



Kuantum Papers Ltd

The Paper Makers

Regd. Office:- Saila Khurd 144529, Distt. Hoshiarpur, Punjab

E-Mail:-kuantumcorp@kuantumpapers.com

Website: www.kuantumpapers.com

CIN: L21012PB1997PLC035243

NOTICE

NOTICE is hereby given that the 25th Annual General Meeting of the members of Kuantum Papers Limited will be held on Friday, the 29th July, 2022 at 11.30 AM through Video Conferencing (“VC”/Other Audio Visual Means (“OAVM”) to transact the following business:

ORDINARY BUSINESS

ITEM NO. 1- ADOPTION OF FINANCIAL STATEMENTS

To receive, consider and adopt the audited financial statements of the Company for the financial year ended 31st March, 2022 together with the Reports of the Board of Directors and Auditors thereon.

ITEM NO. 2- APPOINTMENT OF SHRI JAGESH KUMAR KHAITAN AS A DIRECTOR LIABLE TO RETIRE BY ROTATION

To appoint a Director in place of Shri Jagesh Kumar Khaitan (DIN: 00026264), who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS

ITEM NO. 3- RATIFICATION OF REMUNERATION OF COST AUDITOR

To consider and if thought fit, to pass with or without modifications, the following resolution as ORDINARY RESOLUTION:

“**RESOLVED** that pursuant to Section 148(3) of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), and other applicable provisions if any, consent of the shareholders be and is hereby accorded for the payment of remuneration of Rs. 1,75,000/-

(Rupees One lakh seventy five thousand only) to M/s R.J. Goel & Co., Cost Accountants, Delhi (Firm Registration No. 000026), who were appointed as Cost Auditors by the Board of Directors in their meeting held on 21st May 2022 for carrying out Cost Audit of the Company for the financial year 2022-23, be and is hereby approved and ratified.”

ITEM NO. 4 – RE-APPOINTMENT OF SH. VIVEK BIHANI (DIN 00014296) AS INDEPENDENT DIRECTOR

To consider and if thought fit, to pass with or without modifications, the following resolution as SPECIAL RESOLUTION:

"Resolved that pursuant to Sections 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or enactment thereof for the time being in force) and Regulation 17 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, based on the recommendation of the Nomination and Remuneration Committee and Board of Directors, Sh. Vivek Bihani (DIN 00014296), who was appointed as an Independent Director of the Company for a period of five years, with effect from 12th August, 2017 to 11th August, 2022, and who has submitted a declaration that he meets the criteria for independence as provided in section 149(6) of the Act and is eligible for re-appointment as Independent Director and in respect of whom a notice in writing pursuant to Section 160 of the Act has been received in the prescribed manner, be and is hereby re-appointed as Independent Director of the Company, for a period of five years, with effect from 12th August, 2022 to 11th August, 2027 and his term shall not be subject to retirement by rotation”.

ITEM NO. 5 – RE-APPOINTMENT OF MS. SHIREEN SETHI (DIN 01576676) AS INDEPENDENT DIRECTOR

To consider and if thought fit, to pass with or without modifications, the following resolution as SPECIAL RESOLUTION:

"Resolved that pursuant to Sections 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or enactment thereof for the time being in force) and Regulation 17 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, based on the recommendation of the Nomination and Remuneration Committee and Board of Directors, Ms. Shireen Sethi (DIN 01576676), who was appointed as an Independent Director of the Company for a period of five years, with effect from 12th August, 2017 to 11th August, 2022, and who has submitted a declaration that she meets the criteria for independence as provided in

section 149(6) of the Act and is eligible for re-appointment as Independent Director and in respect of whom a notice in writing pursuant to Section 160 of the Act has been received in the prescribed manner, be and is hereby re-appointed as Independent Director of the Company, for a period of five years, with effect from 12th August, 2022 to 11th August, 2027 and her term shall not be subject to retirement by rotation”.

