition or awards	NA
4.	Job profile and his suitability	Mr. Sandeep Jain is serving the Company since its incorporation as the part of Board of Directors. He is acting Managing Director of the Company and handling operation, sales, administration department of the Company. He has very rich experience of paper industry and under his vest experience the Company is progressing day by day.
5.	Remuneration proposed	Rs. 10,00,000/- (Rupees Ten Lakhs Only) per month
6.	Comparative remuneration profile with respect to industry, size of the company, profile of the position and person	The remuneration as proposed of Mr. Sandeep Jain is comparable to that drawn by the peers in the similar capacity in the industry. Moreover, in his position as Managing Director of the Company. Mr. Sandeep Jain is serving of the Company since incorporation i.e. more than 31 years and devotes his substantial time in overseeing the operations/sales/administration of the Company.

7.	Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any.	None of director or Key Managerial Personnel or their relatives except Mr. Sandeep Jain being the concerned person and his relative Mrs. Anju Jain, Director (wife), Mrs. Shubhi Jain, Director (daughter-in-law) and Mr. Mohit Jain, Director (son) are deemed interested or concerned in the said resolution. Mr. Sandeep Jain is not having pecuniary relationship directly or indirectly with the Company other than approved remuneration, shareholding of 27,64,900 equity share in the Company and other details mentioned in the Related Party Transactions, Notes of the financial of the company for the financial year ended March, 2023.
III. OTHER INFORMATION		
1.	Reasons of loss or inadequate profits	The Company is manufacturing industry and investments in plant and machinery and raw material in an ongoing process. We are paper manufacturing industry in rural area and agro based industry so that the Company is capital and labour intensive industry and with increasing cost of fuel and raw material and decline in the value of profit, so that our profit is inadequate for remuneration of Managing Director.
2.	Steps taken or proposed to be taken for improvement	The Company have shown improvement this year with respect to previous years in terms of profit and sales and is on the path of growth. The Company has also strategically planned to increase profits and has put in place measures to reduce cost and improve the bottom-line.

3.	Expected increase in productivity and profits in measurable terms.	The Company has taken various initiatives to maintain its leadership, improve market share and financial performance. It has been aggressively pursuing and implementing its strategies to improve financial performance. The terms as set out in the resolution and explanatory statement may be treated as an abstract of the terms of remuneration pursuant to Section 196, Section 197 and Schedule V of the Companies Act, 2013.
IV. DISCLOSURES		
The information, as required, is provided under Annual Report 2023. The remuneration package proposed to be given to Mr. Sandeep Jain is as per the details given in the resolution. The Annual Report indicates the remuneration paid to the managerial personnel as well as to all other Directors. There is no severance fee or stock option in the case of the aforesaid managerial personnel.		

Item No. 4

Mr. Pradeep Rajput Kumar was appointed as Whole Time Director of the Company with effect from August 24, 2020 for a period of 5 years at the 28th Annual General Meeting of the Company held on September 28, 2020.

Mr. Pradeep Rajput Kumar, aged 56 years, is a Whole Time Director. Mr. Pradeep Rajput Kumar, is associated with the Board of the Company since 2017 with the existing position and having rich experience of technical expertise and administration.

Taking into consideration the increased business activities of the Company coupled with higher responsibilities cast on Mr. Pradeep Rajput Kumar, the Board of Directors, on recommendation of the Nomination and Remuneration Committee of the Company, at its meeting held on August 25, 2023 has approved the proposal to increase the salary of Mr. Pradeep Rajput Kumar, Whole Time Director, subject to the approval of shareholders, as set out in the resolution being item no. 4 of the accompanying notice w.e.f. October, 2023 for the remaining period of his tenure i.e. upto August 24, 2025.

Minimum Remuneration: Where in any financial year, during the currency of the tenure of Mr. Pradeep Rajput Kumar as Whole Time Director, the Company has no profits or its profits are inadequate, the Company will pay remuneration to him by way of salary, perquisites and allowances as specified in the resolution being item no. 4 of the accompanying notice as minimum remuneration, subject to the limits and conditions as prescribed under Schedule V of the Companies Act, 2013, as may be amended from time to time.

