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### General information about company

|                                 |  |
|---------------------------------|--|
| Scrip code                      | 522122                                   |
| Name of the entity              | <b>Voith Paper Fabrics India Limited</b> |
| Date of start of financial year | 01-04-2015                               |
| Date of end of financial year   | 31-03-2016                               |
| Reporting Quarter               | Yearly                                   |
| Date of Report                  | 31-03-2016                               |
| Risk management committee       | Not Applicable                           |

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| 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                 |                 |                      |            |          |  |                         |                         |   |                   |                                | Add Notes  |   |  |       |
| Is there any change in composition of board of directors compare to previous quarter |                 |                      |            |          |  |                         |                         |   |                   |                                | Yes  |   |  |       |
| Sr   | Title (Mr / Ms) | Name of the Director | PAN        | DIN      | Category 1 of directors                  | Category 2 of directors | Category 3 of directors | Date of appointment in the current term | Date of cessation | Tenure of director (in months) | No of Directorship in listed entities including this listed entity | Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity | No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity | Notes |
| Add Delete   |                 |                      |            |          |  |                         |                         |   |                   |                                |  |   |  |       |
| 1  | Ms              | Shahana Basu         | AAXPB5614Q | 07137715 | Non-Executive - Non Independent Director | Not Applicable          |                         | 06-02-2016                              |                   |                                | 1  | 0   | 0  |       |

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**Annexure 1**

**II. Composition of Committees**

Disclosure of notes on composition of committees explanatory

Add Notes

Is there any change in composition of committees compare to previous quarter

No

| Sr | Name Of Committee | Name of Committee members | Category 1 of directors | Category 2 of directors | Name of other committee |
|----|-------------------|---------------------------|-------------------------|-------------------------|-------------------------|
|----|-------------------|---------------------------|-------------------------|-------------------------|-------------------------|

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### Annexure 1

#### III. Meeting of Board of Directors

Disclosure of notes on meeting of board of directors  
explanatory

[Add Notes](#)

Sr

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)

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1

30-10-2015

2

06-02-2016

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Disclosure of notes on meeting of committees explanatory

[Add Notes](#)

| Sr   | Name of Committee                         | Date(s) of meeting of the committee in the relevant quarter | Whether requirement of Quorum met (Yes/No) | Requirement of Quorum met (details) | Date(s) of meeting of the committee in the previous quarter | Maximum gap between any two consecutive meetings (in number of days) |
|--|---|---|--|-------------------------------------|---|--|
| <a href="#">Add</a> <a href="#">Delete</a> |   |   |  |                                     |   |  |
| 1  | Audit Committee                           | 06-02-2016  | Yes  | All the Committee members were p    | 30-10-2015  | 98   |
| 2  | Stakeholders Relationship Committee       | 06-02-2016  | Yes  | All the Committee members were p    | 30-10-2015  | 98   |
| 3  | Corporate Social Responsibility Committee | 06-02-2016  | Yes  | The Committee meeting was attend    | 30-10-2015  | 98   |

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**Annexure 1**

**V. Related Party Transactions**

| Sr  | Subject  | Compliance status<br>(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                              |  |
| <b>Disclosure of notes on related party transactions</b>              |  |                                  | <b>Add Notes</b>   |
| <b>Disclosure of notes of material transaction with related party</b> |  |                                  | <b>Add Notes</b>   |

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## 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<br><b>a. Audit Committee</b>  | Yes                        |
| 3  | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015.<br><b>b. Nomination &amp; remuneration committee</b>                               | Yes                        |
| 4  | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015.<br><b>c. Stakeholders relationship committee</b>                                   | Yes                        |
| 5  | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015.<br><b>d. Risk management committee (applicable to the top 100 listed entities)</b> | 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. Any comments/observations/advice of Board of Directors may be mentioned here:                               | <a href="#">Add Notes</a>  |
| 9  | <b>Any other information to be provided</b>  | <a href="#">Add Notes</a>  |