ITEM NO. 6 – TO AMEND ARTICLES OF ASSOCIATION OF THE COMPANY

To consider and if thought fit, to pass with or without modifications, the following resolution as SPECIAL RESOLUTION:

“RESOLVED THAT, pursuant to the provisions of Section 14 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification (s) or re-enactment(s) thereof for the time being in force) and rules made thereunder, and such approvals as may require, the following articles of the association of the company be amended as follows:

Article 69, 70 and 109 be substituted as follows:

Article 69

69. The Chairman, if any, of the Board shall preside as Chairman at every General Meeting of the Company.

In addition the company may also appoint/designate a Vice-Chairman.

Article 70

70. If there is no such Chairman, or if he is not present within fifteen minutes of the time appointed for holding the meeting or is unwilling to act as Chairman of the meeting, Vice-Chairman or in his absence, the Directors present shall elect one of their members to be the Chairman of the meeting.

Article 109

(1) The Board may elect one of its members as Chairman of its meetings and determine the period for which he is to hold office as such.

In addition the company may also appoint/designate a Vice-Chairman.

(2) If no such chairman is elected or if at any meeting the Chairman is not present within fifteen minutes after the time appointed for holding the meeting, the Vice-Chairman or in his absence, Directors present may choose one of their members to be Chairman of the meeting.

RESOLVED FURTHER that the any of Directors and the Company Secretary, of the Company, be and are hereby authorized to take such steps and actions for the purpose of making all such filings and registrations as may be required in relation to the aforesaid amendments to the Articles of Association and further to do all acts, deeds, matters and things as may be deemed necessary to give effect to this resolution.”

By Order of the Board
For Kuantum Papers Ltd

Vivek Trehan
Company Secretary

Regd. Office:
Paper Mill, Saila Khurd
Distt. Hoshiarpur, Punjab

Dated: 21 May 2022

NOTES:

1. Pursuant to General Circular Nos. 14/2020, 17/2020, 20/2020 and 02/2021, 19/2021, 21/2021 and 02/2022 dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 08, 2021, December 14, 2021 and May 5 2022 respectively issued by the Ministry of Corporate Affairs (‘MCA’) (collectively referred to as ‘MCA Circulars’) and Circular Nos. SEBI/HO/CFD/ CMD1/CIR/ P/2020/79, SEBI/HO/CFD/CMD2/ CIR/P/2021/11 and SEBI/HO/DDHS/P/CIR/2022/0063 dated May 12, 2020, January15, 2021 and May 13, 2022 respectively issued by the Securities and Exchange Board of India(collectively referred to as ‘SEBI Circulars’), holding of the Annual General Meeting (‘AGM’) through VC/OAVM, without the physical presence of the Members, is permitted. Incompliance with the provisions of the Companies Act, 2013 (‘the Act’), SEBI (Listing Obligations and Disclosure Requirements) Regulations,2015, as amended (‘the Listing Regulations’), MCA Circulars and SEBI Circulars, the AGM of the Company is being held through VC/ OAVM which does not require physical presence of members at a common venue. The proceedings of the AGM will be deemed to be conducted at the Registered Office of the Company which shall be the deemed Venue of the AGM.
2. Pursuant to the Circular No. 14/2020 dated April 08, 2020 and further circulars in this context issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes through e-voting.

Corporate members intending to attend the AGM through authorised representatives are requested to send a scanned copy of duly certified copy of the board or governing body resolution authorising the representatives to attend and vote at the Annual General Meeting. The said Resolution/Authorization shall be sent to the Scrutinizer by email through its registered email address to sikkasushil@gmail.com with a copy marked to evoting@nsdl.com

3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020, May 05, 2020 and further circulars in this context, the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the AGM will be provided by NSDL.
6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.kuantumpapers.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.
7. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 08, 2020 and MCA Circular No. 17/2020 dated April 13, 2020, MCA Circular No. 20/2020 dated May 05, 2020 and MCA Circular No. 2/2021 dated January 13, 2021 read with any further circular in this context.

8. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
9. Explanatory Statement as required under Section 102(1) of the Companies Act, 2013 is annexed.
10. Additional information, pursuant to Regulation 36 (3), of the Listing Regulations, in respect of director's reappointment at the Annual General Meeting is appended hereto and forms part of this Notice.
11. a) The Register of Members and Share Transfer Books of the Company will remain closed from 23 July 2022 to 29 July 2022 (both days inclusive).

b) The remote e-voting period commences on Tuesday, 26 July 2022 (09:00 am) and ends on Thursday, 28 July 2022 (05:00 pm). No e-voting shall be allowed beyond the said date and time. During this period members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 22/07/2022 may cast their vote by remote e-voting.
12. Shareholders of the Company are informed that pursuant to the provisions of the Companies Act and the relevant rules the amount of dividend which remains unpaid/unclaimed for a period of 7 years is transferred to the 'Investor Education & Protection Fund (IEPF)' constituted by the Central Govt. Accordingly the amount of dividend which remained unpaid/unclaimed for a period of 7 years for the year 2010-11 has already been transferred to IEPF. Shareholders who have not encashed their dividend amount, for the years 2014-15, 2015-16, 2016-17, 2017-18, 2018-19 and 2019-20 are requested to make claim with the Registrar & Share Transfer Agent of the Company immediately.
13. Pursuant to SEBI LODR fourth amendment regulation, 2018 notified on 08/06/2018 share transfers shall be carried out compulsorily in the dematerialized form with effect from 1st April 2019. Hence no transfer of shares in physical form are allowed.

Further, in compliance with SEBI vide its circular SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated 25th January 2022, the following requests received by the Company in physical form will be processed and the shares will be issued in dematerialization form only:

- i. Issue of duplicate share certificate
- ii. Claim from unclaimed suspense account
- iii. Renewal/Exchange of securities certificate
- iv. Endorsement

- v. Sub-division / splitting of securities certificate
- vi. Consolidation of securities certificates/folios
- vii. Transmission
- viii. Transposition

For this purpose, the securities holder/claimant shall submit a duly filled up Form ISR-4 which is hosted on the website of MAS Services Ltd, Registrar and share transfer agent (RTA) The aforementioned form shall be furnished in hard copy only .

Members holding shares in physical form are requested to dematerialize their holdings at the earliest.

The equity share capital of the company is held by 11,918 shareholders, out of which 7804 shareholders holding 98.87 % of the capital are in dematerialised form and the balance 4114 shareholders holding 1.13 % of the capital are in physical form. **The shareholders having shares in physical form are requested to dematerialize the shares at the earliest.**

14. The Securities and Exchange Board of India ('SEBI') vide its circular dated November 03, 2021 read with circular dated December 14, 2021 has made it mandatory for the shareholders holding securities in physical form to furnish PAN, KYC(address,bank detail mobile number and email) and Nomination details to the Registrar and Transfer Agent ('RTA') of the Company. No services request will be process from ist January 2022, until unless KYC, PAN and nomination or opt-out detail will not be furnished. A seprate letter already dispatched in this regard by company to all physical shareholders by Regd/Speed post.

The shareholders holding shares in physical form are requested to note that in case of failure to provide required documents and details as per aforesaid SEBI circular, all folios of such shareholders shall be frozen on or after April 01, 2023 by the RTA . In view of the above, shareholders of the Company holding securities in physical form are requested to provide following documents/details to RTA:

- i. PAN;
- ii. Nomination in Form No.SH-13 or submit declaration to 'Opt-out' in Form ISR-3;
- iii. Contact details including Postal address with PIN code, Mobile Number, E-mail address;
- iv. Bank Account details including Bank name and branch, Bank account number, IFS code;
- v. Specimen signature. (in Form ISR-2)

Any cancellation or change in nomination shall be provided in Form No.SH-14.

All of above required documents/details shall be provided to RTA at investor@masserv.com and send the documents to RTA. The shareholders can download the forms mentioned in SEBI circular from the website of RTA i.e www.masserv.com .

A separate communication has already been sent to the respective shareholders by Registered/Speed Post.