- a. Proposed Remuneration Basic Pay: Rs. 1,00,000/- per month (Rupees One Lakhs Only).
- b. Allowances and Perquisites: Perquisites and allowances provided by the Board as time to time.

In view of the relevant extant provisions of law relating to managerial remuneration, the Company is complying with the provisions of Section II of Part II of Schedule V of the Companies Act, 2013 which prescribes that in case of no profits or inadequate profits, the remuneration can be paid by the Company to its managerial personnel as minimum remuneration within the limits arrived at in accordance with the requirements of the said section, subject to the following:

- (i) The payment of remuneration is approved by a resolution passed by the Board and also by the Nomination & Remuneration Committee of the Company;
- (ii) There is no default in repayment of any of its debts or interest payable thereon.

In this regard, the Nomination & Remuneration Committee of the Company at its meeting held on August 25, 2023 has already approved the above remuneration payable to Mr. Pradeep Rajput Kumar, Whole Time Director of the Company. Further, the Company has not made any default in repayment of any of its debts or interest thereon.

The proposed revision in remuneration above is well in conformity with the relevant provisions of the Companies Act, 2013, read with Schedule V to the said Act and applicable provisions of SEBI Listing Regulations.

Except for the aforesaid revision in salary, all other terms and conditions of his appointment as Managing Director of the Company as approved by the members of the Company shall remain unchanged.

Considering Mr. Pradeep Rajput Kumar experience in paper industry, and the trend in the industry, the terms of his remuneration are considered to be fair, just and reasonable and are commended for your approval.

Accordingly, the Board recommends the resolution set forth in Item No. 4 relating to remuneration to Mr. Pradeep Rajput Kumar by way of Special Resolution. None of the Directors, Key Managerial Personnel and their relatives, except Mr. Pradeep Rajput Kumar and his relative, are in any way, concerned or interested in the said resolution. The Board commends the Special Resolution set out at Item No. 4 of the accompanying Notice for the approval by the Members.

Statement containing the information as required under Section-II, Part-II of Schedule V to the Companies Act, 2013

I. GENERAL INFORMATION		
1.	Nature of Industry	Manufacturing of paper and paper product
2.	Date or expected date of commencement of commercial production	Company was incorporated on June 30, 1992.
3.	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not Applicable
4.	Financial performance based on given indicators	The details of financial performance of the Company for the year 2022-2023 and 2021- 2022 are provided in the Annual Report which forms part of Annual Report for FY 2022-23.
5.	Foreign investments or collaborations, if any.	The Company has not entered into any material foreign collaboration and no direct capital investment has been made/entered in during the financial year 2022-2023. Foreign Investors, mainly comprising NRIs, FIIs and/or Foreign Nationals are investors in the Company on account of past issuances of securities/secondary market purchases under the permissible limit of the Centre Government/Reserve

		Bank of India or any other authority, as required. The Company has no subsidiaries/holding companies/Joint Ventures as on 31.03.2023.
II. INFORMATION ABOUT THE APPOINTEE		
1.	Background details	Mr. Pradeep Rajput Kumar (DIN: 06685586) aged about 56 years held the Whole Time Director position in the Company. He is associate with the Board since 2017 with this position. He has very rich experience of administration and technical.
2.	Past remuneration	Rs. 65,000/- (Rupees Sixty Five Thosuang) per month.
3.	Recognition or awards	NA
4.	Job profile and his suitability	Mr. Pradeep Rajput Kumar is associated with the Board since 2017. At present he is acting Whole Time Director of the Company and handling administration, pollution and lab department of the Company. He has very rich experience of paper industry and under his vest experience the Company is progressing day by day.
5.	Remuneration proposed	Rs. 1,00,000/- (Rupees One Lakhs Only) per month
6.	Comparative remuneration profile with respect to industry, size of the company, profile of the position and person	The remuneration as proposed of Mr. Pradeep Rajput Kumar is comparable to that drawn by the peers in the similar capacity in the industry. Moreover, in his position as Whole Time Director of the Company. Mr. Pradeep Rajput Kumar is serving the Board since 2017 and devotes his substantial time in overseeing the lab department and administration of the Company.
7.	Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any.	None of director or Key Managerial Personnel or their relatives are deemed interested or concerned in the said resolution except Mr. Pradeep Rajput Kumar. Mr. Pradeep Rajput Kumar is not having pecuniary relationship directly or

