

6<sup>th</sup> July, 2018

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

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

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

Dear Sir/Madam,

Please note that, pursuant to provisions of Sections 108 and 109 and other applicable provisions of the Companies Act, 2013, read with Companies (Management and Administration) Rules, 2014 and regulation 44 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015; Company has conducted the processes of E-voting and poll, to obtain approval of its members/shareholders on the resolutions for following business items at the Forty Eighth Annual General Meeting of the company, held on Thursday, 5<sup>th</sup> July, 2018:

1. To consider and adopt the Audited Financial Statements for the financial year ended 31<sup>st</sup> March, 2018, together with the Board's Report & Auditor's Report thereon.
2. To declare a dividend.
3. To consider re-appointment of Ms. Shahana Basu (DIN: 07137715) as a Director, who retires by rotation.
4. To ratify the appointment of Statutory Auditors of the Company and to fix their remuneration.

The requisite resolution(s) have been duly passed by the members/shareholders, through polling papers and e-voting.

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 Voting Results by poll (including e-voting), **considering only the valid votes casted by shareholders/members:**

Date of AGM	5 <sup>th</sup> July, 2018
Total number of shareholders on record date	4062 shareholders as at 29 <sup>th</sup> June, 2018 (record date)
No. of shareholders present in the meeting either in person or through proxy : <ul style="list-style-type: none"><li>▪ Promoter and Promoter Group:</li><li>▪ Public :</li></ul>	53 (Fifty Three)  01 (One) 52 (Fifty Two)
No. of shareholders attended the meeting through Video Conferencing:  Promoter and Promoter Group: Public:	None, as not arranged.  Not applicable Not applicable



## Agenda/Item wise disclosure:

**Item No. 1:** To consider and adopt the Audited Financial Statements for the financial year ended 31<sup>st</sup> March, 2018, together with the Board's Report & Auditor's Report thereon.

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

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
	Total (A)		3252418	100	3252418	0	100	0
Public Institutions	E-voting		0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total (B)		0	0	0	0	0	0
Public Non-Institutions	E-voting	4448	2436	54.77	2421	15	99.38	0.62
	Poll		2012	45.23	1990	22	98.91	1.09
	Total (C)		4448	100.00	4411	37	99.17	0.83
<b>Total (A+B+C)*</b>		<b>3256866*</b>	<b>3256866*</b>	<b>100.00</b>	<b>3256829</b>	<b>37</b>	<b>99.999</b>	<b>0.001</b>

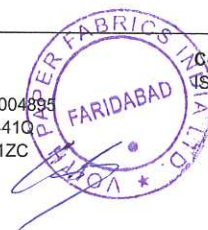
\* Excluding 10337 votes casted in favour of resolution, but rejected due to technical reasons and hence, excluded in reporting.

**Item No. 2:** To declare a dividend.

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

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
	Total (A)		3252418	100	3252418	0	100	0
Public Institutions	E-voting		0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total (B)		0	0	0	0	0	0
Public Non-Institutions	E-voting	4448	2436	54.77	2421	15	99.38	0.62
	Poll		2012	45.23	1992	20	98.91	0.99
	Total (C)		4448	100.00	4413	35	99.17	0.79
<b>Total (A+B+C)*</b>		<b>3256866*</b>	<b>3256866*</b>	<b>100.00</b>	<b>3256831</b>	<b>35</b>	<b>99.999</b>	<b>0.001</b>

\* Excluding 10337 votes casted in favour of resolution, but rejected due to technical reasons and hence, excluded in reporting.



**Item No. 3:** To consider re-appointment of Ms. Shahana Basu (DIN: 07137715) as a Director, who retires by rotation and being eligible, offers herself for re-appointment.

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

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
	Total (A)		3252418	100	3252418	0	100	0
Public Institutions	E-voting		0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total (B)		0	0	0	0	0	0
Public Non-Institutions	E-voting	4448	2436	54.77	2421	15	99.38	0.62
	Poll		2012	45.23	1990	22	98.91	1.09
	Total (C)		4448	100.00	4411	37	99.17	0.83
<b>Total (A+B+C)*</b>		<b>3256866*</b>	<b>3256866*</b>	<b>100.00</b>	<b>3256829</b>	<b>37</b>	<b>99.999</b>	<b>0.001</b>

\* Excluding 10337 votes casted in favour of resolution, but rejected due to technical reasons and hence, excluded in reporting.

