

18th August, 2022

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 Disclosure Requirements) Regulations, 2015

Dear Sir/Madam,

Please note that, pursuant to provisions of Sections 108 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 Disclosure Requirements) Regulations, 2015; Company has conducted the processes of Remote E-voting and E-voting at the AGM, to obtain approval of its members/shareholders on the resolutions for following business items at the 52nd Annual General Meeting of company, held on Wednesday, 17th August, 2022:

1. To consider and adopt the Audited Financial Statements for the financial year ended 31st March, 2022, together with the Board's Report & Auditor's Report thereon.
2. To declare a dividend.
3. To consider the 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 consider and approve Material Related Party Transactions.
5. To consider and approve the appointment of Ms. Pallavi Dinodia Gupta (DIN: 06566637) as an Independent Director for a term of one year, effective from 29th May, 2022.

The requisite resolution(s) have been duly passed by the shareholders, through Remote E-voting 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, **considering the valid votes casted by shareholders/members:**

Date of AGM	17 th August, 2022
Total number of shareholders on record date	4482 shareholders, as at the record date of 10 th August, 2022.
No. of shareholders present in the meeting either in person or through proxy:	None
▪ Promoter and Promoter Group:	
▪ Public:	
No. of shareholders attended the meeting through Video Conferencing:	51 (Fifty One)
▪ Promoter and Promoter Group:	01 (One)
▪ Public:	50 (Fifty)

Agenda/Item wise disclosure:

Item No. 1: To consider and adopt the Audited Financial Statements for the financial year ended 31st March, 2022, together with the Board's Report & Auditor's Report thereon.

- 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	3252418	100	3252418	0	100	0
	At AGM		0	0	0	0	0	0
	Total (A)		3252418	100	3252418	0	100	0
Public Institutions	E-voting	0	0	0	0	0	0	0
	At AGM		0	0	0	0	0	0
	Total (B)		0	0	0	0	0	0
Public Non-Institutions	E-voting	3957	1031	26.06	1026	5	99.52	0.48
	At AGM		2926	73.94	2926	0	100	0
	Total (C)		3957	100.00	3952	5	99.87	0.13
Total (A+B+C)*		3256375	3256375	100.00	3256370	5	99.9998	0.0002

Item No. 2: To declare a dividend.

- 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	3252418	100	3252418	0	100	0
	At AGM		0	0	0	0	0	0
	Total (A)		3252418	100	3252418	0	100	0
Public Institutions	E-voting	0	0	0	0	0	0	0
	At AGM		0	0	0	0	0	0
	Total (B)		0	0	0	0	0	0
Public Non-Institutions	E-voting	3957	1031	26.06	1026	5	99.52	0.48
	At AGM		2926	73.94	2926	0	100	0
	Total (C)		3957	100.00	3952	5	99.87	0.13
Total (A+B+C)*		3256375	3256375	100.00	3256370	5	99.9998	0.0002

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	3252418	100	3252418	0	100	0
	At AGM		0	0	0	0	0	0
	Total (A)		3252418	100	3252418	0	100	0
Public Institutions	E-voting	0	0	0	0	0	0	0
	At AGM		0	0	0	0	0	0
	Total (B)		0	0	0	0	0	0
Public Non-Institutions	E-voting	3957	1031	26.06	676	355	65.57	34.43
	At AGM		2926	73.94	2926	0	100	0
	Total (C)		3957	100.00	3602	355	91.03	8.97
Total (A+B+C)*		3256375	3256375	100.00	3256370	355	99.9891	0.0109

Item No. 4: To consider and approve Material Related Party Transactions.

- a) Resolution required : Ordinary Resolution
b) Whether promoter or Promoter Group are interested in the resolution : Yes

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
	At AGM		0	0	0	0	0	0
	Total (A)		0	0	0	0	0	0
Public Institutions	E-voting	0	0	0	0	0	0	0
	At AGM		0	0	0	0	0	0
	Total (B)		0	0	0	0	0	0
Public Non-Institutions	E-voting	3957	1031	26.06	1026	5	99.52	0.48
	At AGM		2926	73.94	2926	0	100	0
	Total (C)		3957	100.00	3952	5	99.87	0.13
Total (A+B+C)*		3256375	3957	100.00	3952	5	99.8736	0.1264

Item No. 5: To consider and approve the appointment of Ms. Pallavi Dinodia Gupta (DIN: 06566637) as an Independent Director for a term of one year, effective from 29th May, 2022.

