

51st Annual Report 2020/21
Voith Paper Fabrics India Limited
Papermaking. Next Level

#SUS
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PAPER
MAKING

BOARD OF DIRECTORS

Chairman

Benno Edmund Morlock

Managing Director

R. Krishna Kumar

Directors

Biren De (till 30th July, 2020)

Ravinder Nath

Surinder Kumar Nagpal

Shahana Basu

Deepti Gupta (effective 30th July, 2020)

FINANCE CONTROLLER

Kalyan Dasgupta

COMPANY SECRETARY

C.S. Gugliani

REGISTRAR & TRANSFER AGENT

MCS Share Transfer Agent Limited
F-65, 1st Floor, Okhla Industrial Area, Phase - I,
New Delhi - 110020

REGISTERED OFFICE AND MILL

113/114-A, Sector 24,
Faridabad - 121 005, (Haryana)
Delhi NCR, India

AUDITORS

B S R & Co. LLP, Chartered Accountants (Statutory)

Lodha & Co., Chartered Accountants (Internal)

P.C. Jain & Co., Company Secretaries (Secretarial)

BANKERS

AXIS Bank Limited

ICICI Bank Limited

Standard Chartered Bank

State Bank of India

The Hongkong and Shanghai Banking Corporation Limited

BNP Paribas

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Chairman's Communique



Dear Shareowners,

It gives me immense pleasure to share my thoughts with you at the end of another satisfactory but tough financial year.

As you are aware, FY 2020/21 was also a challenging year for the global economy and overall business environment. The world is still in the midst of an unprecedented crisis in the form of the Covid-19 pandemic. Covid-19 and the associated lockdowns across countries have triggered a once-a-century crisis for the society and the economy in 2020 and is still continuing in 2021. Economies, businesses and our way of life has been disrupted and the road to recovery is likely to be long one. My heart goes out to everyone out there who has suffered the loss of loved ones. As we try to recoup from the situation, but until then, I urge you to stay safe, follow Covid discipline, get vaccinated and keep your spirits up. Troublesome times notwithstanding, we endeavor to look at the bright side – we would like to focus on the several opportunities and learning it has brought us.

I would also like to inform that we have delivered another inspired performance during FY 2020/21, even though the operations were affected during the beginning of the year due to lock-down

imposed in the region because of the pandemic. I would like to acknowledge and convey my sincere thanks to everyone associated with the Company who contributed in delivering such a performance in this tough times.

In Europe, the European pulp and paper industry's priority in 2020 has been to ensure that EU citizens can access the products they need for hygiene, health and food purposes. We have been relentlessly working with other industries along the value chain to guarantee security of supply to citizens. The industry data now shows that crisis and the periodical lockdowns have accelerated consumption patterns change and will have a long-lasting impact on markets, worldwide. Globally also, we can see the domestic demand for hygiene papers has been relatively positive in 2020, despite the Covid-19 restrictions affecting the 'away-from-home' markets. We have also noticed increase in sanitary and household paper manufacturer's output.

Voith is one of the leading suppliers to the paper industry and is well known as a reliable partner to paper producers, with world-class technology, service and quality. Through improvements in manufacturing efficiencies and structural adaptations, Voith has remained competitive despite the challenging market environment.

With the backing of Voith group, your Company is strategically placed to provide innovative solutions to the customers to meet their specific requirements enabling them in manufacturing paper in eco-friendly manner. We believe that with our consistent and proven track record of serving the customers satisfactorily, we would continue to enjoy their patronage in future as well, which would in turn, help us perform better in coming years. We also believe that 'Paper' is the future!

The global demand for paper continues to show a growing trend with the increasing focus on e-commerce and hygiene products coupled with anticipated economic growth – which is a good sign for the future of your Company as well. The paper industry has a crucial role to play for economic growth of the country as paper consumption is considered to be one of the important indices of educational and cultural growth of a nation.

Social and environment sustainability is engraved in our business model. Our commitments to the environment sustainability initiatives are not just aligning statutory requirements but a bigger corporate responsibility. I am confident that, in our pursuit to grow our business, we would be able to achieve our sustainability goals realizing our vision of being most successful, sustainable and responsible supplier in the paper Industry.

In the efforts of the past and in the changes we are envisaging for the future, our source of strength is the tireless spirit of our employees and I would like to thank them for their commitment, patience and hard work.

Given the prolonged impact of Covid-19 pandemic, the near-term outlook across businesses remains cautious. However, this period is also a time for renewal and your Company is committed to rebooting for a new normal. I have no doubt that business that are backed by sound fundamentals and that demonstrates agility and willingness to pivot, will emerge as leaders in the post Covid world.

We believe that tomorrow belongs to those who prepare for it today. Past patterns cannot always be applied to find answers for tomorrow. That is why we have to be flexible in our approach to maintain the Company's leadership in the market. Your continued support has enabled us to progress this far and look forward to continuing this journey and achieving greater heights together with all our stakeholders.

As I conclude, I take this opportunity to extend my sincere gratitude to all the employees of Voith who continue to work with passion and dedication to make us a name synonymous with trust and quality. We have several opportunities ahead of us and will continue to leverage them to the best of our ability. Also, I would like to thank all of our stakeholders for their unwavering belief in us and as we embark on our journey to the future we all remain committed to continuously deliver value to you.

Warm regards,

Benno Edmund Morlock
Chairman



Managing Director's Communique

Dear Shareowners,

We have completed another successful yet tough and challenging year. I feel delighted to share with you that during the business year amidst pandemic, we have responded with the right earnest to fulfil the needs of our customers and created a strong platform for growth in future.

For the year under consideration, your Company achieved a revenue of INR 1185.25 Million and 'profit before tax' INR 357.97 Million. The revenue was marginally increased despite disruption in operations due to continuing Covid-19 pandemic conditions & lockdowns during early months of the financial year. However on account of our cost control measures, we were able to mark an increase in PBT over previous year. I would like to explicitly thank everyone associated with the Company who has helped in delivering such performance in tough times.

The performance would have been even better if we had not lost about a month of operations towards the start of financial year under review, due to imposition of lockdown in the region on account of Covid-19 pandemic. Also, owing to the prevailing lockdown situation, our customers as well lost considerable amount of their production capacity.

Covid-19 has impacted the entire Indian pulp and paper sector since it is highly dependent on international trade. Disruptions in supply chain and subdued market conditions have adversely impacted the overall demand for all variants of paper. In addition, closure of education institutions, adoption of work from home by offices, muted demand for printing of newspapers among others disturbed the consumption of paper products, specifically writing & printing paper, thus affecting industry sales in a big way.

Due to the pandemic, the demand for hygiene products in India has shown an exemplary growth rate. Nowadays, people are very particular about ensuring that the products they buy are well packed. The environment has augured well for us with higher consumption of packaging material by e-commerce, FMCG, food and pharma industries. Tissue paper demand is also likely to grow further due to government awareness programmes towards hygiene and sanitation.

The current fiscal began with a second wave of pandemic but the impact of the second wave on industrial activities remains smaller. Unlike last April, when large parts of Indian industry was forced to shut down because of long nation-wide lockdown, this time it has been different when some states announced lockdown in certain cities with high Covid-19 caseloads. Currently, business activities are operational in many states with limitation to ensure safety and well-being of people. It is a testing period for all of us. With our good brand and being a dependable player, we expect to be back on stable growth track soon.

For a trusted organization like ours, the global pandemic has created new challenges and we continue to focus on the opportunities available with us to grow and become future-ready. We continue to keep our focus towards making the Company, a sustainable organization in all aspects – not only in terms of creating long-term value for our stakeholders, but also in terms of ensuring a lasting, successful business. We are determined to continue the upgradation of our quality focused journey to earn the trust of our customer through efficient paper making solution.

Sustainability is also about ensuring the clean & green environment and also health & safety of our employees. We are ensuring that our processes and procedures are designed to weave in safe work practices. We are continuously upgrading our safety quotient with industry-best practices.

I am quite confident that, we shall continue on path of growth in future, as your Company remains the 'preferred business partner' due to better quality products being manufactured by it, coupled with the efficient and effective 'after-sales support' being provided to its customers. Further, with the ongoing expansion project, we expect to have improved range and quality in products as well as enhanced revenue realisation, in coming years.

Your Company has already become the only full range paper machine clothing supplier in the Indian sub-continent. We hope and it appears that the worst is probably over for paper manufacturers in India and we firmly believe that coming years would provide us with more opportunities to grow for which we have already started to prepare ourselves.

We have been fortunate enough to have the strong support of all stakeholders, right from customers, suppliers, bankers, employees and shareholders. On behalf of our team, I assure you that your Company will continue to put its best efforts and remain committed to ensure sustained returns to all its stakeholders.

With best wishes,
Stay safe and stay healthy.

R. Krishna Kumar
Managing Director

BOARD'S REPORT

Dear Members,

Your directors are pleased to present before you, the Fifty-first Annual Report along with the Audited Financial Statements of the Company for the Financial Year ended on 31st March, 2021.

FINANCIAL HIGHLIGHTS

The Company's financial performance, for the year ended on March 31, 2021 is summarized below:

	(INR in millions)	
	For the year ended	
	31/03/2021	31/03/2020
Revenue from operations	1,185.25	1,176.08
Profit before taxation	357.97	333.67
Tax expense	87.27	88.25
Total comprehensive income for the year	272.46	242.87
Earnings Per Share (EPS) (In rupees)	61.66	55.90

There were no material changes and commitments affecting the financial position of the Company, which have occurred since the end of the financial year.

In the last month of FY 2019/2020, the Covid-19 pandemic developed rapidly into a global crisis, forcing government to enforce lockdowns of all economic activity. For the Company, the focus immediately shifted to ensuring the health and well-being of all employees, and on minimizing disruption to services for all our customers.

However, the operations of the Company remained suspended for about a month, due to lockdown in the region towards the starting of financial year and were normalized during May 2020, resulting in loss of production during April & May 2020 in the financial year under review.

Also, during the current financial year the country is being impacted by the second wave of Covid-19 since April, 2021. Many States have imposed lockdowns and other similar measures in various cities to curb the spread of Covid-19 in their region. This is impacting the overall business scenario as many markets, educational institutions, etc. are closed. This may impact the year 2021/22 in our planned production and sales.

DIVIDEND

The Company endeavors to make dividend payout in such a way so that it results in capital appreciation for shareholders and also that the long term growth objectives of the Company can be met through internal accruals as and when the need arises.

Accordingly, the Directors are recommending for your approval payment of dividend @ 50%, i.e., of Rs.5/- per equity share of Rs.10/- each fully paid-up, for the year ended 31st March, 2021, aggregating to Rs.21.96 million. The dividend, if approved at the Annual General Meeting, would be paid to the eligible members, subject to TDS at applicable rates, within the stipulated time.

DIRECTORS

During the year under review, the Board of Directors approved the appointment of Dr. Deepti Gupta, as an 'Independent Woman Director', with effect from 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.

Further, Mr. Ravinder Nath shall be retiring by rotation at the forthcoming Annual General Meeting (AGM) and being eligible, offers himself for reappointment.

