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P.C, JAIN & GO. Company Secretaries
(Corporate Law & lnsolvency Resolution Advisor)

Combined Scrutinize/s Report

To,
The Chairman

Voith Paper Fabrics lndia Limited
tt3lt74-A, Sector-24

Faridabad- 121005
Haryana

Subject: Passing of Resolution(s) through remote e-voting and voting electronically at the 53'd Annua! General Meeting ("AGM") ol Voith Poper Fobrics lndia Limited (ClN: t7tl899HR1968PLC0O4895) held through Video Conferencing ("VC") or Other Audio Visual Means ("OVAM") on 10th August,2023, pursuant to section 108 of Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation tl4 of the Securities and Exchange Board of lndia (Listing Obligations and Disclosure Requirements) Regulations, 2015 and in continuation of General Circular No.2O|2O2O, dated sth May, 2020 issued by Ministry of Corporate Affairs (MCA) and other Circulars issued by Ministry of Corporate Affairs {MCA} from time-to-time including current Circular No. lOl2O22, dated 28th Decembet, 2022 (hereinafter collectively referred to as "MCA Circulars") and SEBI Circular Number SEBI/HO/CFD/CM ollctRlPl2O2OlTg dared 12th May, 2O2O read with SEB| Circular dated SEBI/HOlCFDlCMD2lCtRlPl2O2uLL dated 15th January 2021 issued by the Securities and Exchange Board of tndia (SEBI) (hereinafter collectively referred to as'sEBl Circulars").

The Board of Directors of Voith Paper Fabrics lndia Limited (hereinafter referred to as the 'Componf) 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 lndia (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 & SEB| CIRCULARS.

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

Report on Scrutiny:

i. The company had appointed Central Depository Services (lndia) 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.

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
through remote e-voting as well as at the meeting on all the items of the business
transacted in the 53'd AGM of the Company, which was held on Thursday, 1Oh August, 2023.

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lv. The Service provider had set up electronic voting facility on their website https://www.evotingindia.com/losin. 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.

The Management of the Company is responsible for ensuring compliance with the requirements of
the Act and Rules thereunder and SEBI Listing Regulations.

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 lDs with the Company or MCS Share Transfer Agent Limited or with the respective Depository Participant(s) viz. Central Depository Services (lndia) 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 2022-23.

viii. The service provider had sent the Notice of the AGM along with Annual Report 2022-23 and e-voting details by email to the Members, whose email lDs were made available by the Depositories or were registered with the Company/ MCS Share Transfer Agent Limited. For those Members who's email lDs were not available/registered, the Notice of the AGM along with Annual Report 2022-23 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 2022-23 by email to the
Members on 13th July, 2023.

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 Thursday, 03'd August, 2023.

As prescribed in the aforesaid Rules, the Remote e-voting was kept open for three days from Monday, 07th August, 2023 al9:00 a.m. to Wednesday, 09th August, 2023 al5:00 p'm'

xii. As prescribed in clause lV 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 53'd Annual General Meeting were unlocked on Thursday, l0thAugust, 2023 after the conclusion of AGM in the presence of two witnesses; Ms. Jyoti Mittal and Ms. Arti Singh who are not in the of the company.

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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 lndia Limited

Date of the AGM 10th August, 2023

Total number of shareholders on Record date 5081

No. of shareholders present in the meeting either in person or through
proxy:

. Promoters and Promoter Group:
o Public:

NIL

NIL

NIL

No. of Shareholders attended the meeting through Video Conferencing 82

Promoters and Promoter Group: 01

Public: 81

Resolution No. 7
Resolution required:
(Ordinary/Special)

ORDINARY RESOLUTION-

To receive, consider and adopt the Audited Financial Statements for the financial year ended 31st March, 2023, together with the reports ofthe Board of Directors & Audito/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
Prbmoter and Promoter
Group

E-voting 32s2478 3252478

Poll

Postal Ballot (if applicable)
Public- lnstitutions E-voting

Poll

Postal Ballot (if applicable)
Public - Non lnstitutions E-voting s9658 53158
Poll

Postal Ballot (if applicable)
Total 33t2076 3305576

ORDINARY RESOLUTION-
To declare a dividend.
Whether

promoter/promoter group
are interested in the
agenda/resolution ?