- a) Resolution required : Special 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	3252418	100	3252418	0	100	0
	At AGM		0	0	0	0	0	0
	Total (A)		3252418	100	3252418	0	100	0
Public Institutions	E-voting	0	0	0	0	0	0	0
	At AGM		0	0	0	0	0	0
	Total (B)		0	0	0	0	0	0
Public Non-Institutions	E-voting	3957	1031	26.06	676	355	65.57	34.43
	At AGM		2926	73.94	2926	0	100	0
	Total (C)		3957	100.00	3602	355	91.03	8.97
Total (A+B+C)*		3256375	3256375	100.00	3256370	355	99.9891	0.0109

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 and request you to take the same on records.

Thanking you.

Yours truly,
For Voith Paper Fabrics India Limited


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





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P.C. JAIN & Co.

Company Secretaries
(Corporate Law & Insolvency Resolution Advisor)

Combined Scrutinizer's Report

To,
The Chairman
Voith Paper Fabrics India Limited
113/114-A, Sector-24
Faridabad- 121005
Haryana

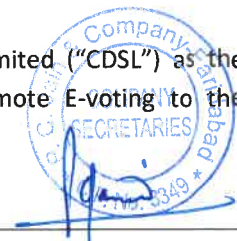
Subject: Passing of Resolution(s) through remote e-voting and voting electronically at the 52nd Annual General Meeting ("AGM") of Voith Paper Fabrics India Limited held through Video Conferencing ("VC") or Other Audio Visual Means ("OVAM") on 17th August, 2022, pursuant to section 108 of Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and pursuant to the General Circulars dated 8th April, 2020; 13th April, 2020; 5th May, 2020; as well as Circular dated 13th January, 2021, issued by the Ministry of Corporate Affairs ("MCA") and Circular Number SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January, 2021 and Circular Number 2/2022 dated 5th May 2022 issued by the Securities and Exchange Board of India (SEBI) (hereinafter collectively referred to as "the Circulars"), in continuation of SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020, commonly referred to as "MCA & SEBI CIRCULARS".

The Board of Directors of Voith Paper Fabrics India Limited (hereinafter referred to as the "**Company**") has appointed us as the Scrutinizer for the remote e-voting process as well as to scrutinize the electronic voting conducted at the Annual General Meeting ('AGM') pursuant to Section 108 of the Companies Act, 2013 ("Act") read with rule 20 of the companies (Management and Administration) as amended and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") as amended by the "**MCA AND SEBI CIRCULARS**" issued in this connection both by the MCA and SEBI, providing relaxation for the manner in which AGM shall be held and conducted. The MCA & SEBI CIRCULARS provides for relaxation in the manner in which the AGM will be held including the manner of sending the notices and Annual Reports to the Shareholder and the manner of voting at the meeting, which was necessitated on Account of the Outbreak of COVID-19 (CORONAVIRUS) pandemic. We are familiar and well versed with the concept of electronic voting System as prescribed under the said Rules and the relaxations as provided in the MCA & SEBI CIRCULARS.

As mentioned in the Notice, the proceeding of the AGM is deemed to be conducted at the registered office of the Company.

Report on Scrutiny:

- i. The company had appointed Central Depository Services (India) Limited ("CDSL") as the Service Provider for the purpose of extending the facility of Remote E-voting to the Members of the Company and for voting electronically at the meeting.



Head Office: #2382, Sector-16, Faridabad (NCR)-121002, India | +91 9953008338| 0129-4043338
Branch Office: #1515, LGF, DLF City IV, Opposite Galleria Market, Gurugram-122009, India | +91 9811087881

corporatelegal@cspcjain.com
www.cspcjain.com



- ii. MCS Share Transfer Agent Limited is the Registrar and Transfer Agent ('RTA') of the Company.
- iii. The Service Provider had provided a system for recording the votes of the Members electronically through remote e-voting as well as at the meeting on all the items of the business sought to be transacted in the 52nd AGM of the Company, which was held on Wednesday, 17th August, 2022.
- iv. The Service Provider had set up electronic voting facility on their website <https://www.evotingindia.com/login>. The Company had uploaded all the items of the business to be transacted at the AGM on the website of the Company and also its Service Provider and also on the websites of Stock Exchange viz. BSE Limited to facilitate their Members to cast their vote through Remote e-voting.
- v. The Management of the Company is responsible for ensuring compliance with the requirements of the Act and Rules thereunder and SEBI Listing Regulations.
- vi. Our responsibility as the Scrutinizer of the voting process (through e-voting), was restricted to scrutinize and e-voting process, in a fair and transparent manner and to prepare a Scrutinizer's Report of the votes cast in favour and against the resolution in respect of business items stated in the Notice, based on the reports generated from the e-voting system provided by CDSL, the service provider.
- vii. As provided in the **MCA & SEBI CIRCULARS**, the Company had advertised in the newspapers, asking member who have not registered their email IDs with the Company or MCS Share Transfer Agent Limited or with the respective Depository Participant(s) viz. National Securities Depository Limited ("**NSDL**") or Central Depository Services (India) Limited ("**CDSL**") to do so and to the extent, details were provided by the shareholders were considered for sending the Notice of the AGM and Annual Report 2021-22.
- viii. The service provider had sent the Notice of the AGM along with Annual Report 2021-22 and e-voting details by email to the Members, whose email IDs were made available by the Depositories or were registered with the Company/ MCS Share Transfer Agent Limited. For those Members who's email IDs were not available/registered, the Notice of the AGM along with Annual Report 2021-22 could not be sent. The Notice sent through email contained the detailed procedure to be followed by the Members who were desirous of casting their votes electronically as provided in the Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and as provided in the **MCA & SEBI CIRCULARS**.
- ix. The Company completed the dispatch of Notice of AGM and Annual Report 2021-22 by email to the Members on 20th July, 2022.
- x. The cut-off date for the purposes of identifying the Members who will be entitled to vote on the resolutions placed for approval of the Members was **Wednesday, 10th August, 2022**.