In Compliance with the requirements of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (here-in-after referred to as 'Listing Regulations'), brief resume, expertise and details of other directorships, membership in committees of other companies and shareholding in the Company, of director who is proposed to be reappointed, are as under:

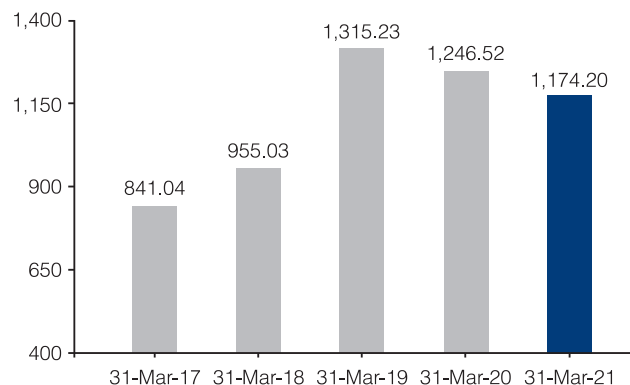
Name of the Director	Mr. Ravinder Nath
DIN	00062186
Age in years	76 years
Date of initial Appointment in the Company	24 th October, 1998
Expertise in Special Functional Areas	Legal
Qualification	B.Com (Hons.) LLB, International Law, London
Directorships held in other companies in India, as on 31/03/2021	<ol style="list-style-type: none"> 1. Kanoria Chemicals & Industries Limited 2. Somany Ceramics Limited 3. Kadimi Construction Private Limited 4. Knowcross Solutions Private Limited 5. LEGO India Private Limited 6. Jay Dee Ess Leasing Company Private Limited
Membership of committees of other companies, in which he is a Director, as on 31/03/2021	NRC – Kanoria Chemicals Limited CSR Committee – Somany Ceramics Limited
No. of shares held in the Company (Including those held by relatives)	Nil

None of the Directors of the Company have any inter-se relationship with each other.

PERFORMANCE OVERVIEW

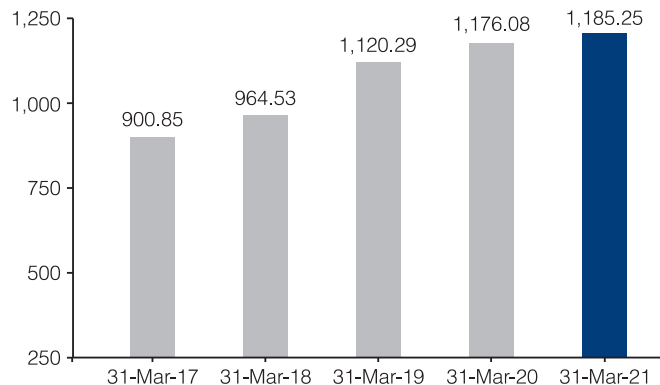
Order Received

■ INR in million



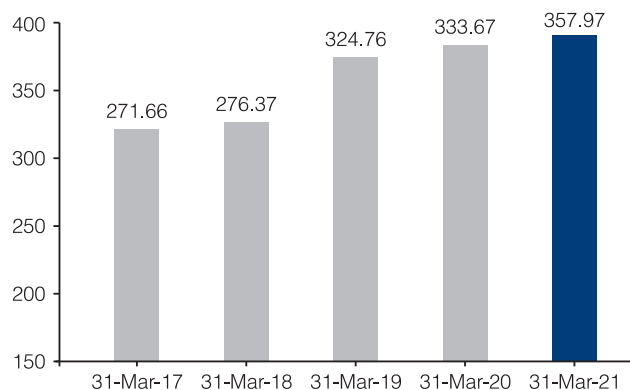
Sales/Revenue

■ INR in million



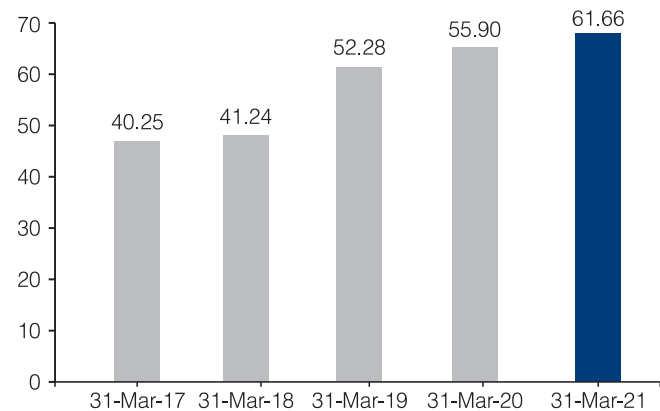
Profit Before Tax

■ INR in million



Earnings Per Share

■ INR



TRANSFER TO RESERVES

For the year under review, Company has added the entire available surplus to the brought forward balance in "Statement of Profit and Loss", without making any transfer to the general reserve.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

During the year under review, the Company neither gave any loans or guarantee nor made any investments in terms of provisions of Section 186 of the Companies Act, 2013.

CHANGES IN THE NATURE OF BUSINESS

There is no change in the nature of the business of the Company during the Financial Year 2020/21.

CAPACITY ENHANCEMENT

The Company is in the process of its capacity enhancement, which is likely to result in improvement in quality, productivity and customer satisfaction in coming years. However, the commissioning of equipment is delayed due to inability of visit by foreign technical team on site, owing to Covid-19 pandemic.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS

There are no significant material orders passed by the Regulators or Courts or Tribunals, which would impact the 'going concern' status of the Company and its future operations. However, members' attention is drawn to the details about Contingent Liabilities and Commitments appearing in the Notes forming part of the Financial Statements.

INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS

Details of Internal Financial Controls and its adequacy are included in the Management Discussion and Analysis Report, which forms part of this Report.

PARTICULARS OF CONTRACT AND ARRANGEMENTS WITH RELATED PARTIES

As per the provisions of Companies Act, 2013 and Regulation 23 of 'Listing Regulations', the Company has formulated a Policy on Related Party Transaction to ensure transparency in transactions between the Company and the related parties. The said Policy is available at link of 'Company Policies' on 'Investor Corner' page on the Company's website at http://voith.com/ind-en/Voith-Paper-Fabrics-India-Limited_Investors-Corner.htm

During the year under review, there were no material transactions, as defined under the provisions of 'Listing Regulations', between the Company and related parties. All transactions with related parties were carried out in the ordinary course of business at arms' length basis and details of such transactions are mentioned in notes attached to the financial statements, appearing elsewhere in the Annual Report. Further, Form AOC-2 containing the necessary disclosure in this regard is attached as Annexure – I and forms an integral part of this report.

AUDITORS REPORT

The observations of statutory auditors are self-explanatory and therefore do not call for any further comments.

AUDITORS

- A. Statutory Auditors - During the year under review, M/s B S R & Co. LLP, Chartered Accountants, carried out the Statutory Audit exercise and submitted their report.
- B. Internal Auditors - During the year under review, M/s Lodha & Co., Chartered Accountants, carried out the Internal Audit exercise and submitted their report.
- C. Secretarial Auditors - During the year under review, M/s P.C. Jain & Co., Company Secretaries, carried out the Secretarial Audit and submitted their report.

DIRECTOR'S RESPONSIBILITY STATEMENT

Pursuant to Sections 134(3)(c) and 134(5), the Board of Directors, to the best of their knowledge and ability, confirm that:

1. in preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
2. the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and are prudent so as to give a true & fair view of the state of affairs of the Company at the end of the Financial Year and of the profits of the Company for the period;
3. the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and preventing and detecting fraud and other irregularities;
4. the Directors have prepared the Annual Accounts on a 'going concern' basis;

5. the Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and operating efficiently; and
6. the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

RISK MANAGEMENT

The Board confirms that there exists a structure in the Company to identify, assess, evaluate and mitigate various types of risks w.r.t. the operations of the Company. In view of the Board, none of the elements of any such risk threaten the existence of the Company.

DECLARATION BY INDEPENDENT DIRECTORS

The Company has received necessary declaration from each independent director under Section 149(7) of the Companies Act, 2013, that they meet the criteria of independence laid down in Section 149(6) of Companies Act, 2013 and Regulation 16 of the 'Listing Regulations'.

CORPORATE GOVERNANCE

The Board of Directors has laid down a Code of Conduct to be followed by all the Directors and members of Senior Management of your Company. The Board of Directors supports the principles of Corporate Governance and lays strong emphasis on transparency, accountability and integrity.

A Report on Corporate Governance along with required Certificate from a Company Secretary in Practice, pursuant to requirements of the Listing Regulations has been included in this Report separately. In terms of Regulation 17(8) of the Listing Regulations, a Certificate of CEO & CFO is also provided to the Board.

ENERGY CONSERVATION, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS & OUTGO

The information on conservation of energy, technology absorption and foreign exchange earnings and outgo as stipulated under Section 134(3)(m) of the Act, read along with Rule 8, of Companies (Accounts) Rules, 2014, is given in Annexure – II.

BUSINESS RESPONSIBILITY REPORT

As the Company is not falling under the top-1000 listed entities, based on market capitalization, as at 31/03/2021, the provisions of regulation 34(2)(f) of the Listing Regulations pertaining to the Business Responsibility Report (BRR), are not applicable.

FIXED DEPOSITS

The Company has neither invited nor accepted any deposits from public during the year under review. Accordingly, there are no unclaimed or unpaid deposits lying with the Company for the year under review.

PARTICULARS OF EMPLOYEES

Particulars required to be disclosed in pursuance of the provisions of Section 197, read with rule 5 of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, are given in Annexure – III.

REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES

1. Outline of CSR Policy including overview of projects or programs undertaken during the year ended 31st March, 2021: Corporate Social Responsibility (CSR) is the integration of business operations & its values in relation to betterment of society. To achieve this integration of interests of all stakeholders, the Company had contributed requisite sums towards fulfilling its CSR obligations, by providing financial aid to some NGOs involved in the field of promoting education and healthcare - especially for the benefit of those belonging to socially and economically backward strata of society.

The CSR Policy and the report can be accessed at link of 'Company Policies' on 'Investor Corner' page on the Company's website at http://voith.com/ind-en/Voith-Paper-Fabrics-India-Limited_Investors-Corner.htm

2. Composition: The CSR Committee presently comprises of four directors, three of whom are Non-Executive Directors.

Sr. No.	Name & Designation of the Director in the Committee	Category
1	Mr. Benno Edmund Morlock, Chairman	Non-Executive & Non-Independent Director
2	Mr. Ravinder Nath, Member	Non-Executive & Non-Independent Director
3	Mr. S.K. Nagpal, Member	Non-Executive & Independent Director
4	Mr. R. Krishna Kumar, Member	Executive & Non-Independent Director

3. Average Net Profit of the Company for the last three financial years is Rs.316.05 million.
4. CSR Expenditure i.e. two percent of Average Net profit for last three financial years is Rs.6.32 million.