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| Sr | Item  | Compliance status<br>(Yes/No/NA) | If status is "No" details of non-compliance may be given here. | Web address   |
|----|---|----------------------------------|--|---|
| 1  | Details of business   | Yes                              |  | <a href="http://www.voithpaperfabricsindia.com">http://www.voithpaperfabricsindia.com</a> |
| 2  | Terms and conditions of appointment of independent directors  | Yes                              |  | <a href="http://www.voithpaperfabricsindia.com">http://www.voithpaperfabricsindia.com</a> |
| 3  | Composition of various committees of board of directors   | Yes                              |  | <a href="http://www.voithpaperfabricsindia.com">http://www.voithpaperfabricsindia.com</a> |
| 4  | Code of conduct of board of directors and senior management personnel   | Yes                              |  | <a href="http://www.voithpaperfabricsindia.com">http://www.voithpaperfabricsindia.com</a> |
| 5  | Details of establishment of vigil mechanism/ Whistle Blower policy  | Yes                              |  | <a href="http://www.voithpaperfabricsindia.com">http://www.voithpaperfabricsindia.com</a> |
| 6  | Criteria of making payments to non-executive directors  | NA                               |  |   |
| 7  | Policy on dealing with related party transactions   | Yes                              |  | <a href="http://www.voithpaperfabricsindia.com">http://www.voithpaperfabricsindia.com</a> |
| 8  | Policy for determining 'material' subsidiaries  | NA                               |  |   |
| 9  | Details of familiarization programmes imparted to independent directors   | Yes                              |  | <a href="http://www.voithpaperfabricsindia.com">http://www.voithpaperfabricsindia.com</a> |
| 10 | Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances | Yes                              |  | <a href="http://www.voithpaperfabricsindia.com">http://www.voithpaperfabricsindia.com</a> |
| 11 | email address for grievance redressal and other relevant details  | Yes                              |  | <a href="http://www.voithpaperfabricsindia.com">http://www.voithpaperfabricsindia.com</a> |
| 12 | Financial results   | Yes                              |  | <a href="http://www.voithpaperfabricsindia.com">http://www.voithpaperfabricsindia.com</a> |
| 13 | Shareholding pattern  | Yes                              |  | <a href="http://www.voithpaperfabricsindia.com">http://www.voithpaperfabricsindia.com</a> |
| 14 | Details of agreements entered into with the media companies and/or their associates   | Yes                              |  | <a href="http://www.voithpaperfabricsindia.com">http://www.voithpaperfabricsindia.com</a> |
| 15 | New name and the old name of the listed entity  | NA                               |  |   |
| 16 | Disclosure of notes on website in terms of Listing Regulations explanatory [Text Block]   |                                  | <a href="#">Add Notes</a>                                      |   |

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| Sr                                   | Particulars   | Regulation Number       | Compliance status (Yes/No/NA) | If status is "No" details of non-compliance may be given here. |
|--------------------------------------|---|-------------------------|-------------------------------|--|
| 1                                    | Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility' | 16(1)(b) & 25(6)        | Yes                           |  |
| 2                                    | Board composition   | 17(1)                   | Yes                           |  |
| 3                                    | Meeting of Board of directors   | 17(2)                   | Yes                           |  |
| 4                                    | Review of Compliance Reports  | 17(3)                   | Yes                           |  |
| 5                                    | Plans for orderly succession for appointments   | 17(4)                   | Yes                           |  |
| 6                                    | Code of Conduct   | 17(5)                   | Yes                           |  |
| 7                                    | Fees/compensation   | 17(6)                   | Yes                           |  |
| 8                                    | Minimum Information   | 17(7)                   | Yes                           |  |
| 9                                    | Compliance Certificate  | 17(8)                   | Yes                           |  |
| 10                                   | Risk Assessment & Management  | 17(9)                   | Yes                           |  |
| 11                                   | Performance Evaluation of Independent Directors   | 17(10)                  | Yes                           |  |
| 12                                   | Composition of Audit Committee  | 18(1)                   | Yes                           |  |
| 13                                   | Meeting of Audit Committee  | 18(2)                   | Yes                           |  |
| 14                                   | Composition of nomination & remuneration committee  | 19(1) & (2)             | Yes                           |  |
| 15                                   | Composition of Stakeholder Relationship Committee   | 20(1) & (2)             | Yes                           |  |
| 16                                   | Composition and role of risk management committee   | 21(1),(2),(3),(4)       | NA                            |  |
| 17                                   | Vigil Mechanism   | 22                      | Yes                           |  |
| 18                                   | Policy for related party Transaction  | 23(1),(5),(6),(7) & (8) | Yes                           |  |
| 19                                   | Prior or Omnibus approval of Audit Committee for all related party transactions                                   | 23(2), (3)              | Yes                           |  |
| 20                                   | Approval for material related party transactions  | 23(4)                   | NA                            |  |
| 21                                   | Composition of Board of Directors of unlisted material Subsidiary   | 24(1)                   | NA                            |  |
| 22                                   | Other Corporate Governance requirements with respect to subsidiary of listed entity                               | 24(2),(3),(4),(5) & (6) | NA                            |  |
| 23                                   | Maximum Directorship & Tenure   | 25(1) & (2)             | Yes                           |  |
| 24                                   | Meeting of independent directors  | 25(3) & (4)             | Yes                           |  |
| 25                                   | Familiarization of independent directors  | 25(7)                   | Yes                           |  |
| 26                                   | Memberships in Committees   | 26(1)                   | Yes                           |  |
| 27                                   | Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel | 26(3)                   | Yes                           |  |
| 28                                   | Disclosure of Shareholding by Non-Executive Directors   | 26(4)                   | Yes                           |  |
| 29                                   | Policy with respect to Obligations of directors and senior management   | 26(2) & 26(5)           | Yes                           |  |
| Any other information to be provided |   |                         |                               | <a href="#">Add Notes</a>                                      |

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| Sr  | Particulars  | Compliance status<br>(Yes/No/NA) |
|---|--|----------------------------------|
| 1   | The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied | NA                               |
| <b>Any other information to be provided</b> |  | <a href="#">Add Notes</a>        |

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| Signatory Details     |                          |
|-----------------------|--------------------------|
| Name of signatory     | C. S. Gugliani           |
| Designation of person | <b>Company Secretary</b> |
| Place                 | Faridabad                |
| Date                  | 11-04-2016               |

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