- xi. As prescribed in the aforesaid Rules, the Remote e-voting was kept open for three days from Sunday, 14th August, 2022 at 9:00 a.m. to Tuesday, 16th August, 2022 at 5:00 p.m.
- xii. As prescribed in clause IV of the Circular dated 5th May, 2020 issued by MCA, which is forming part of the MCA & SEBI CIRCULARS, the Company has released an advertisement prior to sending Notice of AGM to the Members which was published in English in 'Financial Express' and in Hindi in 'Jansatta' having wide circulation.
- xiii. The votes for remote e-Voting as well as e-voting at 52nd Annual General Meeting were unlocked on Wednesday, 17th August, 2022 after the conclusion of AGM in the presence of two witnesses; CS Purvika Jain (A-47373) and Ms. Arti Singh who are not in the employment of the company.
- xiv. Thereafter, we as scrutinizer duly compiled details of the Remote E-Voting carried out by the Members and the electronic voting done at the AGM, the details of which are as follows:

Name of the Company	Voith Paper Fabrics India Limited
Date of the AGM	17 th August, 2022
Total number of shareholders on Record date	4482
No. of shareholders present in the meeting either in person or through proxy:	NIL
• Promoters and Promoter Group:	NIL
• Public:	NIL
No. of Shareholders attended the meeting through Video Conferencing	51
Promoters and Promoter Group:	01
Public:	50



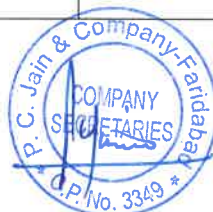
Resolution No.	1		
Resolution required: (Ordinary/Special)	ORDINARY RESOLUTION- To receive, consider and adopt the Audited Financial Statements for the financial year ended 31st March, 2022, together with the reports of the Board of Directors & Auditor's thereon		
Whether promoter/promoter group are interested in the agenda/resolution?	NO		
Category	Mode of Voting	No. Of Shares held	No. of E-votes casted
Promoter and Promoter Group	E-voting	3252418	3252418
	Poll	-	-
	Postal Ballot(if applicable)	-	-
Public- Institutions	E-voting	-	-
	Poll	-	-
	Postal Ballot(if applicable)	-	-
Public - Non Institutions	E-voting	3957	3957
	Poll	-	-
	Postal Ballot(if applicable)	-	-
	Total	3256375	3256375

Resolution No.	2		
Resolution required: (Ordinary/Special)	ORDINARY RESOLUTION- To declare a dividend.		
Whether promoter/promoter group are interested in the agenda/resolution?	NO		
Category	Mode of Voting	No. Of Shares held	No. of E-votes casted
Promoter and Promoter Group	E-voting	3252418	3252418
	Poll	-	-
	Postal Ballot(if applicable)	-	-
Public- Institutions	E-voting	-	-
	Poll	-	-
	Postal Ballot(if applicable)	-	-
Public- Non Institutions	E-voting	3957	3957
	Poll	-	-
	Postal Ballot(if applicable)	-	-
	Total	3256375	3256375



Resolution No.	3		
Resolution required: (Ordinary/Special)	ORDINARY RESOLUTION-- To consider the re-appointment of Mr. R. Krishna Kumar (DIN: 05344619) as a Director, who retires by rotation and being eligible, offers himself for re-appointment.		
Whether promoter/promoter group are interested in the agenda/resolution?	NO		
Category	Mode of Voting	No. Of Shares held	No. of E-votes casted
Promoter and Promoter Group	E-voting	3252418	3252418
	Poll	-	-
	Postal Ballot(if applicable)	-	-
Public- Institutions	E-voting	-	-
	Poll	-	-
	Postal Ballot(if applicable)	-	-
Public- Non Institutions	E-voting	3957	3957
	Poll	-	-
	Postal Ballot(if applicable)	-	-
	Total	3256375	3256375