5. Details of CSR spent during the financial year:

- Total amount to be spent for the financial year: Rs.6.32 million.
- Amount unspent, if any: Not Applicable
- Manner in which the amount spent during the financial year is detailed below:

(Amount INR in million)

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
Sr. No.	CSR project or activity identified	Sector in which project is covered	Projects or programs: (1) Local Area or other (2) Specify the state and district where projects or programs were undertaken	Amount outlay (budget), projects or programs-wise	Amount spent on the projects or programs. Sub-heads: (1) Direct expenditure on projects and programs (2) Overheads	Cumulative expenditure up to the reporting period	Amount spent through implementing agency or direct
1.	Providing medical equipment at a charitable hospital	Promoting Health Care	Locally (Palwal, Haryana)	4.563	4.563 (Direct)	4.563	Association for Blindness & Leprosy Eradication (Able Charities)
2.	Setting up of Mini Science Centre and providing certain IT equipment in some schools	Promoting Education	Locally (Faridabad, Haryana)	1.757	1.757 (Direct)	1.757	World Vision India
	TOTAL			6.320	6.320	6.320	

- In case the Company has failed to spend the two percent of the average net profit of the last three financial years or any part thereof, the Company shall provide reasons for not spending the amount in its Board Report: Not Applicable
- A responsibility statement by CSR Committee of the Board: We hereby state that the implementation and monitoring of CSR policy is in compliance with CSR objectives and policy of the Company.

- Sd/-
Benno Edmund Morlock
Chairman of the CSR Committee
(DIN: 08276536)

- Sd/-
R. Krishna Kumar
Managing Director
(DIN: 05344619)

ANNUAL EVALUATION BY THE BOARD

The Board has carried out the annual evaluation of its own performance, of each of its Committee and of all individual Directors, as required under the provisions of Section 134(3)(p) of the Companies Act, 2013 and the applicable provisions of Listing Regulations. The manner in which such performance evaluation exercise was carried out is given below:

The Nomination and Remuneration Committee (NRC) carries out the evaluation process at initial stage, followed by evaluation by Board. The performance evaluation framework is in place to seek the response of each Director on the evaluation of the entire Board and Individual Directors, on defined parameters.

The criteria of evaluation of Board as well as that of its each Committee; and individual Directors, including the Chairman of the Board; as defined by NRC in this regard, includes attendance and contribution of each Director at the meetings or otherwise, independent judgment, adherence to code of conduct and business ethics, monitoring of regulatory compliance, risk management and review of internal control system, etc.

The performance of the Board and Individual Directors was also evaluated by the Board seeking inputs from all Directors on aforesaid parameters. The performance of Committees was evaluated by the Board seeking inputs from concerned Committee Members. A separate meeting of the Independent Directors was also held to review the performance of Non-Independent Directors; performance of the Board as a whole and performance of the Chairman of the Company, taking into account the views of Executive as well as Non-Executive Directors.

PREVENTION OF SEXUAL HARASSMENT CASES

As required under the provisions of The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 read with rules made thereunder, the Company has constituted an "Internal Complaints Committee" which is responsible for redressal of complaints related to sexual harassment. The necessary disclosure in terms of requirements of Listing Regulations in this regard is given below:

- Number of complaints filed during the financial year – Nil
- Number of complaints disposed of during the financial year – Nil
- Number of complaints pending as on end of financial year – Nil

NUMBER OF MEETINGS OF THE BOARD

During the year under review, four meetings were convened and held. Details of composition of Board and its committees and of the meetings held, attendance of the Directors and other relevant details are provided in the Corporate Governance Report.

The intervening gap between the meetings was within the period prescribed under the Companies Act, 2013 and Listing Regulations; and the circulars issued by MCA & SEBI in this regard.

POLICY ON DIRECTOR'S APPOINTMENT AND REMUNERATION

The Board has originally constituted its Remuneration Committee on 31st January, 2002 as part of good corporate governance practice. The current policy is to ensure that appropriate and suitable members are appointed on the Board of the Company and that the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate Directors and meets appropriate benchmarks.

The Nomination & Remuneration Committee, at its sole discretion, considers the integrity, qualification, expertise and experience of the person for appointment as a Director and then recommends to the Board of his/her appointment.

REMUNERATION CRITERIA

- **Executive Director / Managing Director / Whole-time Director:** They shall be paid remuneration comprising of several components (including fixed as well as variable) decided and approved by the Board from time to time on recommendation of the Committee. Such remuneration is determined according to industry standards, experience, laws and regulations, prevailing market conditions and the scale of Company's business relating to the position.
- **Other Directors:** The Company remunerates its Non-Executive Indian directors by way of Sitting Fees for attending meetings of the Board and/or any Committee thereof as may be decided by the Board from time to time, subject to the maximum amount as may be prescribed by the Central Government in this regard.

The policy is available at 'Company Policies' link on 'Investors Corner' page at Company's website at http://voith.com/ind-en/Voith-Paper-Fabrics-India-Limited_Investors-Corner.htm

SECRETARIAL AUDIT

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed M/s P.C. Jain & Co., Company Secretaries to undertake the Secretarial Audit of the Company. The Report of the Secretarial Audit is annexed as Annexure – IV.

The Secretarial Audit Report does not contain any qualification, observation or other adverse remarks.

FRAUDS REPORTED BY THE AUDITORS

None of the auditors – Statutory, Secretarial or Internal – have reported any incident of fraud to the Audit Committee/Board of Directors, in their respective report, for the periods reviewed by them.

SECRETARIAL STANDARDS

The Company has complied with the applicable Secretarial Standards, as amended from time-to-time.

SUBSIDIARY COMPANIES, JOINT VENTURE OR ASSOCIATE COMPANIES

The Company neither has any subsidiary, joint venture or associate company; nor has any Company become or ceased to be its subsidiary, joint venture or associate company, during the year.

ANNUAL RETURN

As required under the provisions of Section 92(3) read with Section 134(3)(a) of the Companies Act, 2013, a copy of the relevant Annual Return would be made available at 'Investor Relations' link on the 'Investors Corner' page of Company's website at http://voith.com/ind-en/Voith-Paper-Fabrics-India-Limited_Investors-Corner.htm

PROCEEDINGS PENDING UNDER INSOLVENCY AND BANKRUPTCY CODE, 2016

The Company did not become insolvent; hence there is no application or proceedings pending under Insolvency and Bankruptcy Code, 2016, during the financial year under review.

VALUATION DONE WHILE TAKING LOAN FROM BANKS OR FINANCIAL INSTITUTIONS

The Company has not taken any loan from the Banks or Financial Institutions during the year under review.

APPRECIATIONS

The Board wishes to place on record its appreciation for the untiring efforts & contributions of all the employees of the Company and for the trust & support of all other stakeholders associated with the Company. The Board expects to continue to receive the same in future also.

For and on behalf of the Board of Directors

Date : 14th June, 2021
Place : Faridabad

Ravinder Nath (DIN: 00062186)
Director

R. Krishna Kumar (DIN: 05344619)
Managing Director

ANNEXURE - I

FORM NO. AOC-2

(Pursuant to clause (h) of sub-section (3) of Section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for disclosure of particulars of contracts/arrangements entered into by the Company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions under the third proviso thereto.

1. Details of contracts or arrangements or transactions not at arm's length basis:

There were no contracts or arrangements or transactions entered into by the Company with any related party, during the year ended March 31, 2021, which were not at arm's length basis.

2. Details of material contracts or arrangements or transactions at arm's length basis:

There were no material contracts or arrangements or transactions entered into by the Company with any related party, during the year ended March 31, 2021. However, the particulars of related party transactions carried out in the ordinary course of business at arm's length basis, are appearing at Note No. 36 forming part of the financial statements of this annual report.

ANNEXURE - II

Information required under Section 134 of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014:

The Company remains in constant pursuit to carry out its operations in an environment friendly manner as well as to reduce the consumption of energy. This is done by regularly monitoring the consumption of fuel & electricity at various stages of production process and taking suitable corrective steps wherever possible.

As part of this exercise, some more conventional lights were replaced with LED lights which has more life and requires less maintenance, in various areas of operations and administrative blocks.

A. CONSERVATION OF ENERGY

PART A - Power and Fuel Consumption

Sr. No.	Particulars	For the Year ended 31/03/2021	For the Year ended 31/03/2020
1.	Electricity		
(a)	Purchased units (million)	3.96	3.40
	Total amount (INR in million)	33.77	28.11
	Rate/unit (INR)	8.52	8.28
(b)	Own Generation		
(i)	Through diesel generating units (million)	0.19	0.38
	Unit per litre of diesel oil	3.61	3.22
	Cost/unit (INR)	20.60	18.79
(ii)	Through steam turbine / generator	NIL	NIL
2.	Units generated through Solar Power (million)	0.08	0.09
3.	Purchased Fuel Consumed		
(i)	Furnace Oil		
	Quantity (K. Lts.)	NIL	NIL
	Total amount (INR in millions)	NIL	NIL
	Average rate (INR per litre)	NIL	NIL
(ii)	Pipe Natural Gas		
	Quantity (1000 cubic meter)	531.57	530.29
	Total amount (INR in million)	19.85	20.21
	Average rate (INR per cubic meter)	37.35	38.11

PART B - CONSUMPTION PER UNIT OF PRODUCTION

Product	Felts	Felts
Unit	Kgs.	Kgs.
Electricity (units)	9.53	7.86
Furnace oil (litre)	NIL	NIL
Pipe Natural Gas (cubic meter)	1.20	1.16
		(INR in millions)
Capital Investment made on procuring Energy Conservation Equipment:	NIL	NIL

B. TECHNOLOGY ABSORPTION**Research & Development**

Research & Development (R & D) activities are considered as the foundation for producing better quality products that meet the expectations of customers and for developing indigenous resources for import substitution.

Expenditure incurred on R & D during the year are given below:

	(INR in millions)
(a) Capital	NIL
(b) Recurring	15.95
(c) Total (a + b)	15.95
(d) Total R & D expenditure as a percentage of total turnover	1.57%

C. FOREIGN EXCHANGE EARNINGS AND OUTGO

Exports (excluding Nepal) during the year were Rs.111.69 million. Your Company strives to explore new foreign markets and to enlarge its share in the existing markets.

	(INR in Millions)
• Foreign Exchange Earnings (actual inflows)	122.51
• Foreign Exchange Expenditure (actual outgo)	413.26

ANNEXURE - III

As at 31st March, 2021 there were 125 employees on the rolls of the Company. For the financial year ended on 31st March, 2021, median remuneration of the employees of the Company was Rs.1,051,428/-.

The ratio of remuneration of the Managing Director, Mr. R. Krishna Kumar to the median remuneration of the employees of the Company was 15.17 times. The ratio of remuneration of other directors to the median remuneration of employees of the Company is as follows: Mr. Biren De: 0.07 times; Mr. Ravinder Nath: 0.43 times; Mr. Surinder Kumar Nagpal: 0.47 times; Ms. Shahana Basu: 0.07 times; and Dr. Deepti Gupta: 0.37 times.