15. In terms of Section 72 of the Companies Act, 2013 and the applicable provisions, the shareholders of the Company may nominate a person in whose name the shares held by him/them shall vest in the event of his/their death. Shareholders desirous of availing this facility may submit the requisite nomination form.
16. Any member requiring further information on the Accounts at the meeting is requested to send the queries in writing to Sr. President (Finance) & CFO, atleast one week before the meeting.
17. The documents referred to in the proposed resolutions are available for inspection at its Registered Office of the Company during normal business hours on any working day except Saturdays, upto the date of meeting.
18. Members who hold shares in multiple folios in identical names or joint holding in the same order of names are requested to contact the Company/Registrar for consolidation into a single folio.
19. In compliance with the aforesaid MCA Circulars and SEBI Circular dated May 12, 2020 followed by further circulars, the Annual Report including audited financial statements for the financial year 2022 including notice of 25th AGM is being sent only through electronic mode to those Members who have registered their e-mail address with the Company or Depositories. The Members who have not yet registered their e-mail address so far are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.
20. **Voting through electronic means:** In compliance with the provisions of Regulation 44 of the Listing Regulations and Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is providing the facility of remote e-voting to exercise votes on the items of business given in the Notice

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:-

The remote e-voting period begins on Tuesday, 26 July 2022 (09:00 am) and ends on Thursday, 28 July 2022 (05:00 pm). The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members/Beneficial Owners as on the record date (cut-off date) i.e. 22/07/2022, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 22/07/2022.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

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

| Type of shareholders | Login Method |
|---|---|
| Individual Shareholders holding securities in demat mode with NSDL. | 1. If you are already registered for NSDL IDeAS facility , please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsd.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “ Beneficial Owner ” icon under “Login” which is available under “ IDeAS ” section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on options available against company |

| | |
|---|--|
| | <p>name or e-Voting service provider - NSDL and you will be re-directed to NSDL e-Voting website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p> <ol style="list-style-type: none"> If the user is 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 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 held 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 options available against company name or e-Voting service provider - NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. |
| <p>Individual Shareholders holding securities in demat mode with CDSL</p> | <ol style="list-style-type: none"> Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistra |

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| | <p>tion</p> <p>4. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in 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, user will be provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.</p> |
| 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. Once 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 options available against company name or e-Voting service provider-NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. |

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode 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 toll free no.: 1800 1020 990 and 1800 22 44 30 |
| 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 022-23058738 or 022-23058542-43 |

B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. 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.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below :

| Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical | Your User ID is: |
|---|---|
| a) For Members who hold shares in demat account with NSDL. | 8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****. |
| b) For Members who hold shares in demat account with CDSL. | 16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12***** |
| c) For Members holding shares in Physical Form. | EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001*** |

5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.

- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - a) Click on "**Forgot User Details/Password?**"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) **Physical User Reset Password?**" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join General Meeting".
3. Now you are ready for e-Voting as the Voting page opens.

4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to sikkasushil@gmail.com with a copy marked to evoting@nsdl.co.in.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “[Forgot User Details/Password?](#)” or “[Physical User Reset Password?](#)” option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to Mr. Amit Vishal at evoting@nsdl.co.in

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please send signed request with Folio No., Name of shareholder, scanned copy of any one share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to info@masserv.com
2. In case shares are held in demat mode, please update your email id with your depository. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.

4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM 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 system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the EGM/AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE EGM/AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the EGM/AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of “VC/OAVM link” placed under “**Join General meeting**” menu against company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at kuantumcorp@kuantumpapers.com . The same will be replied by the company suitably.

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

Item No. 3

Pursuant to section 148(3) of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the members of the Company are required to approve and ratify the payment of remuneration of Rs. 1,75,000/- (Rupees One lakh seventy five thousand only) to the Cost Auditors as approved by the Board of Directors in their meeting held on 21st May 2022 for the Financial Year 2022-23.

Save and except the above, none of the Directors or their relatives and Key managerial personnel or their relatives are, in any way, concerned or interested in the resolutions set out at item no. 3 of the accompanying Notice.

