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P.C. JAIN & Co.

Company Secretaries

(Corporate Law & Insolvency Resolution Advisor)

**Annual Secretarial Compliance Report
Of
Voith Paper Fabrics India Limited
(CIN: L74899HR1968PLC004895)
For
the year ended 31st March 2021**

(Pursuant to the Regulation 24A of the SEBI (LODR) Regulation, 2015 read with Circular No. CIR/CFD/CMD 1/27/2019 Dated 8th February, 2019 issued by SEBI)

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

Dear Sir,

We have examined:

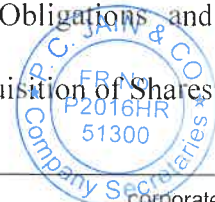
- all the documents and records made available to us and explanation provided by **Voith Paper Fabrics India Ltd.** ("the Listed Entity"),
- the filings/ submissions made by the listed entity to the Stock Exchanges,
- website of the listed entity,
- any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the year ended 31st March 2021 in respect of compliance with the provisions of :-

- the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include:-

- The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015
- The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;



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- (c) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (d) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **(Not applicable for the period under review)**
- (e) The Securities and Exchange Board of India (Share Based employee Benefits) Regulations, 2014; **(Not applicable for the period under review)**
- (f) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not applicable for the period under review)**
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; **(Not applicable for the period under review)**
- (h) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **(Not applicable for the period under review)**
- (i) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **(Not applicable for the period under review)**

and circulars/ guidelines/amendments issued thereunder; and based on the above examination, we hereby report that, during the review period:

- (a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below:-

Sr.No	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
1.	NIL	NIL	NIL

- (b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder insofar as it appears from my/our examination of those records.

- (c) The following are the details of actions taken against the listed entity/ its promoters/ directors/ material subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder:

Sr. No.	Action taken by	Details of violation	Details of action taken E.g. fines, warning letter, debarment, etc.	Observations/ remarks of the Practicing Company Secretary, if any.
1.	NIL	NIL		NIL




(d) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended 31 st March 2020	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
1.	Noncompliance with the provisions of Regulation 19(1)/19(2) of SEBI (LODR) Regulations, 2015	Non compliance with regard to the nomination and remuneration committee for the period 05 th July 2018 to 09 th November, 2018.	The Company has not made payment of fine till date. However the company has made representation before the BSE Limited for the waiver of the same.	The company has made a representation to BSE for waiver of fine imposed. The matter is still pending with BSE.

Place: Faridabad
Date: 14th June, 2021
UDIN: F004103C000479578

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



[Handwritten Signature]

(CS P C Jain)
Managing Partner
COP No: 3349
M. No: FCS 4103