The percentage increase in the median remuneration of all employees for the year ended 31st March, 2021, over last year's median remuneration was 5.60%, whereas during this period the Company has registered PBT of 30.56%. The percentage increase/(decrease) in the remuneration of Managing Director for the said period was (6.60%). Other directors, viz., Mr. Biren De; Mr. Ravinder Nath; Mr. Surinder Kumar Nagpal; Ms. Shahana Basu and Dr. Deepti Gupta, were not paid any remuneration except the sitting fee for attending the meetings of the Board and/or its Committees.

In case of the CFO, Mr. Kalyan Dasgupta and the Company Secretary, Mr. C.S. Gugliani, the increase/(decrease) in remuneration was (0.63%) and 1.09% respectively. Whereas, the average increase in remuneration of employees of the Company was 4.99% which is in line with the policy of the Company and prevailing market conditions.

During the year, the average increase in the remuneration of all employees, excluding the remuneration of Managing Director was 7.00%, whereas the decrease in remuneration of Managing Director was 6.60%. The change in remuneration of Managing Director has been as per the Nomination & Remuneration Policy of the Company and in accordance with the approval of the shareholders. Besides this, there were no exceptional circumstances for change in remuneration of Managing Director except the Covid-19 impact. The other Directors, who are resident in India, are paid only the sitting fee for attending the meetings of the Board and/or its Committees and are not paid any variable component.

Information as required under Rule 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and forming part of the Board's Report for the financial year ended 31st March, 2021, is as follows:

Name of Employee	Age (in Years) as on 31/03/2021	Designation; Nature of duties; date of commencement of employment and experience in years	Annual Remuneration (INR in Million)	Qualifications	Last employment Held	% of Equity Shares Held by Employee	Whether related to any Director of the Company
R. Krishna Kumar	46	Initially appointed as the Managing Director for five years with effect from 1 st August, 2014; and reappointed for another term of five years, effective from 1 st August, 2019. He possesses a total experience of about 23 years. He is responsible for overall management and day- to-day affairs of the Company. He has worked for the Company in various capacities, lastly in the capacity of President, since 01/01/2010.	15.95	B.E.	Vice President - Voith Paper Technology (India) Private Limited / Assistant General Manager - Larsen & Toubro Limited.	NIL	No

REMUNERATION OF TOP 10 EMPLOYEES

Sr. No.	Name of Employee	Designation / Nature of Duties	Remuneration (Amount in INR)	Nature of Employment (Contractual or otherwise)	Qualifications	Experience (in years)	Date of Commencement of Employment	Age in years	Last Employment Held	% of Equity Shares Held by Employee	Whether related to any Director of the Company
1	Kalyan Dasgupta	VP	4,994,750	Permanent	Bachelors in Accounting and AICWA	32	16.07.2009	58	Jindal Saw Ltd	Nil	No
2	Karunakar Pant	VP	4,638,060	Permanent	Bachelors in Science from BITS Pilani and Diploma in Paper Technology	42	21.10.1998	65	Sinar Mas India Limited	Nil	No
3	Praveen Batra	DGM	3,616,615	Permanent	Masters in Pulp and Paper Technology from IIT Rorkee	31	27.06.2005	55	Wires and Fabriks (S.A.) Limited	Nil	No
4	Rakesh Kumar Malani	DGM	3,377,520	Permanent	Bachelors in Textile Technology & PGDBA from IGNOU	25	06.07.2007	48	Wires and Fabriks (S.A.) Limited	Nil	No
5	Shailesh Jha	Chief Manager	2,612,775	Permanent	Bachelors in Mechanical Engineering from BIT Mesra	17	05.10.2012	39	Timken India Limited	Nil	No
6	Rajesh Pruthi	Sr. Manager	2,605,720	Permanent	Diploma in Chemical Engg. Specialising in Pulp and Paper Technology	24	08.09.2003	44	Nalco Chemicals India Limited	Nil	No
7	Mahesh Arora	Chief Manager	2,602,653	Permanent	Bachelors in Textile Technology (GMTA) and PGDBA from IGNOU	33	17.07.1990	54	Nuchem Limited	40 shares (0.0009%)	No
8	Bhatu Kuwar	Manager	2,543,105	Permanent	Bachelors in Pulp and Paper Technology	27	17.08.2006	48	Wires and Fabriks (SA) Limited	Nil	No
9	Archana Sharma	Sr. Manager	2,286,690	Permanent	Masters in Commerce and Fellow Member of ICAI	20	01.10.2008	40	Ajay Mittal & Co	Nil	No
10	Chander Shekhar Gugliani	Company Secretary	2,232,370	Permanent	Masters in Commerce and Fellow Member of ICSI	34	08.02.2002	56	KCC Software Limited	Nil	No

ANNEXURE - IV

FORM NO. MR-3 SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2021

[Pursuant to section 204(1) of the Companies Act, 2013 and Rule No.9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,
Voith Paper Fabrics India Limited,
Plot No. 113/114 - A, Sector - 24,
Faridabad – 121005 (Haryana)

Dear Members,

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Voith Paper Fabrics India Limited**. CIN: L74899HR1968PLC004895 (hereinafter called “the Company”). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/ statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2021 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2021 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; **(Not applicable for the period under review)**
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, as amended;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **(Not applicable for the period under review)**
 - (d) The Securities and Exchange Board of India (Share based Employee Benefits) Regulations, 2014; **(Not applicable for the period under review)**
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not applicable for the period under review)**
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **(Not applicable for the period under review)**
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **(Not applicable for the period under review)**
- (vi) On the basis of written Representation and detail of Industry provided by the Company, we confirm that no other laws are specifically applicable to the Company.

We have also examined compliance with the applicable clauses of the following:

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India and notified by the Ministry of Corporate Affairs.

- (ii) The Listing Agreements entered into by the Company with the Bombay Stock Exchange (The BSE Limited) read with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We further report that:

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decision is carried through while the dissenting members' views, if any, are captured and recorded as part of the minutes.

We further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that during the audit period no specific events/actions were taken by the Company which has a major bearing on the Company's affairs in pursuance of the act, rules, regulations, guidelines, standards, etc.

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

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

UDIN : F004103C000479985

Date : 14th June, 2021

Place : Faridabad

Note: This report is to be read with our letter of even date which is annexed as Annexure A and forms an integral part of this report.

'Annexure A'

To,
The Members,
Voith Paper Fabrics India Limited
Plot No. 113/114 - A, Sector - 24,
Faridabad – 121005 (Haryana)

Dear Members,

Our Secretarial Audit Report for the financial year 2020-21 of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records, personal records of employee(s) and Books of Accounts of the Company.
4. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

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

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

UDIN : F004103C000479985

Date : 14th June, 2021

Place : Faridabad

REPORT ON CORPORATE GOVERNANCE

CORPORATE GOVERNANCE PHILOSOPHY

Corporate Governance is an integral part of a Company's value system, business practices and management ethos. Good Corporate Governance is an ongoing exercise and the Company is committed to pursue the same in accordance with the below mentioned principle laid down by Voith in this regard, much before the concept of Corporate Governance was formally introduced by the regulators:

"In Business world one must be ethical, decent and honest. If the contracting party or competitor behaves unfairly, this does not give us a right to deviate from this principle."

The governance processes and systems of your Company have strengthened over a period of time resulting in constant improvisation of sustainable growth.

Corporate Governance by Voith is manifestation of its culture and internal policies which founded its way back in 1927, long before this concept was reckoned by the Indian Corporate World. Firm commitment to our values is vital to gain and retain trust of our stakeholders. It aims at establishing and practicing a system of good corporate governance which will assist the management in managing the Company's business in an efficient and transparent manner for achieving the corporate objectives so as to provide best services in the best interests of the Stakeholders, Employees, Customers, Suppliers, Vendors, etc.

Your Company believes that good Corporate Governance is essential to achieve long-term goals and is committed to the adoption of best governance practices and its adherence in the true spirit at all levels and facets. Your Company is committed to sound principles of Corporate Governance with respect to all its procedures, policies and practices.

BOARD OF DIRECTORS

- Board's Composition – As at 31st March, 2021, the Board of Directors of the Company comprised of six Directors including a Non-Executive Chairman, a Managing Director, one Non-Executive & Non-Independent Director and three Non-Executive & Independent Directors. The Chairman of the Board is nominated by the holding Company. None of the directors hold any inter-se relationship with each other.
- Skill/expertise/competence of the Board of Directors of the Company – The Board of directors have identified the following list of core skills/expertise/competencies required of its members, in context of business of the Company and for it to function effectively. Presently, the Board members who possess the identified skill/expertise/competencies is also given below:
 - Engineering & Technical – Mr. Benno Edmund Morlock, Dr. Deepti Gupta and Mr. R. Krishna Kumar.
 - Finance & Accounts – Mr. S.K. Nagpal (Expert) and other directors possess functional knowledge of Finance & Accounts.
 - Legal – Mr. Ravinder Nath and Ms. Shahana Basu.

The Board already has a balanced mix of persons, comprising of individuals possessing rich experience in areas like engineering & technical, finance & accounts, legal, administration and operations, etc., and are functioning quite good as a team. The Composition of Board is in conformity with the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as Listing Regulations). All Statutory and material information are made available to the Board of Directors to ensure adequate disclosures and transparent decision making process.

- Details of Board Meetings – Between the period from 1st April, 2020 and 31st March, 2021, the Board met on four occasions as follows:
 - No meeting was held in first Quarter of 2020/21 due to Covid-19 Pandemic.
 - On 30th July, 2020 and 10th August, 2020 in second Quarter of 2020/21.
 - On 30th October, 2020 in third Quarter of 2020/21.
 - On 9th February, 2021 in last Quarter of 2020/21.
- Meeting of Independent Directors – As per requirement of Regulation 25 of Listing Regulations and provisions of Section 149 read with Schedule IV of Companies Act, 2013, an exclusive meeting of Independent Directors was also held without the presence of Non-Independent Directors & members of management, on 9th February, 2021, at which two Independent Directors were present.

The Board also confirms that in its opinion, all the independent directors fulfill the applicable conditions of independence as specified in the Listing Regulations and that they are independent of the management of the Company.
- Names and Categories of Directors on the Board, their attendance at the Board Meeting and Annual General Meeting and number of Directorships and Committee positions held by them in other companies, as at 31/03/2021, are as given below:

Name of Director	Category	Number of Board Meetings attended during the year	Attendance at the last AGM held on 30/09/2020	No. of Directorships held as on 31/03/2021 in other Indian Companies (Public and Private)		No. of Audit/SRC Committee Memberships held in other Indian Public Companies as on 31/03/2021	
				As Chairman	As Director	As Chairman	As Member
Mr. Benno Edmund Morlock (Chairman of the Board)	Non-Executive and Non-Independent Director (Nominee of the Holding Company)	1	Not present	-	-	-	-
Mr. Biren De*	Non-Executive and Independent Director	-	N.A.	N.A.	N.A.	N.A.	N.A.
Mr. Ravinder Nath	Non-Executive and Non-Independent Director	4	Present	-	6	-	-
Mr. Surinder Kumar Nagpal	Non-Executive and Independent Director	4	Present	-	2	1	3
Ms. Shahana Basu	Non-Executive and Independent Director	1	Present	-	1	-	-
Dr. Deepti Gupta**	Non-Executive and Independent Director	3	Present	-	2	N.A.	N.A.
Mr. R. Krishna Kumar	Managing Director	4	Present	-	2	N.A.	N.A.

