

7<sup>th</sup> March, 2019

**BSE Limited**

Listing Department,  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort, Mumbai – 400001

**Stock Code: 522122; Company Code: 2407**

**Sub: Result of E-Voting and Postal Ballot Process – Compliance of Regulation 44(3) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015**

Dear Sir/Madam,

In continuation of our letter dated 15<sup>th</sup> January, 2019 and pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015; this is to inform you that the resolutions as proposed in the Postal Ballot Notice dated 17<sup>th</sup> January, 2019 have been passed by the members of the Company with requisite majority.

We are enclosing herewith the details regarding the voting results of the business transacted through Postal Ballot process (including Remote E-voting) in the prescribed format along with the Scrutinizer's Report. The same are also being uploaded on Company's website.

The approval is deemed to have been received on the last date of receipt of postal ballot forms, i.e. on 5<sup>th</sup> March, 2019.

In compliance with the requirements of regulation 44(3) of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, we are providing hereunder the requisite details of results of postal ballot process including remote e-voting.

Date of declaration of Result of Postal Ballot and e-voting	7 <sup>th</sup> March, 2019
Total number of shareholders on record date	4104 shareholders as at 25 <sup>th</sup> January, 2019 (record date)
No. of shareholders present in the meeting either in person or through proxy :	Not Applicable
No. of shareholders participated through Video Conferencing:	Not applicable
Promoter and Promoter Group:	Not applicable
Public:	Not applicable



## Item wise disclosure:

**Item No. 1:** To consider the continuance of office of Mr. Biren De aged about 85 years, as an Independent Director of the Company for his remaining term valid up to 29<sup>th</sup> February, 2020.

- a) Resolution required : **Special Resolution**  
b) Whether promoter or Promoter Group are interested in the resolution : **No**

Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes - in favour	No. of votes against	% of votes in favour, on votes polled	% of votes against, on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	3252418	0	0	0	0	0	0
	Poll		3252418	100	3252418	0	100	0
	<b>Total (A)</b>		<b>3252418</b>	<b>100</b>	<b>3252418</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public Institutions	E-voting		0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	<b>Total (B)</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public Non-Institutions	E-voting	10344	4561	44.09	3420	1141	74.98	25.02
	Poll		5783	55.91	4087	1696	70.67	29.33
	<b>Total (C)</b>		<b>10344</b>	<b>100.00</b>	<b>7507</b>	<b>2837</b>	<b>72.57</b>	<b>27.43</b>
<b>Total (A+B+C)*</b>		<b>3262762</b>	<b>3262762</b>	<b>100.00</b>	<b>3259925</b>	<b>2837</b>	<b>99.91</b>	<b>0.09</b>

\* Excluding 5 votes rejected due to technical reasons and hence, not considered.



**Item No. 2:** To consider the continuance of office of Mr. Surinder Kumar Nagpal aged about 82 years, as an Independent Director of the Company for his remaining term valid up to 29<sup>th</sup> February, 2020.

- a) Resolution required : **Special Resolution**  
b) Whether promoter or Promoter Group are interested in the resolution : **No**

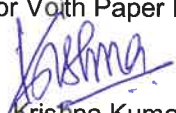
Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes - in favour	No. of votes against	% of votes in favour, on votes polled	% of votes against, on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	3252418	0	0	0	0	0	0
	Poll		3252418	100	3252418	0	100	0
	<b>Total (A)</b>		<b>3252418</b>	<b>100</b>	<b>3252418</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public Institutions	E-voting		0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	<b>Total (B)</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public Non-Institutions	E-voting	13704	4561	33.28	3420	1141	74.98	25.02
	Poll		9143	66.72	7447	1696	81.45	18.55
	<b>Total (C)</b>		<b>13704</b>	<b>100.00</b>	<b>10867</b>	<b>2837</b>	<b>79.30</b>	<b>20.70</b>
<b>Total (A+B+C)*</b>		<b>3266122</b>	<b>3266122</b>	<b>100.00</b>	<b>3263285</b>	<b>2837</b>	<b>99.91</b>	<b>0.09</b>

\* Excluding 5 votes rejected due to technical reasons and hence, not considered.