Category Mode of Voting No. Of Shares held No. of E-votes casted
Promoter and Promoter

Group

E-voting 32s2418 3252418

Poll

Postal Ballot (if applicable)
Public- lnstitutions E-voting
Poll

Postal Ballot (if applicable)
Public- Non lnstitutions E-voting 59658 53158

Poll

Postal Ballot (if applicable)
Total 3372076 3305576

Resolution No. 3
Resolution required:
(Ordinary/Special)

SPECIAL RESOTUTION-

To consider the re-appointment of Mr. Ravinder Nath (DlN: fi)062186) as a Director, who retires by rotation and being eliSible, 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 t2s24L8 32s2418

Poll

Postal Ballot (if applicable)
Public- lnstitutions E-voting
Poll

Postal Ballot (if applicable)
Public- Non lnstitutions E-voting 59658 s3158

Poll

Postal Ballot (if applicable)
Total 3312076 3305576

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 32s2478

Poll

Postal Ballot (if applicable)
Public- lnstitutions E-voting
Poll

Postal Ballot (if applicable)

W

Public- Non lnstitutions E-voting 59658 s9658

Poll

Postal Ballot (if applicable)
Total 3372076 59658

Resolution No. 5
Resolution required:
(Ordinary/Special)

SPECIAL RESOLUTION-

Re-appointment of Ms.
lndependent Director.

Pallavi Dinodia Gupta (DlN: 06566637) as an

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 E-voting 32s2478 3252478
Group Poll
Postal Ballot (if applicable)
Public- lnstitutions E-voting
Poll

Postal Ballot (if applicable)
Public- Non lnstitutions E-voting s9658 s3158

Poll

Postal Ballot (if applicable)
Total 3372076 3305s76

CONSOLIDATED RESULTS

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

To consider and adopt the Audited Financial Statements for the financial year ended as on 31i March, 2023, totether 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 64 3301382 07 4186 7L 3305568 100.00

Dissent 07 08 0 0 o7 08 00.00

Total 7l 3301390 07 4185 78 3305s76 100.00

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

To Declare a Dividend

3) ttem No. 3 of the Notice (As a Specia! Resolution)

To consider the re-appointment of Mr. Ravinder Nath (DlN: qxrc2186) as a Director, who retires by rotation and being etigible, offers himself for re'appointment

4) ltem 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 64 3301382 o7 4185 7L 3305568 100.00

Dissent 07 08 0 0 07 08 00.00

Total 7L 3301390 07 4185 78 3305s76 100.00

Particula rs

Remote e-voting Voting at the AGM Total Percentage
(%) Votes
Number of
Shareholder

Votes Number of
Shareholder

Votes Number of
Shareholder

Votes

Assent 50 3276955 07. 4185 57 3281141 99.26

Dissent 27 24435 0 0 2r 24435 0.74

Total 7L 3301390 07 4186 78 3305575 100.00

Particulars

Remote e-voting Voting at the AGM Total Percentag€
(%) votes
Number of
Shareholder

Votes Number of
Shareholder

Votes Number of
Shareholder

Votes

Assent 51 24880 06 2485 57 27365 45.87

Dissent 20 30592 01 t70r 27 32293 54.13

Total 71 55472 07 4185 78 59558 100.00

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

Re-appointment of Ms. Pallavi Dinodia Gupta (DlN: 06566637) as an lndependent 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 51 3277293 07 4186 58 3281479 99.27

Dissent 20 24097 0 0 20 24097 o.73

Total 7l 3301390 07 4 185 78 3305576 100.00

Based on the aforesaid result we report that the Ordinary Resolutions as set out in ltem No(s). 1 & 2 and Special Resolutions as set out in ltem No. 3 & 5 of the Notice of the AGM held on 10th August, 2023 have been passed with requisite majority; and the Ordinary Resolution as set out in ltem No. 4 has not been passed with requisite majority.

Thanking you,

Yours Sincerely,
FoTPCJAIN&Co.

(FRN: P2016HR051300) Countersigned By:
Company Secretaries

Managing Partner
CP No.3!t49
M. No. F-4103

Witness 1

Voith Paper Fabrics lndia Limited

Witness 2

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

lc.s/gaefrad:n

Name: Jyoti Mittal

Address:

House No-139, Fatehpur Billoch,
Ballabgarh, Faridabad-121004

Place: Faridabad

Date: llth August,2023

U DIN : F004103E000787083