* Due to age and Covid-19 pandemic conditions, Mr. Biren De resigned from the Directorship of the Company effective from 30th July, 2020.

** Dr. Deepti Gupta was appointed as a Director of the Company by Board of Directors at its meeting held on 30th July, 2020.

- Details of other listed entities where the Directors, Mr. Ravinder Nath, Mr. Surinder Kumar Nagpal and Ms. Shahana Basu are holding any Board position is given below:

Name of Director	Directorships (with Category) held in other Listed Companies as on 31/03/2021
Mr. Ravinder Nath	Somany Ceramics Limited – Independent Director Kanoria Chemicals & Industries Limited – Independent Director
Mr. S. K. Nagpal	Shiv Kamal Impex Limited – Independent Director Oracle Credit Limited – Independent Director
Ms. Shahana Basu	DCM Nouvelle Limited – Non-Executive, Non-Independent Director

- Details of shareholding of Directors and their relatives as on 31/03/2021:

Name of Director	Shares held by Director in the Company	Shares held by Relatives	Total Shares held
Mr. Benno Edmund Morlock	NIL	NIL	NIL
Mr. Ravinder Nath	NIL	NIL	NIL
Mr. Surinder Kumar Nagpal	NIL	NIL	NIL
Ms. Shahana Basu	NIL	NIL	NIL
Dr. Deepti Gupta	NIL	NIL	NIL
Mr. R. Krishna Kumar	NIL	NIL	NIL

- Familiarization Programme for Independent Directors:

The Independent Directors are already conversant about their roles, rights, duties and responsibilities in the Company, nature of industry in which the Company operates, business model of the Company etc., as most of them have been associated with the Company for many years.

Further, at each Audit Committee Meetings and Board Meetings, some time is normally allocated for Independent Directors, when they are usually briefed about the latest updates pertaining to the operations, business model/developments of the Company; regulatory/statutory changes and its likely impact on the Company workings etc., that have occurred since previous Board Meeting, by the Statutory Auditors, Managing Director, as well as the Company Secretary. This way they devote adequate time to understand, familiarize and remain updated about the activities of the Company.

The necessary disclosures about the familiarization programme for independent directors, as above, is also available at link of 'Investor Relations' on 'Investor Corner' page on the Company's website at http://voith.com/ind-en/Voith-Paper-Fabrics-India-Limited_Investors-Corner.htm

- Committees of the Board – The Company has constituted the following four Committees of the Board:

A. AUDIT COMMITTEE:

Terms of reference: The Audit Committee provides direction to the audit function in the Company and monitors/reviews the quality of financial management and internal audit. It also oversees the financial reporting process for proper disclosure in the financial statements and recommends appointment, re-appointment and removal of the auditors and about fixing their remuneration.

The Committee also reviews the quarterly, half-yearly as well as annual financial statements before the same are submitted to the Board, with particular reference to matters to be included in Directors' Responsibility Statement; changes, if any, in the accounting policies and practices; major accounting entries involving estimates based on exercise of judgment by the management; significant adjustments made in financial statements; compliance with listing and other legal requirements relating to financial statements; disclosure and approval of related party transactions; qualifications, if any, in the draft audit report; etc. It also oversees the working of the Internal Audit system, including the internal control mechanism of the Company.

Composition - In accordance with the provisions of Section 177 of Companies Act, 2013 and Regulation 18 of Listing Regulations, 2015, as at 31st March, 2021 the Audit Committee of the Company comprised of three Non-Executive & Independent Directors under the Chairmanship of Mr. Surinder Kumar Nagpal.

Meetings and Attendance - Four meetings of the Audit Committee of the Board of Directors took place during the year under review. For the year ended 31/03/2021, the attendance details of Committee Members at the meetings held on 30th July, 2020, 10th August, 2020, 30th October, 2020 and 9th February, 2021, is as follows:

Name & Designation of Director in the Committee	Category	No. of meetings attended
Mr. Surinder Kumar Nagpal, Chairman	Non-Executive & Independent Director	4
Mr. Biren De, Member [^]	Non-Executive & Independent Director	1
Mr. Ravinder Nath, Member [^]	Non-Executive & Non-Independent Director	1
Ms. Shahana Basu, Member [*]	Non-Executive & Independent Woman Director	0
Dr. Deepti Gupta, Member [*]	Non-Executive & Independent Woman Director	3

[^] Mr. Biren De and Mr. Ravinder Nath were Members of the Committee until 30th July, 2020.

^{*} Effective from 30th July, 2020.

Mr. C.S. Gugliani, Company Secretary, is the Secretary to the Committee.

Related Party Transaction Policy

Company has formulated a Policy on Related Party Transactions as per the requirements of Listing Regulations, which was lastly reviewed and approved by the Board in August 2018.

The relevant Policy can be accessed at link of 'Company Policies' on 'Investor Corner' page on the Company's website at http://voith.com/ind-en/Voith-Paper-Fabrics-India-Limited_Investors-Corner.htm

B. STAKEHOLDERS' RELATIONSHIP COMMITTEE (SRC)

Terms of Reference - The salient functions of the Stakeholders' Relationship Committee (SRC) include, resolving the grievances of shareholders, overseeing the allotment/approvals & rejection of transfer/transmission of shares, split/consolidation, etc.; issue of duplicate share certificates; reviewing the various aspects of interest of shareholders & measures for improvement etc.; and compliance with the listing requirements for Securities of the Company, including dematerialization and/or rematerialization of securities and all allied matters related thereto.

Composition - In accordance with the provisions of Section 178 of Companies Act, 2013 and Regulation 20 of Listing Regulations, 2015, as at 31st March, 2021, the SRC comprised of three Directors, under the Chairmanship of a Non- Executive Director, Mr. Ravinder Nath, an advocate by profession.

Meetings and Attendance - Three meetings of the SRC of Board of Directors took place during the year under review. For the year ended 31/03/2021, the attendance details of Committee Members at the Meetings held on 30th July, 2020, 30th October, 2020 and 9th February, 2021 is as follows:

Name & Designation of Director in the Committee	Category	No. of meetings attended
Mr. Ravinder Nath, Chairman	Non-Executive & Non-Independent Director	3
Ms. Shahana Basu, Member [^]	Non-Executive & Independent Woman Director	0
Dr. Deepti Gupta, Member [*]	Non-Executive & Independent Woman Director	2
Mr. R. Krishna Kumar, Member	Managing Director	3

[^] Ms. Shahana Basu was a Member of the Committee until 30th July, 2020.

^{*} Effective from 30th July, 2020.

Mr. C.S. Gugliani, Company Secretary, is the Compliance Officer.

Details of Investor Complaints received & disposed-off during the year are as follows:

Particulars	Related to Share Transfers	Other Complaints
Number of complaints pending as on 01/04/2020	0	0
Number of complaints received during the period from 01/04/2020 to 31/03/2021	0	0
Number of complaints disposed-off during the period from 01/04/2020 to 31/03/2021	0	0
Number of complaints pending as on 31/03/2021	0	0

C. CORPORATE SOCIAL RESPONSIBILITY (CSR) COMMITTEE

Terms of Reference - The CSR Committee has been entrusted with responsibility of formulating and recommending to the Board, a Corporate Social Responsibility Policy indicating the activities to be undertaken by the Company as specified in Schedule VII to the Companies Act, 2013; recommending to the Board the amount of expenditure to be incurred; monitoring the implementation of framework of CSR Policy and ensuring that implementation of the project and programme is in compliance with the CSR Policy of the Company.

Composition - In accordance with the provisions of Section 135 of Companies Act, 2013 read with Rule 5 of Companies (CSR Policy) Rules, 2014, as at 31st March, 2021 the CSR Committee comprised of four directors, three of whom are Non-Executive Directors. Mr. Benno Edmund Morlock, Chairman of the Board is also the Chairman of the CSR Committee.

Meetings and Attendance - One meeting of the CSR Committee of the Board of Directors was held on 30th October, 2020 during the year under review. The attendance details of the Members at the said Committee Meeting is as follows:

Name & Designation of the Director in the Committee	Category	No. of meeting attended
Mr. Benno Edmund Morlock, Chairman	Non-Executive & Non-Independent Director	0
Mr. Ravinder Nath, Member*	Non-Executive & Non-Independent Director	1
Mr. Surinder Kumar Nagpal, Member*	Non-Executive & Independent Director	1
Mr. R. Krishna Kumar, Member	Managing Director	1

* Effective from 30th July, 2020.

D. NOMINATION AND REMUNERATION COMMITTEE (NRC)

Terms of Reference: Salient Features of Nomination and Remuneration Committee (NRC) includes, recommending to the Board about appointment and removal of the Directors, Key Managerial Personnel (KMPs), Senior Management Personnel (SMPs); carry out evaluation of every director's performance and recommend to the Board a policy pertaining to remuneration for director(s), KMPs, SMPs and other employees.

Composition - In accordance with the provisions of Section 178 of Companies Act, 2013 and Regulation 19 of Listing Regulations, 2015, as at 31st March, 2021 the NRC comprised of three Non-Executive Directors, two of whom are Independent Directors. Mr. Surinder Kumar Nagpal, an Independent Director is the Chairman of the NRC.

Meetings and Attendance - One meeting of the NRC of the Board of Directors took place during the year under review. The attendance details of Members at the Committee Meeting held on 30th July, 2020 during the year under review, is as follows:

Name & Designation of the Director in the Committee	Category	No. of meeting attended
Mr. Surinder Kumar Nagpal, Chairman*	Non-Executive & Independent Director	1
Mr. Biren De, Chairman^	Non-Executive & Independent Director	1
Mr. Benno Edmund Morlock, Member	Non-Executive & Non-Independent Director	0
Ms. Shahana Basu, Member*	Non-Executive & Independent Woman Director	0

^ Mr. Biren De was the Chairman of the Committee until 30th July, 2020.

* Effective from 30th July, 2020.

PERFORMANCE EVALUATION CRITERIA OF DIRECTORS

The NRC evaluates the performance of every Director on the basis of defined parameters as spelt out in the Remuneration Policy, and forwards its report along with recommendation, to the Board on annual basis. The criteria for appointment, removal and remuneration are as per the remuneration policy of the Company.

Following process is adopted for evaluation of performance of Directors, Committees and the Board:

The relevant Evaluation Forms are circulated and received from all Directors evaluating the performance of other Directors, Committees and Board as a whole.

The evaluation is made on the basis of duties & responsibilities, devotion of sufficient time and attention to their professional obligations, constructive participation in the Meetings of the Committees and the Board, etc.