**Item No. 4:** To ratify the appointment of Statutory Auditors of the Company and to fix their remuneration.

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

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
	Total (A)		3252418	100	3252418	0	100	0
Public Institutions	E-voting		0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total (B)		0	0	0	0	0	0
Public Non-Institutions	E-voting	4448	2436	54.77	2421	15	99.38	0.62
	Poll		2012	45.23	1990	22	98.91	1.09
	Total (C)		4448	100.00	4411	37	99.17	0.83
<b>Total (A+B+C)*</b>		<b>3256866*</b>	<b>3256866*</b>	<b>100.00</b>	<b>3256829</b>	<b>37</b>	<b>99.999</b>	<b>0.001</b>

\* Excluding 10337 votes casted in favour of resolution, but rejected due to technical reasons and hence, excluded in reporting.



# VOITH

Registered Office:  
Voith Paper Fabrics India Limited  
113/114 A, Sector-24  
Faridabad (Haryana)  
Delhi NCR / 121 005 / India  
Phone +91 129 4292 200  
Fax +91 129 2232 072

We are also enclosing a copy of the scrutinizer's consolidated report in this regard for your reference and records.

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



C.S. Gugliani  
Company Secretary  
FCS No. 4301  
Encl.: As stated.



**Scrutinizer's Combined Report for e-Voting and poll**

(Pursuant to Section 108 & 109 of the Companies Act, 2013 and Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014)

To,  
The Chairman  
(At 48<sup>th</sup> Annual General Meeting)  
Voith Paper Fabrics India Limited  
(CIN: L74899HR1968PLC004895)  
Plot No. 113/114-A,  
Sector-24, Faridabad-121005  
(Haryana)

48<sup>th</sup> Annual General Meeting (AGM) of Voith Paper Fabrics India Limited held on Thursday, the 5<sup>th</sup> July, 2018 at 3:30 p.m., at Hotel Radisson Blu Faridabad, Sector 20-B, Mathura Road, Faridabad - 121001, Haryana.

**Subject: Combined Scrutinizer Report of e-voting and poll at the 48<sup>th</sup> AGM of the Company held on Thursday, the 5<sup>th</sup> July, 2018**

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 poll process in a fair and transparent manner, carried out as per the provisions of Section 108 & 109 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 on below mentioned resolutions at the 48<sup>th</sup> Annual General Meeting (AGM) of the members of the Company held on Thursday, 5<sup>th</sup> July, 2018 at 3:30 p.m., at Hotel Radisson Blu Faridabad, Sector 20-B, Mathura Road, Faridabad - 121001, Haryana. We submit our report as under:-



1. After the time fixed for closing of the poll by the Chairman, the ballot box kept for polling was locked in presence of members, with due identification marks placed by us.
2. The e-voting period remained open from Monday, 2<sup>nd</sup> July, 2018, 09.00 a.m. and ended on Wednesday, 4<sup>th</sup> July, 2018, 5.00 p.m.
3. The shareholders those holding shares as on the "cut off" date i.e. 29<sup>th</sup> June, 2018 were entitled to vote through e-Voting and poll on the resolutions no. 1, 2, 3 & 4 as set out in Notice of the 48<sup>th</sup> AGM of the Company issued pursuant to the Section 101 of the Companies Act, 2013.
4. The Locked Ballot box was subsequently opened in our presence and poll papers were diligently scrutinized. The Poll Papers were reconciled with the records maintained by the Company/Registrar and Transfer Agents of the Company and the Authorizations/ Proxies lodged with the Company.
5. The votes for e-Voting process were unlocked on Thursday, the 5<sup>th</sup> July, 2018 after the conclusion of AGM in the presence of two witnesses, CS Purvika Jain (A-47373) and Ms. Rashi Singla 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)

6. The shareholders attended the 48<sup>th</sup> Annual General Meeting of the Company on Thursday, the 5<sup>th</sup> July, 2018 and voted through poll thereat. The total numbers of polling papers received by the Company at AGM were 29 (Twenty Nine) which includes 1 (One) poll paper which was rejected due to technical reason.
7. A combined report of the poll and e-voting conducted is given below:

Description	Physical	Electronic	Total
No. of total votes received by the scrutinizer	3264767	2436	3267203
Rejected due to technical reasons	10337	0	10337
No. of valid votes	3254430	2436	3256866



8. The result of E-Voting as well as poll is as under:-

1. To consider and adopt the Audited Financial Statements for the financial year ended as on 31<sup>st</sup> March, 2018, together with the Board's Report and Auditor's Report thereon by ORDINARY RESOLUTION:-

