



CORAL NEWSPRINTS LTD.

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CIN : L22219DL1992PLC048398 • GSTR NO. : 09AAACC2485Q1Z4
E-mail : cnpl_5000@rediffmail.com
Website : www.coralnewsprintslimited.com

BOARD OF DIRECTORS

- | | | |
|--------------------------------|---|-------------------------|
| 1 Shri Pushpendra P.S. Chauhan | - | Whole Time Director-CEO |
| 2 Shri Mahesh Kumar Sodhani | - | Director |
| 3 Shri Atul Kumar Jain | - | Director |
| 4 Shri Ram Avtar Bansal | - | Director |
| 5 Ms. Vineeta Singh | - | Director-Independent |
| 6 Shri Pradyut Chauhan | - | Promoter-Director |
| 7 Shri Vinayak Chauhan | - | Promoter-Director |
| 8 Shri Yogesh Alawadi | - | Director |

REGISTERED OFFICE:

A-138, First Floor, Vikas Marg,
Shakarpur, Delhi-110092
Phone : 22010998
E-mail: cnpl_5000@rediffmail.com
Website: http://www.coralnewsprintslimited.com

FACTORY:

4K.M.Stone, Delhi Road
Gajraula-244235,
Distt. Amroha U.P

STATUTORY AUDITORS:

L. N. Malik & Co. Chartered
Accountants 18/13, WEA Karol Bagh
Delhi-110005
Mob.No: 011 2875 5911
E-mail: allenmalik@hotmail.com

BANKERS:

1. Punjab National Bank
Preet Vihar, Delhi-110092
2. Punjab National Bank
Laxmi Nagar, Vikas Marg Delhi-110092
3. ICICI BANK LIMITED
NH-24, Gajraula, Distt. Amroha
4. Punjab National Bank
NH-24, Gajraula, Distt. Amroha

Contents		
Sr. No.	Particular	Pg. No.
1.	Notice Calling Extra Ordinary General Meeting	



Works : 4th k.m. Stone, Delhi Road, Gajraula - 244235, Disst. - Amroha (U.P.)

Dear Member(s),

NOTICE is hereby given pursuant to Section 110 and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, ("Rules"), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), and other applicable laws and regulations (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), to transact the special businesses set out below and proposed to be passed by the members of Coral Newsprints Limited ("Company"), by means of Ordinary Resolutions through the process of Extra Ordinary General Meeting by **electronic means ("e-voting")**.

Approval of Members of the Company is sought for:

- 1. Increase in Authorised Share Capital of the Company;**
- 2. Alteration of the Capital Clause of the Memorandum of Association of the Company;**

The Company seeks consent of Members for the aforesaid proposal through resolutions specified below. An Explanatory Statement under Section 102(1) of the Act setting out the required material facts relating to the resolutions are annexed and are sent to you along with this Extra Ordinary General Meeting Notice for your consideration and approval.

The Board of Directors vide its resolution passed in Meeting dated 21st March, 2023 has appointed Mr. Raj Kumar Yadav (Membership No. 17542 and CP No. 7913), Proprietor of M/s. Raj Kumar Yadav & Company, Practicing Company Secretary as the Scrutinizer for conducting the Extra Ordinary General Meeting voting process in a fair and transparent manner. The Company has availed e-voting services from National Securities Depository Limited (NSDL).

In terms of Section 108 of the Companies Act, 2013 and Rule 20(1) of the Companies (Management & Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is required to provide its shareholders the facility to exercise their vote by post or through electronic means for transacting the items of business (es) through Extra Ordinary General Meeting. However, in the light of COVID-19 pandemic, SEBI vide General Circular Nos. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, MCA vide Circular dated May 05, 2022 has extended the relaxations from dispatching of physical copies of financial statements for the year 2022 (i.e. till December 31, 2022). In view of the same, SEBI has also been receiving multiple representations from listed companies, seeking dispensation from requirements of sending hard copy of annual reports to shareholders. Considering the above, it has been decided to provide relaxation upto December 31, 2022, from Regulation 36 (1) (b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR Regulations") which requires sending hard copy of annual report containing salient features of all the documents prescribed in Section 136 of the Companies Act, 2013 to the shareholders who have not registered their email addresses. Further, the notice of Annual General Meeting published by advertisement in terms of Regulation 47 of LODR Regulations, shall contain a link to the annual report, so as to enable shareholders to have access to the full annual report. Hence, it has been permitted that the Company may send Extra Ordinary General Meeting notice by e-mail to all its shareholders who have registered their e-mail addresses with the Company or



depository participant pursuant to Rule 22(15) of the Companies (Management & Administration) Rules, 2014, which provides that the Rule 20 regarding voting by electronic means shall apply as far as applicable, mutatis mutandis to this respect of passing of certain items only through Extra Ordinary General Meeting without convening a general meeting. However, the Company is duty bound to provide a process of registration of e-mail addresses of members and state so in its public notice.