Thereafter, the NRC submits its recommendation & suggestions for improvement, if any, in respect of any Director, Committee and the Board; as well as the results of evaluation are placed and discussed at the Board Meeting. Individual Directors are also provided necessary feedback by the Board, if any, at least once in a year.

Remuneration Policy - Executive Directors including Managing Director (MD) and Whole Time Director (WTD) shall be paid remuneration comprising several components (including fixed as well as variable), as the case may be, decided and approved by the Board from time to time, on the recommendation of the NRC and also approved by the shareholders and the Central Government, if so required. Such remuneration will be determined according to the industry standards, experience, laws and regulations, prevailing market conditions and scale of Company's business relating to the position. The policy also contains the scope and criteria for evaluation of Independent Directors and the Board as a whole.

Key Managerial Personnel (KMPs) and Senior Management Personnel (SMPs) shall be paid such remuneration as recommended by the NRC and approved by the Board from time to time. However, for all KMPs (except for the MD/WTD) and/or SMPs or other employees, the NRC/Board may also authorize the person in-charge of day-to-day affairs of the Company to decide their remuneration based on their qualification, experience, expertise and their performance.

Details of payment made to Non-Executive Directors - In order to retain seasoned professional on Board & to receive their valuable guidance, the Non-Executive Directors, resident in India, were paid the sitting fee for attending the meetings of the Board and/or its Committees at the rate of Rs.70,000/- and Rs.35,000/- respectively, per meeting.

Name of the Director	Sitting Fees (in INR) paid, during the year under review, for attending the meetings of:					Total Sitting Fees Paid (INR)
	Board of Directors	Audit Committee	Nomination & Remuneration Committee	Stakeholders' Relationship Committee	Corporate Social Responsibility Committee	
Mr. Biren De	-	35,000	35,000	-	-	70,000
Mr. Ravinder Nath	280,000	35,000	-	105,000	35,000	455,000
Mr. S. K. Nagpal	280,000	140,000	35,000	-	35,000	490,000
Ms. Shahana Basu	70,000	-	-	-	-	70,000
Dr. Deepti Gupta	210,000	105,000	-	70,000	-	385,000

PAYMENTS MADE TO THE MANAGING DIRECTOR (CEO FOR THE PURPOSE OF LISTING REQUIREMENT)

Following are the details of remuneration (including perquisites and retirement benefits) paid/payable to the Managing Director, Mr. R. Krishna Kumar, for the financial year ended on 31st March, 2021:

Particulars	Amount (in INR)
Basic	3,493,308
Performance Linked Reward	3,751,221
Allowances and perquisites	7,763,577
Contribution to Provident Fund	12% of Basic Salary
Contribution to Gratuity Fund	Through Group Gratuity Scheme with LIC of India
Contribution to Superannuation Fund	15% of Basic Salary

GENERAL BODY MEETINGS

➤ Details of last three Annual General Meetings held:

Year (AGM)	Venue	Day & Date	Time
2020 (50th)	Meeting held through Video Conference or Other Audio Visual Means, at the deemed venue at the Registered Office of the Company, at 113/114-A, Sector-24, Faridabad - 121005, Haryana	Wednesday 30/09/2020	3:30 p.m.
2019 (49th)	Hotel Radisson Blu Faridabad, Sector 20-B, Mathura Road, Faridabad - 121001, Haryana	Wednesday 28/08/2019	3:30 p.m.
2018 (48th)	Hotel Radisson Blu Faridabad, Sector 20-B, Mathura Road, Faridabad - 121001, Haryana	Thursday 05/07/2018	3:30 p.m.

➤ Special Resolutions:

The following Special Resolutions were passed at the last three Annual General Meetings:

Year (AGM)	Matter(s) for which Special Resolution was passed
2020 (50 th)	Appointment of Statutory Auditor; and Appointment of Non-Executive Director
2019 (49 th)	Appointment of Managing Director; and Appointment of Independent Directors
2018 (48 th)	None

SPECIAL RESOLUTIONS PASSED THROUGH POSTAL BALLOT

There was no item during the year under review that was required to be passed through the process of Postal Ballot. Further, there is no special resolution proposed to be passed at the ensuing Annual General Meeting which is required to be approved by the shareholders through Postal Ballot.

Requirement of Postal Ballot shall be complied with, wherever applicable, as required by law.

DISCLOSURES

- i. During the year ended 31st March, 2021, there has been no materially significant transaction entered by the Company with any party which is considered to have potential conflict with interest of the Company at large. The details of all related party transactions are placed and approved by the Audit Committee and Board of Directors on periodical basis.
- ii. During the last three years there has been no instance of non-compliance and no penalties or strictures imposed on the Company by Stock Exchanges or the SEBI or any other statutory authorities on any matter related to capital market. However, the Company received a letter from stock exchange in the year 2018, wherein it was mentioned that Nomination and Remuneration Committee (NRC) was not compliant for certain period as the Chairman nominated by the holding company was changed in July 2018 and the new Chairman appointed was inducted on the Board in November 2018. During this period, he was in the process of completing formalities like obtaining DSC & DIN. The Company has already given a representation in this regard to the stock exchange and the response from stock exchange is awaited.
- iii. In accordance with the requirements of Section 177 of the Companies Act, 2013 and Regulation 22 of Listing Regulations, the Company has formulated a 'Vigil Mechanism/Whistle Blower Policy' which provides an avenue to the Directors and employees of the Company to directly report, their genuine concerns including unethical behavior and violation of code of conduct, to the Chairman of the Audit Committee.

No person has been denied access to the Chairman of the Audit Committee of the Board of Directors of the Company.

- iv. The Company has complied with the mandatory requirements of Listing Regulations. Compliance status about the non-mandatory requirements of the Listing Regulations are disclosed separately elsewhere.
- v. At present, Company does not have any subsidiary, hence it has not formulated any Policy for determining 'material' subsidiary.
- vi. The Policy for dealing with Related Party Transactions can be accessed under 'Company Policies' link at the web-link http://voith.com/ind-en/Voith-Paper-Fabrics-India-Limited_Investors-Corner.htm
- vii. A certificate from a Company Secretary in Practice, with respect to directors who have been debarred / disqualified by the Board/ Ministry of Corporate Affairs or any such statutory authority, from being appointed or continuing as Director on the Board of the Company, is forming part of this report.
- viii. Company has paid Rs.3.17 million in aggregate (excluding applicable taxes), to statutory auditors and all entities in their network firms, for all services availed from them during the year.
- ix. There were no complaints filed and pending during the year under review in relation to Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

DISCLOSURES OF ACCOUNTING TREATMENT

While preparation of Financial Statements, the applicable Accounting Standards, issued by The Institute of Chartered Accountants of India (ICAI), have been followed.

MEANS OF COMMUNICATION

- Intimation to Stock Exchange - Your Company believes that all the stakeholders should have access to adequate information about the Company. All information, which could have a material bearing on the share prices, is released at the earliest to the BSE in accordance with the requirements of Listing Regulations.
- Newspapers - The financial results and other communications of the Company were normally published in 'The Hindu Business Line/ Financial Express' and 'Rashtriya Sahara/Naya India/Jansatta'.

- Website - The financial Results were also displayed on 'Financial Results' link on 'Investor Corner' page on the company's website at http://voith.com/ind-en/Voith-Paper-Fabrics-India-Limited_Investors-Corner.htm. The Company also updates the website with other relevant information, as and when required.
- The Company did not make any official news release nor made any presentations to the institutional investors or analysts, during the year under review.

GENERAL SHAREHOLDER INFORMATION

ANNUAL GENERAL MEETING

Day & Date	Time	Venue
Friday, 17 th September, 2021	3:30 p.m.	Through Video Conferencing (VC) or Other Audio Visual Means (OAVM)

Financial Calendar (From 1st April, 2021 to 31st March, 2022)

Subject to any directive/instruction from the statutory authorities in this regard, tentative dates of releasing financial results for quarter ending:

- 30th June, 2021 - By 14th August, 2021
- 30th September, 2021 - By 14th November, 2021
- 31st December, 2021 - By 14th February, 2022
- 31st March, 2022 - By 30th May, 2022

Book Closure and Dividend Payment date:

Book Closure: From Saturday, 4th September, 2021 to Friday, 17th September, 2021 (both days inclusive).

Dividend Payment Date: Dividend would be credited in the account of shareholders whose ECS Mandate is available, within 30 days of declaration at Annual General Meeting. For members whose bank details are not updated and/or to whom the electronic payment of dividend could not be made successfully, necessary dividend warrants / demand drafts / cheques would be sent by post in accordance with the prevailing guidelines of postal authorities. Hence, shareholders are advised to kindly update their NECS Mandates with the Company / RTA (for shares held in physical mode) or the Depository Participant (for shares held in demat mode) at the earliest.

Further, the amount of unpaid/unclaimed dividend for the year 2012-13, that became due to be transferred during the year under review, was transferred to the Investor Education and Protection Fund (IEPF) in accordance with the provisions of Section 124 of the Companies Act, 2013.

Further, until 31st March, 2021, 47739 shares in respect of which dividends have remained unclaimed/unpaid for seven consecutive years, were also transferred to the Investor Education and Protection Fund (IEPF) in accordance with the applicable provisions of the Companies Act, 2013, and IEPF Authority (Accounting, Audit, Transfer and Refund) Rules, 2017, as amended. Relevant details in this regard has also been made available on the website of the Company at 'Investor Relations' link on 'Investors Corner' page at http://voith.com/ind-en/Voith-Paper-Fabrics-India-Limited_Investors-Corner.htm

LISTING ON STOCK EXCHANGE

The Equity Shares of the Company are currently listed for trading under Group/Index 'X' of the BSE Limited, Mumbai (BSE). Company confirms that it has paid the annual listing fees to BSE for the year 2021/22.

The Company also confirms that it has paid the annual custodial fees to the Central Depository Services (India) Limited (CDSL) for the year 2021/22. The annual custodial fee shall also be paid to the National Securities Depository Limited (NSDL) upon receipt of necessary bill from NSDL.

