

7<sup>th</sup> July, 2017

**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 Seventh Annual General Meeting of the company, held on Thursday, 6<sup>th</sup> July, 2017:

1. To consider and adopt the Audited Financial Statements for the financial year ended 31<sup>st</sup> March, 2017, together with the Board's Report & Auditor's Report thereon.
2. To declare a dividend.
3. To consider re-appointment of Mr. R. Krishna Kumar (DIN: 05344619) as a Director, who retires by rotation and being eligible, offers himself for re-appointment.
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):

Date of AGM	6 <sup>th</sup> July, 2017
Total number of shareholders on record date	4101 equity shareholders as at 30 <sup>th</sup> June, 2017
No. of shareholders present in the meeting either in person or through proxy :	60 (Sixty)
Promoter and Promoter Group:	01 (One)
Public :	59 (Fifty Nine)
No. of shareholders attended the meeting through Video Conferencing:	None, as not arranged.
Promoter and Promoter Group:	Not applicable
Public:	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, 2017, 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	28517	2492	8.74	2492	0	100.00	0
	Poll		26025	91.26	26025	0	100.00	0
	Total (C)		28517	100.00	28517	0	100.00	0
Total (A+B+C)		3280935	3280935	100.00	3280935	0	100.00	0

**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	28517	2492	8.74	2492	0	100.00	0
	Poll		26025	91.26	26025	0	100.00	0
	Total (C)		28517	100.00	28517	0	100.00	0
Total (A+B+C)		3280935	3280935	100.00	3280935	0	100.00	0



**Item No. 3:** To consider re-appointment of Mr. R. Krishna Kumar (DIN: 05344619) as a Director, who retires by rotation and being eligible, offers himself for re-appointment.

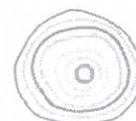
- a) Resolution required : Ordinary Resolution  
b) Whether promoter or Promoter Group are interested in the resolution : No

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
	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	28517	2492	8.74	2492	0	100.00	0
	Poll		26025	91.26	26024	1	99.99615	0.00384
	Total (C)		28517	100.00	28516	1	99.99649	0.00351
Total (A+B+C)		3280935	3280935	100.00	3280934	1	99.99997	0.00003

**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 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
	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	28517	2492	8.74	2492	0	100.00	0
	Poll		26025	91.26	26025	0	100.00	0
	Total (C)		28517	100.00	28517	0	100.00	0
Total (A+B+C)		3280935	3280935	100.00	3280935	0	100.00	0



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

47<sup>th</sup> Annual General Meeting of Voith Paper Fabrics India Limited held on Thursday, the 6<sup>th</sup> July, 2017 at 3:30 p.m., at Magpie Tourist Complex of Haryana Tourism Corporation Limited, Sector- 16A, Mathura Road, Faridabad- 121002, Haryana.

**Subject: Combined Scrutinizer Report of e-voting and poll at the 47<sup>th</sup> AGM of the Company held on Thursday, the 6<sup>th</sup> July, 2017**

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 47<sup>th</sup> Annual General Meeting (AGM) of the members of the Company held on Thursday, the 6<sup>th</sup> July, 2017 at 3:30 p.m., at Magpie Tourist Complex of Haryana Tourism Corporation Limited, Sector- 16A, Mathura Road, Faridabad- 121002, 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, 3<sup>rd</sup> July, 2017, 09.00 Hrs (9:00 AM) and ended on Wednesday, 5<sup>th</sup> July, 2017, 17:00 Hrs (5.00 PM).

Office : 2382, 1st Floor, Sector-16, Faridabad - 121 002 (Delhi NCR)

Phone : 91-129-4043338, +91 9811078338

E-mail : fcspcjain@gmail.com, website : www.cspcjain.com

**(Registered Insolvency Professional by IBBI)**

**Branch Office : New Delhi & Surat (Gujarat)**



3. The shareholders those holding shares as on the "cut off" date i.e. 30<sup>th</sup> June, 2017 were entitled to vote through e-Voting and poll on the resolutions no. 1, 2, 3 & 4 as set out in Notice of the 47<sup>th</sup> Annual General Meeting 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 6<sup>th</sup> July, 2017 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.
6. No poll papers were found invalid.