In light of the above circulars and in compliance with the provisions of Sections 108 and 110 of the Act, read with Rules 20 and 22 of the Rules and Regulation 44 of the SEBI Listing Regulations, the Company is offering the facility of e-voting to all its members to enable them to cast their votes electronically only. Members are requested to follow the procedure as stated in the Notes to this Extra Ordinary General Meeting Notice for casting of votes by electronic mode. The Scrutinizer will submit his report to the Chairman & Managing Director of the Company or any person authorised by the Chairman & Managing Director of the Company after completion of the scrutiny of votes casted electronically and the results of the Extra Ordinary General Meeting will be announced on or before 17th April, 2023 at the Company's Registered Office. The said results would be displayed at the Registered Office of the Company, intimated to the BSE Limited where the shares of the Company are listed. Additionally, the results will also be uploaded on the Company's website <http://www.coralnewsprintslimited.com> and on the website of National Securities Depository Limited (NSDL) www.evoting.nsdl.com.

SPECIAL BUSINESS

Item of businesses requiring consent of shareholders through Extra Ordinary General Meeting/ e-voting:

The members are requested to consider and if thought fit, pass the following resolution as an Ordinary Resolutions:

1. Increase in the Authorised Share Capital of the Company

"RESOLVED THAT pursuant to the provisions of Sections 61 and 64 and other applicable provisions, if any, of the Companies Act, 2013, and the rules issued there under (including any statutory modification or re-enactment thereof for the time being in force) and in accordance with the provisions of the Articles of Association of the Company, Consent of the members of the Company be and is hereby accorded to increase the Authorised Share Capital of the Company from Rs. 5,50,00,000 (Rupees Five Crores Fifty Lakhs Only) divided into 55,00,000 (Fifty- Five Lakhs) Equity Shares having face value of Rs.10/- each by addition of 1,05,00,000 (One Crores Five Lakhs) Equity Shares having face value of Rs.10/- each to Rs. 16,00,00,000 (Rupees Sixteen Crores Only) divided into 1,60,00,000 (One Crores Sixty Lakhs) Equity Shares having face value of Rs. 10/- each"



2. Alteration of the Capital Clause of Memorandum of Association of the Company:

"RESOLVED THAT pursuant to the provisions of Sections 13, 61 and 64 of the Companies Act, 2013 the existing clause V(a) of the Memorandum of Association is substituted by the following figures and words namely:

V. "The Authorised Share Capital of the Company is Rs.16,00,00,000 (Rupees Sixteen Crores Only) divided into 1,60,00,000 (One Crores Sixty Lakhs) Equity Shares of face value Rs.10/- each."

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board (which expression shall also include a Committee thereof) or any officer /executive / representative and /or any other person so authorized by the Board, be and is hereby authorised to do all such acts, deeds, steps and actions including delegation of any of its powers herein conferred to any of its Directors and / or Company Secretary."

Place: Delhi
Date: March 21, 2023

For CORAL NEWSPRINTS LIMITED

Authorised Signatory



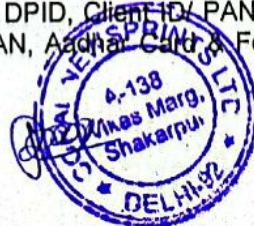
NOTES:

1. An explanatory statement pursuant to the provisions of Section 102 of the Companies Act, 2013 ("Act") setting out the material facts concerning the businesses to be transacted is annexed hereto. The relevant details, pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India.
2. However, in the light of COVID-19 pandemic, SEBI vide General Circular Nos. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, MCA vide Circular dated May 05, 2022 has extended the relaxations from dispatching of physical copies of financial statements for the year 2022 (i.e. till December 31, 2022). In view of the same, SEBI has also been receiving multiple representations from listed companies, seeking dispensation from requirements of sending hard copy of annual reports to shareholders. Considering the above, it has been decided to provide relaxation upto December 31, 2022, from Regulation 36 (1) (b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR Regulations") which requires sending hard copy of annual report containing salient features of all the documents prescribed in Section 136 of the Companies Act, 2013 to the shareholders who have not registered their email addresses. Further, the notice of Annual General Meeting published by advertisement in terms of Regulation 47 of LODR Regulations, shall contain a link to the annual report, so as to enable shareholders to have access to the full annual report. Hence, it has been permitted that the Company may send Extra Ordinary General Meeting notice by e-mail to all its shareholders who have registered their e-mail addresses with the Company or depository participant pursuant to Rule 22(15) of the Companies (Management & Administration) Rules, 2014, which provides that the Rule 20 regarding voting by electronic means shall apply as far as applicable, *mutatis mutandis* to this respect of passing of certain items only through Extra Ordinary General Meeting without convening a general meeting. However, the Company is duty bound to provide a process of registration of e-mail addresses of members and state so in its public notice. Hence, it has been permitted that the Company may send Extra Ordinary General Meeting notice by e-mail to all its shareholders who have registered their e-mail addresses with the Company or depository participant pursuant to Rule 22(15) of the Companies (Management & Administration) Rules, 2014, which provides that the Rule 20 regarding voting by electronic means shall apply as far as applicable, *mutatis mutandis* to this respect of passing of certain items only through Extra Ordinary General Meeting without convening a general meeting. However, the Company is duty bound to provide a process of registration of e-mail addresses of members and state so in its public notice.
3. The Extra Ordinary General Meeting Notice is being sent to the Member(s) whose names appear on the Register of Members/List of Beneficial Owners as received from the National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") as on 17th March, 2023 (first-off date). The Extra Ordinary General Meeting Notice is being sent to the Members who have registered their e-mail IDs for receipt of documents in electronic form to their e-mail addresses registered with their Depository Participants/the Company's Registrar and Share Transfer Agent ("RTA"). For Members who have not 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 in electronic form. The detailed procedure for registering the e-mail id and other details is given below:

Procedure for registration of e-mail address and bank details by shareholders: -

I. For Temporary Registration for Demat shareholders:

The Members of the Company holding Equity Shares of the Company in Demat Form and who have not registered their e-mail addresses may temporarily get their e-mail addresses registered with Link Intime India Pvt Ltd by clicking the link: https://web.linkintime.co.in/EmailReg/Email_Register.html in their web site www.linkintime.co.in at the Investor Services tab by choosing the E mail Registration heading and follow the registration process as guided therein. The members are requested to provide details such as Name, DPID, Client ID/ PAN, mobile number and e-mail id and also upload the image of CML, PAN, Aadhar Card & Form ISR-1 in PDF or JPEG format (upto 1 MB).



II. For Permanent Registration for Demat shareholders:

It is clarified that for permanent registration of e-mail address, the Members are requested to register their e-mail address, in respect of demat holdings with their respective Depository Participant (DP) by following the procedure prescribed by the Depository Participant.

III. Registration of e-mail id for shareholders holding physical shares:

The Members of the Company holding Equity Shares of the Company in physical Form and who have not registered their e-mail addresses may get their e-mail addresses registered with Link Intime India Pvt Ltd, by clicking the link: https://web.linkintime.co.in/EmailReg/Email_Register.html in their web site www.linkintime.co.in at the Investor Services tab by choosing the E mail heading and follow the registration process as guided therein. The members are requested to provide details such as Name, Folio Number, Certificate number, PAN, mobile number and e mail id and also upload the image of PAN, Aadhar Card, share certificate & Form ISR-1 in PDF or JPEG format (upto 1 MB).

On submission of the shareholders details an OTP will be received by the shareholder which needs to be entered in the link for verification.

4. Member(s) whose names appear on the Register of Members/ List of Beneficial Owners as on the cut-off date will be considered for the purpose of e-voting.
5. In compliance with the provisions of Sections 108 and 110 of the Act and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company provides the Members the facility to exercise their right to vote by electronic means through e-voting services provided by NSDL and the business may be transacted through such e-voting. The instructions for e-voting are annexed to this Notice. The e-voting period shall commence on 12th March, 2023 from 9:00 AM (IST) and shall end on 14th March, 2023 at 05:00 PM (IST). E-voting shall not be allowed beyond the said date and time.

6. 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
 1. 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.
 2. 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/IdcastDirectReg.jsp>



3. 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

1. 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.
2. 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.
3. 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.
4. 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 + 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>

oClick on 'Login' under 'SHARE HOLDER' tab and further Click 'forgot password?'
oEnter 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

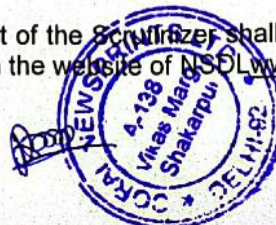
Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:

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".