STOCK CODE

BSE Limited (BSE) : 522122

ISIN for NSDL/CDSL : INE285C01015

MARKET PRICE INFORMATION

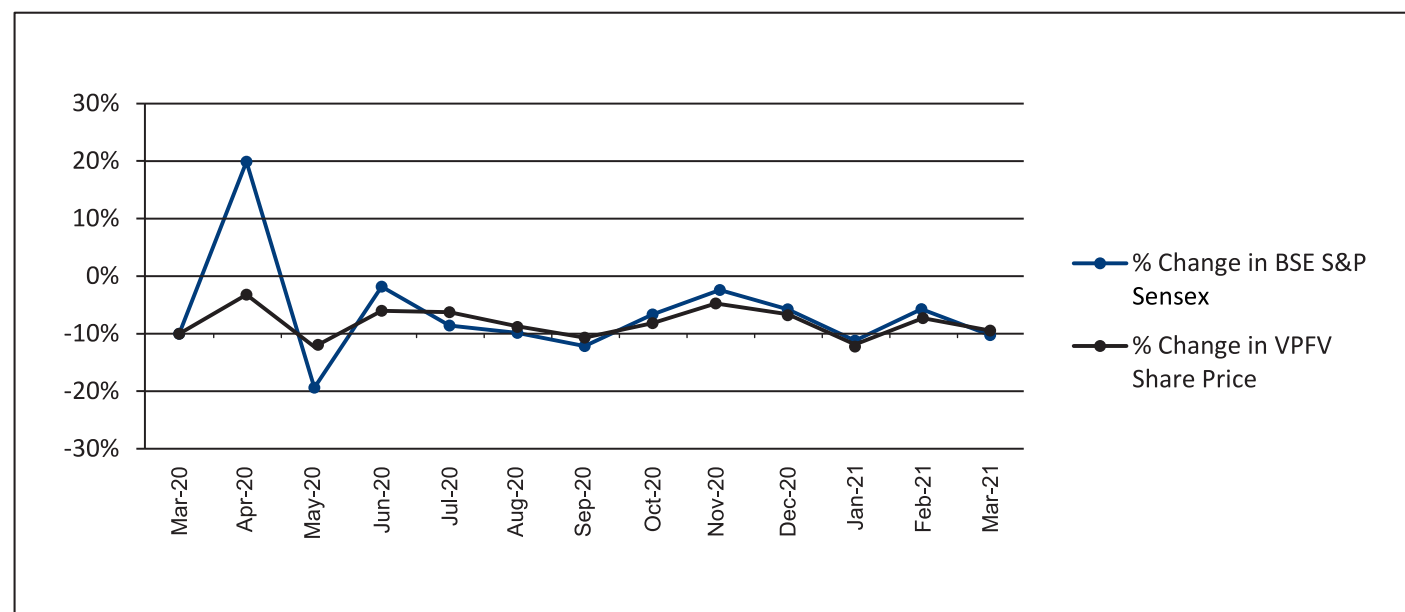
The monthly 'high' and 'low' closing prices (rounded off to the nearest rupee) of the shares traded during the period from April, 2020 to March, 2021 on BSE are given below:

Month	High (in Rs.)	Low (in Rs.)
April, 2020	1165	740
May, 2020	1144	960
June, 2020	1098	954

Month	High (in Rs.)	Low (in Rs.)
July, 2020	1,111	1,015
August, 2020	1,064	936
September, 2020	1,010	925
October, 2020	1,088	945
November, 2020	1,060	996
December, 2020	1,199	1,000
January, 2021	1,188	1,041
February, 2021	1,200	1,050
March, 2021	1,195	1,055

Source : BSE Website

SHARE PRICE VIS-A-VIS SENSEX MOVEMENT



REGISTRAR & TRANSFER AGENT (RTA)

MCS Share Transfer Agent Limited
F-65, First Floor, Okhla Industrial Area Phase - I, New Delhi - 110020
Phone: 011 - 41406149 to 51
Fax: 011 - 41709881, E-mail: helpdeskdelhi@mcsregistrars.com

SHARE TRANSFER SYSTEM

Investors may kindly note that SEBI has mandated that in case of securities market transactions and off-market/private transactions, involving transfer of shares of a Listed Company in physical mode, is not allowed w.e.f. 1st April, 2019.

MCS Share Transfer Agent Limited handles the investor services of the Company and also share transfer/transmission related work within the stipulated time prescribed under applicable laws, if the documents are found correct and valid in all respects.

As per the requirements of Regulation 40(9) of the Listing Regulations, Company has regularly obtained the necessary certificate from a Company Secretary in Practice and submitted the same to BSE on half-yearly basis, confirming due compliance of share transfer related activities by the Company.

As per the requirement of SEBI guidelines, the Company's shares are to be traded only in dematerialized form.

INFORMATION ON SHAREHOLDING

A. Shareholding Pattern of the Company as on 31st March, 2021

Category code	Category of Shareholder/Member	Total No. of Members	Total No. of shares	No. of Shares held in dematerialized form	Total share holding as a percentage of total number of shares	
					As a % of (a+b)	As a % of (a+b+c)
(a)	Shareholding of Promoter and Promoter group					
	(1) Indian	Nil	Nil	Nil	N.A.	N.A.
	Sub Total (a)(1)	Nil	Nil	Nil	N.A.	N.A.
	(2) Foreign					
	Bodies Corporate	1	3,252,418	3,252,418	74.04	74.04
	Sub Total (a)(2)	1	3,252,418	3,252,418	74.04	74.04
	Total Shareholding of Promoter & Promoters Group (a)=(a)(1)+(a)(2)	1	3,252,418	3,252,418	74.04	74.04
(b)	Public shareholding					
	(1) Institutions					
	Mutual Funds/ UTI	Nil	Nil	Nil	Nil	Nil
	Financial Institutions / Banks	4	706	432	0.02	0.02
	Insurance Companies	2	51,406	51,331	1.17	1.17
	Sub Total (b)(1)	6	52,112	51,763	1.19	1.19
	(2) Non Institutions					
	a) Bodies Corporate	83	137,819	136,665	3.14	3.14
	b) Individuals					
	i. Individual shareholders holding nominal share capital up to Rs.2 Lakh	3701	805,742	730,939	18.34	18.34
	ii. Individual shareholders holding nominal share capital in excess of Rs.2 Lakh	2	81,719	81,719	1.86	1.86
	iii. IEPF Authority	1	47,739	47,739	1.09	1.09
	c) NBFC registered with RBI	1	448	448	0.01	0.01
	d) NRIs					
	i) with Repat	25	6,032	5,808	0.14	0.14
	ii) without Repat	36	8,530	6,240	0.19	0.19
	e) Any Other (Specify)	0	0	0	0	0
	Sub-Total (b)(2)	3849	1,088,029	1,009,558	24.77	24.77
	Total Public shareholding (b)=(b)(1)+(b)(2)	3855	1,140,141	1,061,321	25.96	25.96
	TOTAL (a)+(b)	3856	4,392,559	4,313,739	100.00	100.00
(c)	Shares held by Custodians and against which Depository Receipts have been issued	Nil	Nil	Nil	Nil	Nil
	Grand Total (a+b+c)	3856	4,392,559	4,313,739	100.00	100.00

B. Shareholders with more than one percent holding as on 31st March, 2021

Sl. No.	Name of the Shareholder	No. of shares held	% of shares held
1.	VP Auslandsbeteiligungen GmbH	3,252,418	74.04
2.	Om Prakash Rawat	60,019	1.37
3.	The Oriental Insurance Company Limited	51,331	1.17
4.	Plutus Wealth Management LLP	50,000	1.14

Distribution of Shareholding as on 31st March, 2021

No. of Shares held (Range)	No. of Shareholders	% to total Shareholders	No. of Shares	% to total Shares
1 - 500	3656	91.35	319,108	7.26
501 - 1000	190	4.75	135,748	3.09
1001 - 2000	91	2.27	127,222	2.90
2001 - 3000	20	0.50	49,426	1.13
3001 - 4000	12	0.30	41,909	0.95
4001 - 5000	6	0.15	27,709	0.63
5001 - 10000	11	0.28	74,720	1.70
10001 - 50000	13	0.33	252,949	5.76
50001 - 100000	2	0.05	111,350	2.54
100001 and above	1	0.02	3,252,418	74.04
Total	4002	100.00	4,392,559	100.00

DEMATERIALIZATION OF SHARES

The Company's shares are available for trading in the depository systems of both the NSDL and the CDSL.

3,252,418 equity shares owned by the Holding Company are held in dematerialized mode.

Out of remaining 1,140,141 equity shares; 1,061,321 equity shares of the Company forming 93.08% of the total public shareholding, stand dematerialized as on 31st March, 2021.

LIQUIDITY OF SHARES

The Equity shares of the Company have been included in the 'X' Group of the BSE Limited, Mumbai (BSE).

OUTSTANDING ADR'S / GDR'S / WARRANTS OR ANY CONVERTIBLE INSTRUMENTS

Till date your Company has not issued any ADR/GDR/Warrant or any other Convertible Instruments.

PLANT LOCATION

113/114-A, Sector-24, Faridabad - 121005 (Haryana). Delhi NCR, India.

ADDRESS FOR CORRESPONDENCE

The Company Secretary,
Voith Paper Fabrics India Limited
113/114-A, Sector-24, Faridabad - 121005 (Haryana), Delhi NCR, India.
Phone: 0129 – 4292200; Fax: 0129 – 2232072
E-mail: investorcare.vffa@voith.com (dedicated email ID for investors as per Regulation 13 of Listing Regulations)

PARTICULARS OF UNCLAIMED/UNDELIVERED SHARES

The shareholders may kindly take note that as per Regulation 39 read with Schedule VI of the Listing Regulations, the Company has consolidated and transferred the unclaimed/undelivered shares lying with the Company, in one folio in dematerialized mode. It may kindly be noted that the voting rights on such shares shall remain frozen till the shares are reclaimed by the rightful owners.

The details of such unclaimed / undelivered shares are as follows:

Sr. No.	Particulars	No. of cases	No. of Shares
1	Status as on 01/04/2020	107	11,718
2	Total request received during the year, from shareholders for dispatch of shares to them	-	-
3	Shares dispatched in pursuance of valid requests received from shareholders	-	-
4	Undelivered / unclaimed shares lying with the Company as on 31/03/2021*	9	1,332

* During the year under review 10,386 shares, belonging to 98 shareholders, were transferred to IEPF Authority.

RECONCILIATION OF SHARE CAPITAL AUDIT REPORT

In accordance with the requirements for a Listed Company, as stipulated by SEBI, a 'Reconciliation of Share Capital Audit' is conducted on a Quarterly basis by a firm of Company Secretaries, for the purpose of, inter alia, reconciliation and confirmation of the total admitted equity share capital with the depositories and in the physical form with the total issued / paid-up equity share capital of the Company as listed on the BSE.

Certificates issued in this regard are placed before the Board of Directors and forwarded to the BSE, where the equity shares of the Company are listed.

CEO & CFO CERTIFICATION

The Board confirms that CEO & CFO certificate relating to the financial statements has been placed before it regularly.

CODE OF CONDUCT

The Company has formulated a Code of Conduct for its Board of Directors and members of Senior Management. The Code of Conduct is available on the website of the Company.

DECLARATION BY THE MANAGING DIRECTOR

It is hereby declared that in terms of Regulation 17(5) and 34 read with Schedule V(D) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Code of Conduct for the Board of Directors and the Senior Management Team of the Company is available for reference of public at large, on the website of the Company www.voithpaperfabricsindia.com

Further, the Company has also obtained affirmation from each individual member of the Board of Directors and the Senior Management Team confirming compliance with the conditions of the said Code of Conduct.