		indirectly with the Company other than approved remuneration, shareholding of NIL equity shares in the Company and other details mentioned in the Related Party Transactions, Notes of the financial of the company for the financial year ended March, 2023.
III. OTHER INFORMATION		
1.	Reasons of loss or inadequate profits	The Company is manufacturing industry and investments in plant and machinery and raw material in an ongoing process. We are paper manufacturing industry in rural area and agro based industry so that the Company is capital and labour intensive industry and with increasing cost of fuel and raw material and decline in the value of profit, so that our profit is inadequate for remuneration of Managing Director.
2.	Steps taken or proposed to be taken for improvement	The Company have shown improvement this year with respect to previous years in terms of profit and sales and is on the path of growth. The Company has also strategically planned to increase profits and has put in place measures to reduce cost and improve the bottom-line.
3.	Expected increase in productivity and profits in measurable terms.	The Company has taken various initiatives to maintain its leadership, improve market share and financial performance. It has been aggressively pursuing and implementing its strategies to improve financial performance. The terms as set out in the resolution and explanatory statement may be treated as an abstract of the terms of remuneration pursuant to Section 196, Section 197 and Schedule V of the Companies Act, 2013.
IV. DISCLOSURES		
The information, as required, is provided under Annual Report 2023. The remuneration package proposed to be given to Mr. Pradeep Rajput Kumar is as per the details given in the resolution. The Annual Report indicates the remuneration paid to the managerial personnel as well as to all other Directors. There is no severance fee or stock option in the case of the aforesaid managerial personnel.		

Item No. 5:

Mr. Mohit Jain, Son of Mr. Sandeep Jain (Managing Director and Promoter of the Company) was appointed as Non- Executive Director (officers and holding a place of profit) under Section 188 (1)(f) and all other applicable provisions of Companies Act, 2013 read with rules mentioned thereto at a monthly salary of Rs. 5,00,000/- (Rupees Five Lakhs only) per month, as approved by the Board of Directors of the Company in their meeting held on August 25, 2023.

The Board of Directors of the Company in their meeting held on August 25, 2023 has appointed Mr. Mohit Jain as advisor/ consultant (officers and holding a place of profit) on a remuneration of Rs. 5,00,000/- (Rupees Five Lakhs) per month and such other perquisites and in terms of the provisions of the Section 188 (1)(f) of the Companies Act, 2013 read with rules mentioned thereto, in the event of increase in salary in excess of the aforesaid limits, the approval of the shareholders by way of special resolution is required.

In terms of the provisions of the Section 188 (1)(f) of the Companies Act, 2013 read with applicable rules and as per the recommendation and approval of the Nomination & Remuneration Committee (“NRC”) and Audit Committee (“AC”) for appointment of Mr. Mohit Jain as advisor/ consultant and salary payable to Mr. Mohit Jain and holding office or place of profit in the Company, are in ordinary course of business and at arm’s length basis transaction. Mr. Mohit Jain is associated with the Company from 2013 years and member of the Board since 2022 and gave his best for growth of the Company.

Mr. Mohit Jain shall perform the role of advisor to the Board and the Company and further he will also provide expert advisory and carry out other duties, responsibilities, functions on regular basis and/or time to time in relation to the management and/or marketing activity of the Company on the written or oral request by the Board. Considering the experience, qualification and role of Mr. Mohit Jain, the Board has decided to appoint him as the advisor/ consultant and to pay the remuneration as mentioned above.

Required information or details pursuant to the Rule 15(3) of the Companies (Meetings of the Board and its Power) Rules, 2014 of Mr. Mohit Jain seeking approval of related party transaction under Section 188(1)(f) of the Act.