The Board recommends the resolution for the approval of the members set out at Item No. 3 as Ordinary Resolution.

Item No. 4

Sh. Vivek Bihani was appointed as Independent Director of the Company wef 12 August 2017 for a period of five years i.e. till 11 August, 2022.

On the recommendation of the Nomination and Remuneration Committee, the Board has recommended to reappoint Sh. Vivek Bihani for another term of Five years.

He also fulfills the requirement of an Independent Director pursuant to the provisions of section 149 of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Requisite consent to act as a director has been received by the Company. Considering his background and experience and contribution made by him during his tenure, the association of Sh. Vivek Bihani would be beneficial to the Company and it is desirable to re-appoint him as an Independent Director, for the second term for five years w.e.f. 12 August 2022.

The Provision of section 149(10) of the Companies Act, 2013 requires approval of members by Special Resolution for reappointment of an Independent Director.

Accordingly the Board recommends passing of the Resolution set out in Item No. 4 of the accompanying Notice as special resolution.

Save and except the above, none of the Directors or their relatives and Key managerial personnel or their relatives except Sh. Vivek Bihani and his relatives, are, in any way, concerned or interested in the resolutions set out at item no. 4 of the accompanying Notice.

Item No. 5

Ms. Shireen Sethi was appointed as Independent Director of the Company wef 12 August 2017 for a period of five years i.e. till 11 August, 2022.

On the recommendation of the Nomination and Remuneration Committee, the Board has recommended to reappoint Ms. Shireen Sethi for another term of Five years.

She also fulfills the requirement of an Independent Director pursuant to the provisions of section 149 of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Requisite consent to act as a director has been received by the Company. Considering her background and experience and contribution made by her during her tenure, the association of Ms. Shireen Sethi would be beneficial to the Company and it is desirable to re-appoint her as an Independent Director, for the second term for five years w.e.f. 12 August 2022.

The Provision of section 149(10) of the Companies Act, 2013 requires approval of members by Special Resolution for reappointment of an Independent Director.

Accordingly the Board recommends passing of the Resolution set out in Item No. 5 of the accompanying Notice as special resolution.

Save and except the above, none of the Directors or their relatives and Key managerial personnel or their relatives except Ms. Shireen Sethi and her relatives, are, in any way, concerned or interested in the resolutions set out at item no. 5 of the accompanying Notice.

Item No. 6

On the recommendations of Nomination and Remuneration Committee, the Board has redesignated Shri Pavan Khaitan, Managing Director as Vice Chairman & Managing Director w.e.f. 21 May 2022 subject to the provisions of Articles of Association of the Company. Accordingly the necessary/required changes have been proposed by the Board of Directors in the Articles of Association.

The Board recommends passing of the Resolution set out in Item No. 6 of the accompanying Notice as special resolution.

Shri Pavan Khaitan is interested or concerned in the proposed resolution. Shri Jagesh Kumar Khaitan, being related to Shri Pavan Khaitan, may also be deemed to be interested in the said resolution. None of the other Directors or Key Managerial Personnel of the

Company and their relatives is concerned or interested, financially or otherwise, in the Resolution set out at item no. 6 of the accompanying Notice.

By Order of the Board
For Kuantum Papers Ltd

Vivek Trehan
Company Secretary

Regd. Office:
Paper Mill, Saila Khurd
Distt. Hoshiarpur, Punjab
Dated: 21 May 2022

