

**General information about company**

Scrip code	522122
NSE Symbol	
MSEI Symbol	
ISIN	INE285C01015
Name of the entity	Voith Paper Fabrics India Limited
Date of start of financial year	01-04-2022
Date of end of financial year	31-03-2023
Reporting Quarter	Quarterly
Date of Report	30-06-2022
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Top 2000 listed entities

**Annexure I**

**Annexure I to be submitted by listed entity on quarterly basis**

**I. Composition of Board of Directors**

Disclosure of notes on composition of board of directors explanatory											Textual Information(1)					
Whether the listed entity has a Regular Chairperson											Yes					
Whether Chairperson is related to MD or CEO											No					
PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post
ZZZZZ9999Z	08276536	Non-Executive - Nominee Director	Chairperson		07-07-1961	NA		10-11-2018			1	0	0	0		Text Info
AAHPN7314H	00062186	Non-Executive - Non Independent Director	Not Applicable		16-12-1944	Yes	30-09-2020	24-10-1998	01-04-2020		3	1	0	1		
AAOPN6435C	01171148	Non-Executive - Independent Director	Not Applicable		15-09-1936	Yes	28-08-2019	27-01-2010	01-03-2020		60	2	2	2	1	
AAXPB5614Q	07137715	Non-Executive - Independent Director	Not Applicable		25-07-1968	NA		06-02-2016	01-04-2020	31-05-2022	60	0	0	0	0	

**Text Block**

Textual Information(1)	<p>Notes on Composition of Board of directors for the quarter ended June, 2022.</p> <p>1. Mr. Benno Edmund Morlock was nominated as the new chairman by the holding company w.e.f. 6th July, 2018 or such later date, subject to his obtaining DIN and completion of other procedural formalities pertaining to his appointment. Mr. Morlock obtained DIN in due course and was accordingly formally inducted on the Board of Directors of the Company w.e.f. 10th November, 2018. He is a nominee of the holding company, not liable to retire by rotation.</p> <p>2. Mr. Ravinder Nath, originally appointed as a director, w.e.f. 24th October, 1998 and appointed as an Independent Director of the company w.e.f. 1st March, 2015 in terms of the provision of the Companies Act, 2013.</p> <p>Mr. Ravinder Nath was re-appointed as an Independent Director in terms of provision of Companies Act, 2013 and Listing Regulations, w.e.f. 1st March, 2020 for a further period of five years.</p> <p>However, the Board of Directors as well as the shareholders of the Company have approved the change in position/designation of Mr. Nath from an 'Independent Director' to a 'Non-executive Director' w.e.f. 1st April, 2020, liable to retire by rotation .</p> <p>3. Mr. S.K. Nagpal, originally inducted on the Board of the Company, w.e.f. 27th January, 2010 and was appointed as an Independent Director in terms of the provision of the Companies Act, 2013 w.e.f. 1st March, 2015.</p> <p>Mr. S.K. Nagpal, has been re-appointed as an Independent Director in terms of provision of Companies Act, 2013 and Listing Regulations, w.e.f. 1st March, 2020 for a further period of five years.</p> <p>4. Ms. Shahana Basu was appointed as an Additional Director w.e.f. 6th February, 2016, regularised as a woman director at the 46th AGM of the Company, on 8th July, 2016, liable to retire by rotation.</p> <p>Further, the Board of Directors as well as the Shareholders of the Company have approved the change in position/designation of Ms. Basu from a 'Non-executive woman Director' to an 'Independent Woman Director', w.e.f. 1st April, 2020, not liable to retire by rotation.</p> <p>Ms. Shahana Basu resigned from the office of 'Independent Woman Director' w.e.f. 31st May, 2022.</p> <p>5. The Board of Directors had approved the appointment of Mrs. Pallavi Dinodia Gupta, as an 'Independent Woman Director', w.e.f. 29th May, 2022, subject to approval by shareholders of the Company for an initial period of one year.</p> <p>6. The Board of Directors had approved the appointment of Dr. Deepti Gupta, as an 'Independent Woman Director', w.e.f. 30th July, 2020, subject to approval by shareholders of the Company. Subsequently, her appointment as an 'Independent Woman Director' effective from 30th July, 2020; has also been approved by shareholders of the Company at the AGM held on 30th September, 2020 in accordance with the provision of the Companies Act, 2013, for an initial period of five years.</p> <p>7. Mr. R. Krishna Kumar, appointed as an Additional Director w.e.f. 23rd July, 2014 and as the Managing Director of the Company w.e.f. 1st August, 2014 and re-appointed as Managing Director of the Company, for a further period of five years w.e.f. 1st August, 2019 till 31st July, 2024. His re-appointment as the Managing Director was approved by Board on 16th May, 2019 and by the shareholders of the company at the Annual General Meeting held on 28th August, 2019.</p>
Textual Information(2)	Foreign National