Resolution No.	4		
Resolution required: (Ordinary/Special)	ORDINARY RESOLUTION-- To Approve Material Related Party Transactions.		
Whether promoter/promoter group are interested in the agenda/resolution?	YES		
Category	Mode of Voting	No. Of Shares held	No. of E-votes casted
Promoter and Promoter Group	E-voting	3252418	-
	Poll	-	-
	Postal Ballot(if applicable)	-	-
Public- Institutions	E-voting	-	-
	Poll	-	-
	Postal Ballot(if applicable)	-	-



Public- Non Institutions	E-voting	3957	3957
	Poll	-	-
	Postal Ballot(if applicable)	-	-
	Total	3256375	3957

Resolution No.	5		
Resolution required: (Ordinary/Special)	SPECIAL RESOLUTION– To consider the appointment of Ms. Pallavi Dinodia Gupta (DIN: 06566637) as an Independent Director.		
Whether promoter/promoter group are interested in the agenda/resolution?	NO		
Category	Mode of Voting	No. Of Shares held	No. of E-votes casted
Promoter and Promoter Group	E-voting	3252418	3252418
	Poll	-	-
	Postal Ballot(if applicable)	-	-
Public- Institutions	E-voting	-	-
	Poll	-	-
	Postal Ballot(if applicable)	-	-
Public- Non Institutions	E-voting	3957	3957
	Poll	-	-
	Postal Ballot(if applicable)	-	-
	Total	3256375	3256375

CONSOLIDATED RESULTS

1) Item No. 1 of the Notice (As an Ordinary Resolution)

To consider and adopt the Audited Financial Statements for the financial year ended as on 31st March, 2022, together with the Board's Report and Auditor's Report thereon by ORDINARY RESOLUTION:-

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)Votes
	Number of Shareholder	Votes	Number of Shareholder	Votes	Number of Shareholder	Votes	
Assent	38	3253444	12	2926	50	3256370	100.00
Dissent	05	05	0	0	05	05	00.00
Total	43	3253449	12	2926	55	3256375	100.00



2) Item No. 2 of the Notice (As an Ordinary Resolution)

To Declare a Dividend

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%) Votes
	Number of Shareholder	Votes	Number of Shareholder	Votes	Number of Shareholder	Votes	
Assent	38	3253444	12	2926	50	3256370	100.00
Dissent	05	05	0	0	05	05	00.00
Total	43	3253449	12	2926	55	3256375	100.00

3) Item No. 3 of the Notice (As an Ordinary Resolution)

To consider the re-appointment of Mr. R. Krishna Kumar (DIN: 05344619) as a Director, who retires by rotation and being eligible, offers himself for re-appointment

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%) Votes
	Number of Shareholder	Votes	Number of Shareholder	Votes	Number of Shareholder	Votes	
Assent	37	3253094	12	2926	49	3256020	99.99
Dissent	06	355	0	0	06	355	0.01
Total	43	3253449	12	2926	55	3256375	100.00

4) Item No. 4 of the Notice (As an Ordinary Resolution)

To Approve Material Related Party Transactions

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%) Votes
	Number of Shareholder	Votes	Number of Shareholder	Votes	Number of Shareholder	Votes	
Assent	37	1026	12	2926	49	3952	99.87
Dissent	05	5	0	0	05	05	0.13
Total	42	1031	12	2926	54	3957	100.00



5) Item No. 5 of the Notice (As a Special Resolution)

To consider the appointment of Ms. Pallavi Dinodia Gupta (DIN: 06566637) as an Independent Director.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%) Votes
	Number of Shareholder	Votes	Number of Shareholder	Votes	Number of Shareholder	Votes	
Assent	37	3253094	12	2926	49	3256020	99.99
Dissent	06	355	0	0	06	355	0.01
Total	43	3253449	12	2926	55	3256375	100.00

Based on the aforesaid result we report that the Ordinary Resolutions as set out in Item No(s). 1 to 4 and Special Resolution as set out in Item No. 5 of the Notice of the AGM held on 17th August, 2022 have been passed with 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:



(C.S. Gugliani)
Company Secretary
Voith Paper Fabrics India Limited



Witness 1



Name: CS Purvika Jain
Address:
House No-2382, Sector-16
Faridabad-121002, Haryana

Witness 2



Name: Arti Singh
Address:
House No. 289
Sector-52,
Faridabad -121005

Place: Faridabad
Date: 18th August, 2022
UDIN: F004103D000808874