Sr. No.	Particulars	Details/Information
a.	Name of the Related Party	Mr. Mohit Jain (Non-Executive Director)
b.	Name of the directors or key managerial personnel who is related	None of the Directors, Key Managerial Personnel and their relatives, except Mr. Sandeep Jain, Mrs. Anju Jain and Mrs. Shubhi Jain and their relative, are in any way, concerned or interested, financially or otherwise in the said resolution.
c.	Nature of relationship	Mr. Mohit Jain is son of Mr. Sandeep Jain and Mrs. Anju Jain and husband of Mrs. Shubhi Jain and hold 17,30,218 equity share of the Company.
d.	Nature, material terms, monetary value and particulars of the contract or arrangement	On the recommendation of NRC and AC, the Board given its consent for the appointment of Mr. Mohit Jain, Director as adviser/ consultant (officer and holding place of profit) and he shall provided expert advisory and carry out other duties, responsibilities, functions on regular basis and/or time to time in relation to the management and/or marketing activity of the Company on the written or oral request by the Board and he is also eligible to get remuneration of Rs. 5,00,000/- p.m. w.e.f. October 01, 2023.
e.	Any other information	As required relevant information provided in explanatory statement above under the item no. 5.

Accordingly, the Board recommends the resolution set forth in Item No. 5 relating to remuneration to Mr. Mohit Jain by way of Special Resolution.

Item No 6

The Members of the Company at the 27th Annual General Meeting held on September 27, 2019, has approved the appointment of Mr. Sourabh Mathur as the Non-Executive Independent Directors of the Company for a term of five (5) consecutive years in accordance with Section 149 of the Companies Act, 2013 (“the Act”) read with the Companies (Appointment and Qualification of Directors) Rules, 2014. The present term of the said Independent Director is expiring on February 13, 2024.

The Members are informed that, in terms of provisions of Sections 149(10), 152, 178 read with Schedule IV of the Act, an Independent Director shall hold office for a term up to five consecutive years on the Board of a company but shall be eligible for re-appointment for another term for five consecutive years on passing of a special resolution by the Shareholders of the Company, provided that such re-appointment shall be based on the recommendations of the Nomination & Remuneration Committee (“NRC”) after taking into consideration the performance evaluation of the Director(s) proposed to be re-appointed.

The Performance evaluation of the aforementioned Independent Director for FY23 was conducted by the entire Board (excluding the Director being evaluated) for the criterion defined under the Performance Evaluation Policy of the Company, and according to the Performance Evaluation Report both the Directors were rated exceptionally good by the Board.

In view of the above, the NRC and the Board in their respective meetings held on August 25, 2023, after taking into consideration the skills, expertise and competencies of Mr. Sourabh Mathur and based on the performance evaluation, and contributions of Mr. Mathur Independent Director in the Board and Committee meetings, are of the opinion that his continued association would be of immense benefit to the Company and accordingly, recommended and approved his re-appointment for a second term of 5(five) consecutive years subject to the approval of the Members of the Company and any other approval(s) as may be required from time to time.

The Company has received necessary declarations from Mr. Sourabh Mathur, being eligible for re-appointment as Non-Executive Independent Directors for the second term, 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 Directors 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. Sourabh Mathur 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. Mr. Sourabh Mathur has also confirmed that he is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualifications of Directors) Rules, 2014, with respect to his registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs (‘IICA’) and passed the online proficiency self-assessment test conducted by IICA. Further Mr. Sourabh Mathur has confirmed 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 his duties. He has also confirmed that he is not debarred from holding the office of Director by virtue of any SEBI Order or any such authority pursuant to circulars or notice issued by BSE Limited or Ministry of Corporate Affairs

In the opinion of the Board, Mr. Sourabh Mathur is the persons of integrity and fulfil the conditions specified in the Act and the SEBI Listing Regulations, and is independent of the management, and both the persons possess the following core skills, expertise and competencies required for the role as an Independent Director, as have been identified by the Board of Directors of the Company.

Accordingly, approval of the Members is being sought for the re-appointment of Mr. Sourabh Mathur as Non-Executive Independent Director of the Company, not liable to retire by rotation and who shall hold office for a second term of 5(five) Consecutive years effective from February 14, 2024 and February 13, 2029 on the Board of the Company.