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	01171148	Surinder Kumar Nagpal	Non-Executive - Independent Director	Chairperson	27-01-2010		
2	06566637	Pallavi Dinodia Gupta	Non-Executive - Independent Director	Member	29-05-2022		
3	08481203	Deepti Gupta	Non-Executive - Independent Director	Member	30-07-2020		
4	07137715	Shahana Basu	Non-Executive - Independent Director	Member	30-07-2020	29-05-2022	
5	05344619	R Krishna Kumar	Executive Director	Member	29-05-2022		

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	01171148	Surinder Kumar Nagpal	Non-Executive - Independent Director	Chairperson	30-07-2020		
2	08276536	Benno Edmund Morlock	Non-Executive - Nominee Director	Member	10-11-2018		
3	08481203	Deepthi Gupta	Non-Executive - Independent Director	Member	27-05-2022		
4	07137715	Shahana Basu	Non-Executive - Independent Director	Member	30-07-2020	27-05-2022	

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00062186	Ravinder Nath	Non-Executive - Non Independent Director	Chairperson	30-01-2002		
2	05344619	R Krishna Kumar	Executive Director	Member	23-07-2014		
3	08481203	Deepti Gupta	Non-Executive - Independent Director	Member	30-07-2020		



Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	08276536	Benno Edmund Morlock	Non-Executive - Nominee Director	Chairperson	10-11-2018		
2	05344619	R Krishna Kumar	Executive Director	Member	23-07-2014		
3	00062186	Ravinder Nath	Non-Executive - Non Independent Director	Member	30-07-2020		
4	01171148	Surinder Kumar Nagpal	Non-Executive - Independent Director	Member	30-07-2020		



<b>Other Committee</b>						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

**Annexure 1****Annexure 1****III. Meeting of Board of Directors**

Disclosure of notes on meeting of board of directors explanatory							Textual Information(1)
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	07-02-2022				Yes	5	3
2	21-02-2022		13		Yes	6	3
3		24-05-2022	91		Yes	4	2

**Text Block**

Textual Information(1)

The Meeting originally convened on 24th May 2022, was continued, to consider the appointment of Independent Director and some other agenda matters, on following dates, in the Current Quarter:

25th May, 2022;  
27th May, 2022; and  
29th May, 2022.

**Annexure 1**

**IV. Meeting of Committees**

Disclosure of notes on meeting of committees explanatory								
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	Audit Committee	07-02-2022				Yes	3	3
2	Audit Committee	24-05-2022	105			Yes	2	2

**Annexure 1**

**V. Related Party Transactions**

Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	
Disclosure of notes on related party transactions			Textual Information(1)

**Text Block**

Textual Information(1)

All related party transactions have been carried out at 'Arm's Length' basis in the normal course of business; and that there were no 'Material Transactions' with any of the related party.

**Annexure 1****VI. Affirmations**

Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 500 listed entities)	NA
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes
9	Any comments/observations/advice of Board of Directors may be mentioned here:	Textual Information(1)

**Annexure 1**

Sr	Subject	Compliance status
1	Name of signatory	C.S. Gugliani
2	Designation	Company Secretary



**Text Block**

Textual Information(1)

1. The report for quarter ended 30th June, 2022 would be placed before the Board of Directors at the next meeting where the quarterly financial results for the period ended 30th June, 2022, would be taken up.
2. At the Board meeting held on 24th May 2022, the report for the quarter ended 31st March, 2022 was placed before the Board and noted by them.

**Signatory Details**

Name of signatory	C.S. Gugliani
Designation of person	Company Secretary
Place	Faridabad
Date	18-07-2022