Annexure
Details of Director seeking appointment/re-appointment at the 25th Annual General Meeting
[Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings]

| Name of the Director | Shireen Sethi (DIN: 01576676) | Vivek Bihani (DIN: 00014296) | Jagesh Kumar Khaitan (DIN: 00026264) |
|---|---|--|--|
| Brief Resume of the Director and nature of his/her Expertise in specific functional area | <p>Shireen Sethi is a veteran media and technology entrepreneur and is currently the COO of Network1 Media Pvt Ltd, a diversified media company. She has over two decades of experience in the field of journalism, and has founded multiple successful businesses in the media, technology & education sectors. She has held senior management positions at leading media organisations of the country, and is a regular contributor on multiple FICCI panels and Boards. She brings significant experience in financial reporting, information technology, operational workflow, capital management & investor relations.</p> | <p>Vivek Bihani is an Engineer from BITS, Pilani, and an MBA from IIM Bangalore. He has total work experience of around 32 years, and is a renowned venture capitalist. As an entrepreneur, has helped drive the growth at Magic Software Private Limited (Magic), a leading Indian eLearning company, enabling it to achieve many times revenue growth. He co-founded Bedrock Venture Management Private Ltd, a company that manages a venture capital fund, invests in start-up and early stage companies. Received nation-wide recognition as an early stage investor. He is a member on the Board of various companies</p> | <p>Sh. Jagesh Kumar Khaitan, aged 77 years, a Graduate with Marketing Management and Strategic Management courses from IIM, Ahmedabad has been associated with the industry for the last 50 years. He is the Chairman of Kuantum Papers Ltd. since 17th July 2010.</p> <p>Shri Khaitan was also an active member of American Oils Chemists' Society, USA and also associated with various trade associations and Chamber of Commerce & Industry and is member of Managing Committee of PHD Chamber of Commerce & Industry.</p> <p>He has been on the Board of Directors of various reputed companies. He has been conferred the honour of "Legend" by Globe Oil India in recognition of his services and contribution to edible oil industry. Also he was the recipient of a prestigious award 'UDYOG RATNA' honored by PHD Chamber of Commerce & Industry given by the then Chief Minister of Punjab, in the year 2005, towards his excellent and dedicated contribution to the State of Punjab through the industry.</p> <p>His vast experience and knowledge is coming to the aid and benefit of the Company. His astute direction adds value to the operations and helps in formulating the policies of the Company.</p> |
| Relationship with Directors and Key Managerial Personnel | None | None | Father of Sh. Pavan Khaitan, Managing Director |
| Board Membership of other companies | <p>1. N1 Media Consultancy Private Ltd 2. Emerging Sports Private Limited</p> | <p>1. ARA Health Care Private Limited 2. Liqid Elearning Services Private</p> | 1. Kapedome Enterprises Limited |

| | | | |
|---|--|---|--|
| | | <p>Limited</p> <p>3. Bedrock Venture Management Private Limited</p> <p>4. Ecco Electronics Private Limited</p> <p>5. Bliss Inns Private Limited</p> <p>6. Creative Living Solutions Private Limited</p> <p>7. Storemore Storage Solutions Private Limited</p> <p>8. Novelroots Internet Private Limited</p> <p>9. Techathene Solutions Private Limited</p> <p>10. Healthscion Technologies Private Limited</p> <p>11. Kulzy Media Private Limited</p> <p>12. Eco- Veekends Private Limited</p> <p>13. Vorbit Spaces Private Limited</p> <p>14. Leapstart Trustee Company Private Limited</p> <p>15. Valyou Foods Private Limited</p> <p>16. Epoorti Services Private Limited</p> <p>17. Crazy Algo Private Limited</p> <p>18. Mindify Private Limited</p> | <p>2. Pinnacle Holdings Private Limited</p> <p>3. PHD Chamber of Commerce and Industry</p> |
| Membership of Committee of the Board | <p><u>Member</u></p> <p>1. Audit Committee - Kuantum Papers Limited</p> <p>2. CSR Committee - Kuantum Papers Limited</p> <p>3. Stakeholders Relationship Committee- Kuantum Papers Limited</p> | <p>1. <u>Chairman</u></p> <p>Audit Committee - Kuantum Papers Limited</p> <p><u>Member</u></p> <p>2. Nomination and Remuneration Committee - Kuantum Papers Limited</p> | <p><u>Member</u></p> <p>Stakeholders Relationship Committee- Kuantum Papers Ltd.</p> |
| Number of shares held in the Company | Nil | Nil | 1447580 |