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	2421	0.07	15	40.54	0	0	2436
Poll	3254408	99.93	22	59.46	10337	100.00	3264767
<b>Total</b>	<b>3256829</b>	<b>100.00</b>	<b>37</b>	<b>100.00</b>	<b>10337</b>	<b>100.00</b>	<b>3267203</b>
<b>Total (in %)</b>		<b>99.683</b>		<b>0.001</b>		<b>0.316</b>	<b>100</b>

2. To declare a dividend by ORDINARY RESOLUTION:-

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	2421	0.07	15	42.86	0	0	2436
Poll	3254410	99.93	20	57.14	10337	100.00	3264767
<b>Total</b>	<b>3256831</b>	<b>100.00</b>	<b>35</b>	<b>100.00</b>	<b>10337</b>	<b>100.00</b>	<b>3267203</b>
<b>Total (in %)</b>		<b>99.683</b>		<b>0.001</b>		<b>0.316</b>	<b>100</b>

3. To consider the re-appointment of Ms. Shahana Basu (DIN: 07137715) as a Director, who retires by rotation and being eligible, offers herself for re-appointment by ORDINARY RESOLUTION:-

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	2421	0.07	15	40.54	0	0	2436
Poll	3254408	99.93	22	59.46	10337	100.00	3264767
<b>Total</b>	<b>3256829</b>	<b>100.00</b>	<b>37</b>	<b>100.00</b>	<b>10337</b>	<b>100.00</b>	<b>3267203</b>
<b>Total (in %)</b>		<b>99.683</b>		<b>0.001</b>		<b>0.316</b>	<b>100</b>



4. To ratify the appointment of Statutory Auditors of the Company and to fix their remuneration by ORDINARY RESOLUTION:-

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	2421	0.07	15	40.54	0	0	2436
Poll	3254408	99.93	22	59.46	10337	100.00	3264767
<b>Total</b>	3256829	100.00	37	100.00	10337	100.00	3267203
<b>Total (in %)</b>	99.683		0.001		0.316		100

The Register, all other papers and relevant records relating to e-voting and poll paper would be handed over for safe custody and for declaration of results to Mr. C.S. Gugliani (Company Secretary) who has been authorized by the chairman of the meeting to receive the voting papers and other documents from the Scrutinizer.

**Conclusion:**

**Item: 1 Ordinary Resolution to consider and adopt the Audited Financial Statements for the financial year ended as on 31<sup>st</sup> March, 2018, together with the Board's Report and Auditor's Report thereon.**

Since the number of votes cast by the members in favor of resolution is more than the number of votes cast against the resolution, therefore, the proposed Ordinary Resolution may be declared as passed by requisite majority.

**Item: 2 Ordinary Resolution to declare a dividend.**

Since the number of votes cast by the members in favor of resolution is more than the number of votes cast against the resolution, therefore, the proposed Ordinary Resolution may be declared as passed by requisite majority.

**Item: 3 Ordinary Resolution to consider re-appointment of Ms. Shahana Basu (DIN: 07137715) as a Director, who retires by rotation and being eligible, offers herself for re-appointment.**

Since the number of votes cast by the members in favor of resolution is more than the number of votes cast against the resolution, therefore, the proposed Ordinary Resolution may be declared as passed by requisite majority.



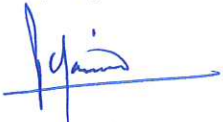


**Item: 4 Ordinary Resolution to ratify and confirm the appointment of Statutory Auditors of the Company and to fix their remuneration.**

Since the number of votes cast by the members in favor of resolution is more than the number of votes cast against the resolution, therefore, the proposed Ordinary Resolution may be declared as passed by requisite majority.

Thanking you,  
Yours Sincerely,

For P C JAIN & Co.  
(FRN: P2016HR051300)  
Company Secretaries


  
(P.C. Jain)  
Managing Partner  
CP No. 3349  
M. No. F-4103



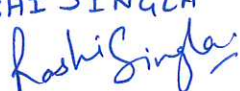
Countersigned By:

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

**Witness 1**

Name: PURVIKA JAIN  
  
Address: H.No-2382, SECTOR-16,  
FARIDABAD, 121002, HARYANA

**Witness 2**

Name: RASHI SINGLA  
  
Address: H.No.59, WARD-5,  
BRAHMANWARA,  
BALLABGARH,  
FARIDABAD-121004

Place: Faridabad

Date: 05<sup>th</sup> July, 2018