

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	01-04-2020
Date of end of financial year	31-03-2021
Reporting Quarter	Half Yearly
Date of Report	30-09-2020
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Top 1000 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

Sr	Title (Mr / Ms)	Name of the Director	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)	Notes for not providing PAN	Notes for not providing DIN
1	Mr	Benno Edmund Morlock	ZZZZ9999Z	08276536	Non-Executive - Nominee Director	Chairperson related to Promoter		07-07-1961	NA		10-11-2018			1	0	0	0		Textual Information(2)	
2	Mr	Biren De	AAAPD2028H	00011607	Non-Executive - Independent Director	Not Applicable		01-07-1933	Yes	28-08-2019	10-09-1986	01-03-2020	30-07-2020	60	1	1	1	0		
3	Mr	Ravinder Nath	AAHPN7314H	00062186	Non-Executive - Non Independent Director	Not Applicable		16-12-1944	Yes	30-09-2020	24-10-1998	01-04-2020		3	2	0	1			
4	Mr	Surinder Kumar Nagpal	AAOPN6435C	01171148	Non-Executive - Independent Director	Not Applicable		15-09-1936	Yes	28-08-2019	27-01-2010	01-03-2020		60	3	3	2	1		

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson

Sr	Title (Mr / Ms)	Name of the Director	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)	Notes for not providing PAN	Notes for not providing DIN
5	Ms	Shahana Basu	AAXPB5614Q	07137715	Non-Executive - Independent Director	Not Applicable		25-07-1968	NA		06-02-2016	01-04-2020		60	2	1	1	0		
6	Mrs	Deepti Gupta	AAAPG1134F	08481203	Non-Executive - Independent Director	Not Applicable		29-11-1965	NA		30-07-2020			60	1	1	2	0		
7	Mr	R. Krishna Kumar	AERPR8624L	05344619	Executive Director	Not Applicable	MD	30-05-1975	NA		01-08-2014	01-08-2019		60	1	0	1	0		

Text Block	
Textual Information(1)	<p>Notes on Composition of Board of directors for the quarter ended September, 2020.</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. Biren De, originally appointed as a director, w.e.f. 10th September, 1986 and appointed as an Independent Director of the Company w.e.f. 1st March, 2015 in terms of provision of Companies Act, 2013. Mr. Biren De, was re-appointed as an Independent Director in terms of applicable provisions of Companies Act, 2013 and Listing Regulations, w.e.f. 1st March, 2020 for a further period of five years.</p> <p>However, Mr. Biren De has ceased to be a director of this company w.e.f. 30th July, 2020. Accordingly, particulars of his Directorships, Independent Directorships and Memberships in Audit/Stakeholders Committees have been given in this quarterly report, as it stood on the date of his resignation i.e. as at 30th July, 2020.</p> <p>3. 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, subject to approval of shareholders of the company, the Board has approved the change in position/designation of Mr. Nath from an 'Independent Director' to a 'Non-executive Director', liable to retire by rotation w.e.f. 1st April, 2020. Further, the said change in his position/designation 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.</p> <p>4. Mr. S.K. Nagpal, originally inducted on the Board of the Company, w.e.f. 27th January, 2010 and 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>5. 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, subject to approval of shareholders of the company, the Board has 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. The said change in her position/designation has also been approved by shareholders of the Company at the AGM held on 30th September, 2020 in accordance with the provisions of the Companies Act, 2013, for a period of five years, not liable to retire by rotation.</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

Annexure 1	
II. Composition of Committees	
Disclosure of notes on composition of committees explanatory	Textual Information(1)

Annexure 1 Text Block

Textual Information(1)

Consequent upon the resignation of Mr. Biren De from the Board of the Company, the Committees of the Board were reconstituted by the Board of Directors at its meeting held on 30-07-2020.

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	00011607	Biren De	Non-Executive - Independent Director	Member	31-01-2002	30-07-2020	
3	07137715	Shahana Basu	Non-Executive - Independent Director	Member	30-07-2020		
4	08481203	Deepti Gupta	Non-Executive - Independent Director	Member	30-07-2020		

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	00011607	Biren De	Non-Executive - Independent Director	Chairperson	30-01-2002	30-07-2020	
3	08276536	Benno Edmund Morlock	Non-Executive - Nominee Director	Member	10-11-2018		
4	07137715	Shahana Basu	Non-Executive - Independent Director	Member	30-07-2020		

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		
4	07137715	Shahana Basu	Non-Executive - Independent Director	Member	01-04-2019	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	00011607	Biren De	Non-Executive - Independent Director	Member	28-04-2014	30-07-2020	
3	05344619	R. Krishna Kumar	Executive Director	Member	23-07-2014		
4	00062186	Ravinder Nath	Non-Executive - Non Independent Director	Member	30-07-2020		
5	01171148	Surinder Kumar Nagpal	Non-Executive - Independent Director	Member	30-07-2020		

Other Committee						
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*	No. of Independent Directors attending the meeting*
1		30-07-2020			Yes	3	1
2		10-08-2020	10		Yes	6	3

Text Block

Textual Information(1)

SEBI, vide circular No. SEBI/HO/CFD/CMD1/P/2020/38 dated 19th March, 2020, had relaxed the requirement of the maximum stipulated gap of 120 days between two meetings of the Board and Audit Committees of listed entities, owing to the COVID-19 pandemic. This relaxation was provided for the meeting held/proposed to be held between the period 1st December, 2019 and 30th June, 2020.

Further SEBI vide circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/110 had further extended the above relaxations till 31st July, 2020.

Hence, no board meeting was held during the previous quarter, i.e., between 1st April 2020 to 30th June 2020.

Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory							Textual Information(1)	No. of Independent Directors attending the meeting*
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*	
1	Audit Committee	30-07-2020				Yes	3	2
2	Audit Committee	10-08-2020	10			Yes	2	2
3	Nomination and remuneration committee	30-07-2020				Yes	2	2
4	Stakeholders Relationship Committee	30-07-2020				Yes	2	0

Text Block

Textual Information(1)	<p>SEBI, vide circular No. SEBI/HO/CFD/CMD1/P/2020/38 dated 19th March, 2020, had relaxed the requirement of the maximum stipulated gap of 120 days between two meetings of the Board and Audit Committees of listed entities, owing to the COVID-19 pandemic. This relaxation was provided for the meeting held/proposed to be held between the period 1st December, 2019 and 30th June,2020.</p> <p>Further SEBI vide circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/110 has further extended the above relaxations till 31st July, 2020.</p> <p>Hence, no committee meeting was held during the previous quarter April to June 2020.</p>
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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 September, 2020 would be placed before the Board of Directors at the next meeting where the quarterly financial results for the period ended 30th September, 2020, would be taken up.
2. At the Board meeting held on 30th July, 2020, the reports for the two quarters ended 31st March, 2020 and 30th June, 2020 were placed before the Board and noted by them.

Annexure III**III. Affirmations**

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
5	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
Any other information to be provided				

Annexure III

1	Name of signatory	C.S. Gugliani
2	Designation	Company Secretary

Signatory Details	
Name of signatory	C.S. Gugliani
Designation of person	Company Secretary
Place	Faridabad
Date	13-10-2020