InstaVote Support Desk
Link Intime India Private Limited

7. A Member cannot exercise his/her vote through proxy on Extra Ordinary General Meeting.
8. The voting rights of Members shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date i.e., 17th April, 2023.
9. The resolution, if passed by the requisite majority of the Members through voting by electronic means shall be deemed to have been passed as if they have been passed at a general meeting of the Members convened in that behalf.
10. The Board of Directors of the Company ("the Board"), has appointed Mr. Raj Kumar Yadav, Proprietor of M/s. Raj Kumar Yadav & Company, Practicing Company Secretary as the Scrutinizer, for conducting the said Extra Ordinary General Meeting and e-voting process in a fair and transparent manner.
11. Relevant documents referred to in the Extra Ordinary General Meeting Notice and Explanatory Statement along with the copy of proposed Amended copy of Memorandum of Association of the Company are available for inspection by the Members at the Registered Office of the Company during 11:00 AM (IST) to 05:00 PM (IST) on all working days (Monday-Friday) from the date of dispatch of the Notice till the last date for voting.
12. Members may also note that the Extra Ordinary General Meeting Notice is available on the Company's website and on the website of NSDL www.evoting.nsdl.com for download. Even after registering for e-communication, Members are entitled to receive such communication in physical form, upon making a request for the same, by any permissible mode free of cost. For any communication, the Members may also send requests to the Company's investor e-mail id: cnpl_5000@rediffmail.com
13. The Results declared along with the Report of the Scrutinizer shall be placed on the website of the Company cnpl_5000@rediffmail.com and on the website of NSDL www.evoting.nsdl.com after the



declaration of result by the Chairperson or a person authorised by him in writing. The Results shall also be communicated to BSE Limited and National Stock Exchange of India Limited. Email & website updation in point no. 12 & 13

14. Members are requested to send all communications to our R & T Agents at the following address:

Link Intime India Private Limited

Registered Office: C-101, Embassy 247, L.B.S. Marg, Vikhroli (West), Mumbai – 400083. Tel.

No.: +91 22 4918 6000; Fax No.: +91 22 4918 6060,

E-mail: rnt.helpdesk@linkintime.co.in

15. You are requested to update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).



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

As required under Section 102 read with Section 110 of the Companies Act, 2013, the following explanatory statement sets out all the material facts relating to the special businesses mentioned in the accompanying Notice.

Item No :1 & 2

Considering the overall business growth and future expansion and the operational needs of the Company, the Company needs to raise funds for its operations by means of either equity or further debt. While the Company is considering the various options, it is proposed to increase the Authorised Share Capital as per applicable provisions of the Companies Act, 2013 and its corresponding rules, amendments thereof to consider option of raising equity funds as per the applicable provisions of the Companies Act, 2013 and rules made thereunder and the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (the "SEBI ICDR Regulations"), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations") and Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("SEBI SAST Regulations), collectively known as SEBI Regulations, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and as amended from time to time.

Section 61 of the Companies Act, 2013, (including any statutory modification(s) or re-enactment thereof, for the time being in force) provides that a limited company having a share capital may, if so authorized by its Articles of Association, with the consent of its members in its general meeting or through Extra Ordinary General Meeting, alter the conditions of its Memorandum of Association so as to increase its share capital by such amount as it thinks expedient by issuing new shares.

As currently the Company has a very small room in authorised share capital to consider any equity fund raise, It is proposed to increase the Authorised Share Capital of the Company from Rs. 5,50,00,000 (Rupees Five Crores Fifty Lakhs Only) divided into 55,00,000 (Fifty- Five Lakhs) Equity Shares having face value of Rs.10/- each by addition of 1,05,00,000 (One Crores Five Lakhs) Equity Shares having face value of Rs.10/- each to Rs. 16,00,00,000 (Rupees Sixteen Crores Only) divided into 1,60,00,000 (One Crores Sixty Lakhs) Equity Shares having face value of Rs. 10/- each.

Consequently, the existing clause V of the Memorandum of Association of the Company needs to be altered accordingly for deletion of the previous authorised share capital and substitution of the proposed increased Authorised Share Capital.

The above-mentioned increase in the Authorised Share Capital of the Company and subsequent alteration of aforesaid clause of Memorandum of Association will require approval of the Members. The Board of Directors recommends the resolutions at item nos. 1 & 2 to be passed as Ordinary Resolution(s).

It is requested to note that the draft of the Altered Memorandum of Association of the Company shall be open for inspection of the members at the Registered Office of the Company during 11:00 AM (IST) to 5:00 PM (IST) on all working days (Monday – Friday) (i.e. except Saturday(s), Sunday(s) and Public Holidays) from the date of dispatch of the Notice till the last date for voting.

None of the Directors/Key Managerial Personnel and their relatives is concerned or interested in the passing of the aforesaid resolution(s) as mentioned at item nos. 1 & 2 above, except to the extent of their shareholding, if any

Place: Delhi

Date: March 21, 2023

For CORAL NEWSPRINTS LIMITED

Authorised Signatory