Brief profiles and other details for Mr. Sourabh Mathur as required under Regulation 36(3) of the SEBI 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 re-appointment setting out the terms and conditions of re-appointment of Independent Director 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 other Directors, Key Managerial Person(s) of the Company, including their relatives except Mr. Sourabh Mathur and his relateives are, in any way, concerned or deemed to be interested in the proposed Resolution. The Board of Directors of your Company recommends that the Special Resolution under Item No. 6 be passed in the interest of your Company.

Item No. 7

The Company in order to achieve its business objectives, to carry out the operations of the Company and to manage the funding requirement, requires the various finance facilities from the Bans/ Financial Institutions or other sources. In order to avail such facilities within the borrowing limits as approved by the Board/ Shareholders from time to time, the Company is required to amend its existing Memorandum of Association (“MoA”) to enable the Company to borrow money from various sources.

The Board of Directors of the Company in their meeting held on August 25, 2023 has approved the alteration in the MoA of the Company by the insertion of Clause 33 in the exiting MoA and the Board now seek Member’s approval for the same.

The proposed change of the MoA, requires the approval of the Shareholders through Special Resolution in pursuant to Section 13 of the Companies Act, 2013 read with rules mentioned thereto.

The Board of Directors of the Company in their meeting held on August 25, 2023 has approved the alteration in the AoA of the Company and the Board now seek Member’s approval for the same.

A copy of the altered MoA of the Company would be available for inspection for the Members at the Registered Office of the Company during the office hours on all working day 11.00 a.m. to 01.00 p.m. till the date of AGM.

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

The above proposal is is in the interest of the Company and Board recommends the Special Resolutions set forth in Item No. 7 of the Notice for approval of the Members.

Item No. 8

The Company in order to achieve its business objectives, to carry out the operations of the Company and to manage the funding requirement, requires the various finance facilities from the Banks/ Financial Institutions or other sources. In order to avail such facilities within the borrowing limits as approved by the Board/ Shareholders from time to time, the Company is required to amend its existing Articles of Association (“AoA”) to enable the Company to borrow money from various sources.

The Board of Directors of the Company in their meeting held on August 25, 2023 has approved the alteration in the AoA of the Company by the insertion of Clause 91 (i), (ii), (iii) in the exiting AoA and the Board now seek Member’s approval for the same.

The proposed change of the AoA, requires the approval of the Shareholders through Special Resolution in pursuant to Section 14 of the Companies Act, 2013 read with rules mentioned thereto.

A copy of the proposed set of altered AoA of the Company would be available for inspection for the Members at the Registered Office/Corporate Office of the Company during the office hours on any working day, except Saturdays, Sundays and public holidays, between 11.00 a.m. to 5.00 p.m. till the date of AGM.

None of the Directors, Key Managerial Personnel of Company and their relatives are concerned or interested, financially or otherwise in the said resolution. The above proposal is in the interest of the Company and Board recommends the Special Resolutions set forth in Item No. 8 of the Notice for approval of the Members.

Item No. 9

The Board of Directors of the Company in their meeting held on May 27, 2023, on the recommendation of the Audit Committee, The Board has approved the appointment of M/s H.Tara & Co., Cost Accountants to conduct the audit of the cost records of product paper of Mohit Paper Mills Limited for the financial year 2023-24 at a remuneration of Rs. 50,000/- p.a. (Rupees Fifty Thousand Only) plus applicable taxes and reimbursement of other out of pocket expenses.

In accordance with the provisions of Section 148 and other applicable provisions, if any, of the Act and Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditor is required to be ratified by the members of the Company.

Accordingly, consent of the members is sought for passing an Ordinary Resolution as set out at tem No. 9 of the Notice of the AGM.

None of the Directors and/or Key Managerial Personnel (KMP) of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No. 9 of the Notice.