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)

7. The shareholders attended the 47<sup>th</sup> Annual General Meeting of the Company on Thursday, the 6<sup>th</sup> July, 2017 and voted through poll thereat. The total numbers of polling papers received by the Company at AGM were 18 (eighteen).
8. A combined report of the poll and e-voting conducted is given below:

<b>Description</b>	<b>Physical</b>	<b>Electronic</b>	<b>Total</b>
No. of total votes received by the scrutinizer	3278443	2492	3280935
Rejected due to technical reasons	0	0	0
No. of valid votes	3278443	2492	3280935



9. 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 31<sup>st</sup> March, 2017, 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	2492	0.08	0	0	0	0	2492
Poll	3278443	99.92	0	0	0	0	3278443
<b>Total</b>	<b>3280935</b>	<b>100</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>3280935</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	2492	0.08	0	0	0	0	2492
Poll	3278443	99.92	0	0	0	0	3278443
<b>Total</b>	<b>3280935</b>	<b>100</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>3280935</b>

3. To consider re-appointment of Mr. R. Krishna Kumar (DIN: 05344619) as a Director, who retires by rotation and being eligible, offers himself 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	2492	0.08	0	0	0	0	2492
Poll	3278442	99.92	1	100	0	0	3278443
<b>Total</b>	<b>3280934</b>	<b>100</b>	<b>1</b>	<b>100</b>	<b>0</b>	<b>0</b>	<b>3280935</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	
<b>e-Voting</b>	2492	0.08	0	0	0	0	2492
<b>Poll</b>	3278443	99.92	0	0	0	0	3278443
<b>Total</b>	3280935	100	0	0	0	0	3280935

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 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 31<sup>st</sup> March, 2017, together with the Board's Report and Auditor's Report thereon.**

Since all the valid votes cast by the members are in favor of resolution, therefore, the proposed Ordinary Resolution may be declared as passed unanimously.

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

Since all the valid votes cast by the members are in favor of resolution, therefore, the proposed Ordinary Resolution may be declared as passed unanimously.

**Item: 3 Ordinary Resolution to consider re-appointment of Mr. R. Krishna Kumar (DIN: 05344619) as a Director, who retires by rotation and being eligible, offers himself 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.



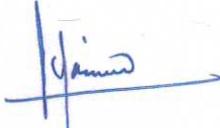
**Item: 4 Ordinary Resolution to ratify the appointment of Statutory Auditors of the Company and to fix their remuneration.**

Since all the valid votes cast by the members are in favor of resolution, therefore, the proposed Ordinary Resolution may be declared as passed unanimously.

Thanking you,

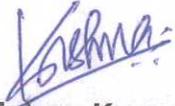
Yours Sincerely,

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

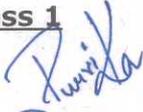
  
**(P.C. Jain)**  
**PARTNER**  
**CP No. 3349**  
**M.No. F-4103**



**Countersigned By:-**

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

**Witness 1**

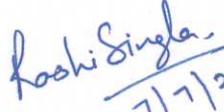
  
**Name: Purnika Jain**  
**A-47373**  
**7/7/2017**

**Address: House No- 2382,**  
**Sector-16, Faridabad,**  
**121002, Haryana**

**Place: Faridabad**

**Date: 07<sup>th</sup> July, 2017**

**Witness 2**

  
**Name: Rashi Singla.**  
**7/7/2017**

**Address: H.No. 59,**  
**Ward no. 5, Brahman**  
**wara, Ballabgarh,**  
**Faridabad - 121004**