We hope that you would find the above in order. Kindly acknowledge receipt of above information/documents and take the same on records.

Thanking you.

Yours truly,  
For Voith Paper Fabrics India Limited

  
R. Krishna Kumar (DIN – 05344619)  
Managing Director  
Encl.: As stated.





**Scrutinizer's Combined Report for e-Voting and Postal Ballot**

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

To,  
The Chairman  
Voith Paper Fabrics India Limited  
(CIN: L74899HR1968PLC004895)  
Plot No. 113/114-A,  
Sector-24, Faridabad-121005  
(Haryana)

07.03.2019

**Subject: Combined Scrutinizer Report of e-voting and Postal Ballot of the Company concluded on Tuesday, the 5<sup>th</sup> March, 2019.**

Dear Sir,

We, **M/s. P C Jain & Co, Company Secretaries**, having our office at #2382, Sector-16, Faridabad-121002, Haryana have been appointed as Scrutinizer of **Voith Paper Fabrics India Limited** ("the Company") having its registered office at Plot No. 113/114-A, Sector-24, Faridabad-121005, Haryana for the purpose of scrutinizing the e-voting process and Postal Ballot Forms in a fair and transparent manner carried out as per the provisions of Section 108 & 110 of the Companies Act, 2013 read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 on the resolutions contained in the Notice dated 17<sup>th</sup> January, 2019.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means on the resolutions contained in the said Notice. Our responsibility as a Scrutinizer for the e-voting & postal ballot is restricted to make a Scrutiny of the Votes cast "in favour" or "against" the resolutions stated in the notice, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), at its portal i.e. [www.evotingindia.com](http://www.evotingindia.com) the authorized agency to provide e-voting facilities, engaged by the Company.

Page 1 of 4

Scrutinizer Report of Voith Paper Fabrics India Limited for the combined voting concluded on 5<sup>th</sup> March, 2019

**(CORPORATE LAW & INSOLVENCY ADVISOR)**

**Head Office:** 808, Skylark Building, 60, Nehru Place, New Delhi-110019  
Phone: 9811087881, (011) 49874370  
**Branch Office:** 2382, Sector-16, Faridabad-121002, Haryana  
Phone: 9811078338, (0129) 4043338  
**E-mail:** fcspcjain@gmail.com, Website: www.fcspcjain.com



We submit our report as under:-

1. The e-voting period commenced from Monday, 4<sup>th</sup> February, 2019, (09.00 a.m.) and ended on Tuesday, 5<sup>th</sup> March, 2019 (5.00 p.m.)
2. The shareholders holding shares as on the "cut off" date i.e. 25<sup>th</sup> January, 2019 were entitled to vote through e-Voting and Postal Ballot on the resolutions no. 1, 2 (as set out in Notice of the Postal Ballot).
3. The voting pattern was unblocked on Tuesday, the 5<sup>th</sup> March, 2019 at 5:00 pm in the presence of 2 witnesses, Ms. Shefali Garg and Ms. Purvika Jain who are not in the employment of the Company

Thereafter, the details containing inter alia, list of Equity Shareholders, who voted "for" or "against" were downloaded from the e- voting website of Central Depository Services (India) Limited (CDSL) [www.evotingindia.com](http://www.evotingindia.com)

4. Envelopes containing postal ballot forms received after 5:00 pm of 5<sup>th</sup> March, 2019, if any, were not considered by us for scrutiny.
5. The ballot papers, which were incomplete and / or which were otherwise found defective or if signature of any shareholder did not match with the records, have been treated as invalid and were kept separately. 1 (one) such ballot paper was treated as invalid.
6. A combined report of the Postal ballot and e-voting conducted is given below:

Description	Physical	Electronic	Total
No. of total votes received by the scrutinizer	3261566	4561	3266127
Rejected due to technical reasons	5	0	5
No. of valid votes	3261561	4561	3266122

7. The result of E-Voting as well as Postal ballot is as under:-

**Resolution No. 1 – Special Resolution:**

**To consider the continuance of office of Mr. Biren De aged about 85 years, as an independent Director of the Company for his remaining term valid up to 29<sup>th</sup> February, 2020.**



Method of Voting	Votes in favor of the Resolution		Votes against the Resolution		Invalid Votes		Total votes cast (in Nos.)
	Nos.	%age	Nos.	%age	Nos.	%age	
e-Voting	3420	0.10	1141	40.22	0	0	4561
Postal Ballot	3256505	99.90	1696	59.78	05	100	3258206
<b>Total</b>	<b>3259925</b>	<b>100.00</b>	<b>2837</b>	<b>100.00</b>	<b>05</b>	<b>100</b>	<b>3262767</b>
<b>Total (in %)</b>	<b>99.91</b>		<b>0.09</b>		<b>0.00</b>		<b>100.00</b>

**Resolution No. 2. – Special Resolution:**

To consider the continuance of office of Mr. Surinder Kumar Nagpal aged about 82 years, as an independent Director of the Company for his remaining term valid up to 29<sup>th</sup> February, 2020.

Method of Voting	Votes in favor of the Resolution		Votes against the Resolution		Invalid Votes		Total votes cast (in Nos.)
	Nos.	%age	Nos.	%age	Nos.	%age	
e-Voting	3420	0.10	1141	40.22	0	0	4561
Postal Ballot	3259865	99.90	1696	59.78	05	100.00	3261566
<b>Total</b>	<b>3263285</b>	<b>100.00</b>	<b>2837</b>	<b>100.00</b>	<b>05</b>	<b>100.00</b>	<b>3266127</b>
<b>Total (in %)</b>	<b>99.91</b>		<b>0.09</b>		<b>0.0001</b>		<b>100.00</b>

The Register, all other papers and relevant records relating to e-voting and Postal Ballot would be handed over for safe custody and for declaration of results to Mr. R. Krishna Kumar, the Managing Director of the company, who has been authorized by the Chairman of the Board to receive the voting papers and other documents from the Scrutinizer.

**Conclusion:**

**Item: 1 Special Resolution:**

To consider the continuance of office of Mr. Biren De aged about 85 years, as an independent Director of the Company for his remaining term valid up to 29<sup>th</sup> February, 2020.





Since the number of votes cast by the members in favor of resolution is more than three-fourth of the total number of votes, therefore, the proposed Special Resolution as contained in the Notice dated 17<sup>th</sup> January, 2019 may be declared as passed by requisite majority.

**Item: 2 Special Resolution:**

To consider the continuance of office of Mr. Surinder Kumar Nagpal aged about 82 years, as an independent Director of the Company for his remaining term valid up to 29<sup>th</sup> February, 2020.

Since the number of votes cast by the members in favor of resolution is more than three-fourth of the total number of votes, therefore, the proposed Special Resolution as contained in the Notice dated 17<sup>th</sup> January, 2019 may be declared as passed by requisite majority.


Thanking you,

Yours Sincerely,

For P C JAIN & Co.

(FRN: P2016HR051300)

Company Secretaries

  
(P.C. Jain)  
PARTNER  
CP No. 3349



Countersigned By:

  
(R. Krishna Kumar) (DIN – 05344619)  
Managing Director  
Voith Paper Fabrics India Limited

**Witness 1**

  
Name: SHEFALI GARG

ADD: P3/23A, SRS ROYALHILLS  
SECTOR-87, FARIDABAD  
Address:

**Witness 2**

  
Name: (PURVIKA JAIN)

Address:

HOUSE No 2382  
SECTOR-16  
FARIDABAD-121002