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

Name of Director	Mrs. Shubhi Jain	Mr. Sourabh Mathur	Mr. Sandeep Jain	Mr. Mohit Jain	Mr. Pradeep Rajput Kumar
DIN	06685602	08354589	00458048	07203009	06685586
Age	32	55	60	34	56
Qualifications	Engineering Graduate	Commerce Graduate	Post Graduate	Graduate (Honours)	Post Graduate
Brief Profile and expertise in specific functional area	She is engineer and having skills/expertise/competencies fundamental as mentioned in Corporate Governance report	he is commerce graduate and having skills/expertise/competencies fundamental as mentioned in Corporate Governance report	he is commerce background post graduate and having skills/expertise/competencies fundamental as mentioned in Corporate Governance report	he is commerce graduate (honours) and having skills/expertise/competencies fundamental as mentioned in Corporate Governance report	he is post graduate and having skills/expertise/competencies fundamental as mentioned in Corporate Governance report
Skills and capabilities required for the role and the manner in which the Directors meet the requirement	She has administration, leadership, technical, governance and strategy	He has administration, Finance, leadership, technical, governance,	He has administration, Finance, leadership, Sale, governance,	He has administration, Finance, leadership, Sale, governance	He has administration, leadership, Technical, governance, government, HR

	skills and fit for this role.	HR and strategy skills and fit for this role.	government, HR and strategy skills and having vital experience of paper industry and he is fit for this role and responsibility.	and strategy skills and having good experience of marketing in paper industry and he is fit for this role and responsibility.	and strategy skills and having vital experience of paper industry and he is fit for this role and responsibility.
Term and conditions of re-appointment	Retire by rotation and eligible for re-appointment.	Re-appointment as an Independent Director for second term of 5 consecutive years commencing from February 14, 2019 upto February 13, 2024	Increment in the remuneration in case of no profit or inadequate profit as per provisions of Schedule V of the Act for his remaining period.	To appoint profit or place of profit under the provisions of Section 188(1)(f) of the Act.	Confirmation and Increment in the remuneration in case of no profit or inadequate profit as per provisions of Schedule V of the Act for his remaining period.
Details of Remuneration sought to be paid	Sitting Fee for attending the Board and Committee Meetings of the Company	Sitting Fee for attending the Board and Committee Meetings of the Company	Rs. 10,00,000/- per month and other perquisites as applicable and mentioned in details in explanatory statement.	Rs. 5,00,000/- per month and other perquisites as applicable and mentioned in details in explanatory statement.	Rs. 1,00,000/- per month and other perquisites as applicable and mentioned in details in explanatory statement.
Details of remuneration last drawn	Sitting Fee for attending the Board and Committee Meetings of the Company	Sitting Fee for attending the Board and Committee Meetings of the Company	Getting Rs. 60,00,000/- Annually (approx) as remuneration under as required provisions of the Act.	Getting Rs. 28,80,000/- annually as remuneration under as required provisions of the Act.	Getting Rs. 7,18,000/- annually as remuneration under as required provisions of the Act.
Date of first appointment on the Board	July 15, 2013	February 14, 2019	June 30, 1992	September 05, 2022	November 23, 2017

Shareholding in the Company	10,45,000 Equity Shares as on March 31, 2023 and on the date of this Notice.	Nil	27,64,900 Equity Shares as on March 31, 2023 and on the date of this Notice.	17,30,218 Equity Shares as on March 31, 2023 and on the date of this Notice.	NIL
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	Wife of Mr. Mohit Jain (Non-Executive Director), and Daughter-in-law of Mr. Sandeep Jain (Chairman and Managing Director) and Mrs. Anju Jain (Non-Executive Director)	None	Husband of of Mrs. Anju Jain (Non-Executive Director), and Father-in-law of Mrs. Shubhi Jain (Non-Executive Director) and father of Mr. Mohit Jain (Non-Executive Director)	Husband of Mrs. Shubhi Jain (Non-Executive Director), and Son of Mr. Sandeep Jain (Chairman and Managing Director) and Mrs. Anju Jain (Non-Executive Director)	None
Number of Meetings of the Board attended during the year	8	8	8	5	8
Other Directorships	1. Centurion Industries Private Limited	None	1. Mohit Tissues Private Limited	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: August 25, 2023

Place: New Delhi