For Voith Paper Fabrics India Limited

-- sd --

R. Krishna Kumar
Managing Director
DIN: 05344619

STATUS OF ADOPTION OF NON-MANDATORY/DISCRETIONARY REQUIREMENTS

1. The Board - The Corporate Office of the Company does not bear the expenses of the office of the Chairman, as he is stationed outside India.
2. Shareholders Rights - The quarterly financial results and other material information, if any, are published in an English newspaper having nation-wide circulation and a local language newspaper. The results are also displayed on the website of the Company besides being available for public viewing through the website of BSE. Therefore, the half yearly results including summary of the significant events are not separately sent to the shareholders.
3. Audit Qualifications - The Company does not have any qualifications from the Auditors in its Financial Statements as on 31st March, 2021.
4. Chairman & CEO - The positions of Chairman and CEO are held by two different individuals.
5. Reporting by the Internal Auditor - The Audit Committee and the Board were duly briefed about the Internal Audit Report submitted by the Internal Auditor.

COMPLIANCE CERTIFICATE

The Company has obtained a certificate from a Company Secretary in practice regarding compliance of conditions of Corporate Governance as stipulated in Regulation 34 read with Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and the same is reproduced below:

CERTIFICATE ON COMPLIANCE WITH THE CONDITIONS OF CORPORATE GOVERNANCE UNDER REGULATION 34 READ WITH SCHEDULE V OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

To
The Members of
Voith Paper Fabrics India limited
113/114-A, Sector-24
Faridabad - 121005 (Haryana)

I have reviewed the implementation of Corporate Governance procedures by **VOITH PAPER FABRICS INDIA LIMITED** for the financial year ended on 31st March 2021, with the relevant records and documents maintained by the Company, furnished to me for my review and the report on Corporate Governance as approved by the Board of Directors.

The compliances of conditions of Corporate Governance are the responsibility of the management. Our examination was limited to a review of procedures and implementations thereof, as adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

I further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

On the basis of my review and according to the information and explanation provided to me, it is hereby certified and confirmed:

- That the conditions of Corporate Governance as stipulated in the Listing Regulations, 2015 with the stock exchange have been complied with in all material respect by the Company; and
- That 'No' investor grievance is pending for a period exceeding one month as per the records maintained by the Company.

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

(P.C. Jain)
Managing Partner
CP No. 3349
M No.4103

UDIN : F004103C000480051

Place : Faridabad

Date : 14th June, 2021

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

*(Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI
(Listing Obligations and Disclosure Requirements) Regulations, 2015)*

To
The Members
VOITH PAPER FABRICS INDIA LIMITED
(CIN: L74899HR1968PLC004895)
113/114-A, Sector-24
Faridabad - 121005 (Haryana)

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Voith Paper Fabrics India Limited having (CIN: L74899HR1968PLC004895) and having registered office at 113/114-A, Sector-24 Faridabad - 121005 (Haryana) (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10 (i) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations/ representations furnished to us by the Company & its Director/ officers, we hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ended as on 31st March, 2021 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority:

Sr. No.	Name of Director	DIN	Date of Appointment of Director
1	Mr. Benno Edmund Morlock	08276536	10/11/2018
2	Mr. Ravinder Nath	00062186	24/10/1998
3	Mr. Surinder Kumar Nagpal	01171148	27/01/2010
4	Ms. Shahana Basu	07137715	06/02/2016
5	Dr. Deepti Gupta	08481203	30/07/2020
6	Mr. Krishna Kumar Rajamohannair	05344619	01/08/2014

Ensuring the eligibility of the appointment/ continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

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

(P.C. Jain)
Managing Partner
CP No. 3349
M No.4103

UDIN : F0041003C00047949

Place : Faridabad

Date : 14th June, 2021

MANAGEMENT DISCUSSION & ANALYSIS REPORT

INDUSTRY STRUCTURE & DEVELOPMENTS

Paper Industry in India is not a forest-based industry, but an agro-based industry, providing jobs and income to farmers involved in cultivating trees. The paper industry seeks to maintain and contribute to society, foster the well-being of our communities, and utilize sustainable manufacturing practices and fiber procurement measures that protect the environment and ensure that our resources will be as available for future generations as they are today. Paper addresses growing humankind needs in areas like education, sanitation, packaging and communication.

India's Paper and Print industries show large potential. Demand for paper is growing mainly due to an increase in demand for packaged products. Resources for the paper market are limited, but domestic production is likely to grow. The paper industry of India is providing employment to millions of people, directly and indirectly. Paper consumption in India is approximately 15 million tonnes per annum and it is expected to reach 23.5 million tonnes per annum by 2025. Some of the paper mills are existing for several decades, which make upgradation and investments into newer machinery necessary. This opens up opportunities for manufacturing companies in the sector.

Global economy has witnessed a serious health epidemic challenge. Such a war like situation is adversely affecting almost all the industries across the world. Paper industry being one of the oldest manufacturing sectors, is feared to get badly impacted due to dis-equilibrium between consumption and supply.

For most part of year 2020, the Indian pulp & paper industry experienced fluctuations in different segments due to the global Covid-19 pandemic that struck in the beginning of 2020. Many industry trends developed that were unexpected; however some were expected and took shape at an accelerated rate, such as decline in demand for printing & writing papers.

While industry operations resumed with reduced capacities as restrictions eased, challenges remained in terms of logistics disruptions and migration of labour. In addition to this, subdued demand from consumers also impacted sales. Closure of education institutions, adoption of work from home by offices, muted demand for printing of newspapers, among others disturbed the consumption of paper products thus affecting industry sales.

Pulp & paper are considered to be the most recyclable and sustainable materials used in packaging across the globe. Nowadays, the environmental concerns are surging and this is further compelling the manufacturers to shift towards more eco-friendly paper packaging solutions. Apart from that, the emergence of the Covid-19 pandemic has raised the demand for tissue papers, especially from health sector. Owing to increased adoption of paper based packaging products, the wrapping & packaging segment is projected to lead the market in the near future. The rapid penetration of e-commerce and retail sector across the world has created huge demand for both wrapping & packing papers. For instance, the demand for paper bags has increased as a potential & eco-friendly substitute to plastic bags. These factors would contribute to the pulp & paper market growth in the near future.

Under the pandemic situation of Covid-19, the demand of medicine, dairy products, face masks, sanitizers etc. is rising rapidly. Also, the social distancing has led to an independent and convenient food and beverage mode for many people. All these products require packing, and their production has been higher than ever before. The consumers and customers around the world prefer packed products rather than initially available and sold loose products such as fruits, vegetables, etc. resulting in growth for packaging industry. Thus, traditional pulp and paper manufacturing machines are expected to be transformed, upgraded and integrated to reduce the risk associated with pandemic.

OUR STRENGTHS

Paper is very important commodity and part and parcel of our everyday life. The paper industry is diversifying and responding to an increased globalized marketplace. This industry is labour-intensive and plays an important role in socio-economic as well as sustainable environmental development. It not only serves as a public utility but also fulfills a critical national requirement. Further, the enthusiasm and untiring efforts of employees at all levels has enabled your Company to progress, despite prevailing uncertain economic situation.

Being an established participant in the industry with a satisfied customer base and with the strong support of Voith Group, the Company is better placed than its competitors to command a formidable position in the industry. Besides this, with the support of a strong R&D facility of the Voith Group the Company can also provide novel solutions to the problems of customers.

OUR WEAKNESSES

Paper industry consumes a considerable amount of wood. Also, regional governments impose strict regulations on the sourcing of wood. In addition, pulp and paper is one of the largest water consuming industries. Therefore, managing continuous raw material & resource supply is a key challenge for the growth of this market.

There is a need for industrial plantation policies which will allow the growing of wood on a large scale, thereby reducing its cost, which will in turn, lower the cost of production of paper.

The products of the Company are majorly consumed by the paper mills and hence, the future prospects of the Company are directly related with the growth of Paper Industry in India. This remains subject to certain policy constraints by Central/State governments pertaining to the Paper Industry, which may in turn restrict the future growth prospects of the Company as well.

THE OPPORTUNITIES

Increasing population coupled with expected growth in manufacturing sector, changing lifestyle of individuals etc. are expected to provide an impetus to the paper industry of India.

Based on category, market is fragmented into newsprint, printing and writing, wrapping and packaging, and others. Out of these, the wrapping and packing segment generated major of pulp and paper market share and is likely to continue in coming years also. This growth is attributable to the rising usage of paper based packaging products. Additionally, the increasing penetration of the retail sector and e-commerce is continuing the surge in demand for wrapping & packing papers.

Apart from that, the prominent FMCG, cosmetics and food companies are joining hands with pulp and paper manufacturers to develop novel paper packaging solutions. Another encouraging aspect is that Indian paper industry has trained manpower whose skill can be gainfully used to adapt with modern technology for manufacturing paper and paper board of international standard at relatively lower manpower cost inputs.

THE THREATS

Major issues confronting India's pulp and paper industry are high cost of production caused by inadequate availability and high cost of raw materials, power cost and concentration of mills in one particular area, non-availability of good-quality fibre, uneconomical plant size, technological obsolescence and environmental challenges.

The paper industry in India may also suffer due to use of old technology, as adoption of new technology would require significant capital investments by paper manufacturing companies to effectively tackle competition from global players.

The Covid-19 situation has also resulted in waste paper supply shortage. Waste paper is recycled and it is the main raw material for the industry. But even domestic paper is not available for the industry. Imports of waste paper and cuttings have been affected due to the Covid-19 pandemic in Europe.

Also, the policies of government relating to environment protection may create additional threat for the paper industry in future. Anyhow, we are prepared to face any challenge and expect to come out of it successfully.

SEGMENT WISE REPORTING

As per Ind AS 108, the operating segment of the Company is identified to be as "manufacturing and selling of felts", as the 'Chief Operating Decision Maker' ("CODM") reviews business performance at an overall Company level as one segment. Hence, there is no separate reportable segment.

OUTLOOK

Paper continues to be an important commodity which invariably touches upon our everyday life and there are broadly three identified reasons for the strengthening of the industry. These are, increasing e-commerce demand for container board as a packaging material, new market outlets for the middle class in emerging markets, and increasing demand for hygiene products. Also, digital technology in paper and pulp production is changing the way manufacturing processes are being automated. Manual processes can be digitized to increase production and precision.

Paper is the most sustainable and recyclable packing material available in the world today. Owing to rising environmental concerns, both manufacturers and consumers are shifting their preference towards more sustainable paper packaging solutions.

The Indian paper industry, which was one of the worst hit in the wake of the Covid-19 pandemic, briefly witnessed signs of revival on a month-on-month basis, until the onset of second wave of Covid-19 in India. The increased reliance of people on packaged goods and products during the lockdown gave a fillip to the packaging board business. This apart, the global trend supporting biodegradable and sustainable packaging has also augured well for the industry.

As the world turned to lockdowns to help stop the spread of coronavirus, the paper industry was one of those considered essential by many governments. This was largely due to the increased demand for hygienic products-especially as many consumers prepared for quarantine by stockpiling various paper goods. As an added bonus, many companies are now branching out into medical tissue papers. Surgical face masks and gowns are often made of paper and many companies have temporarily switched from making other products to meet the growing demand of health sector.

Paper packaging is lightweight & convenient for logistics. Hence, with rapid online retailing, the demand for corrugated boxes and paper bags is expected to increase in the coming years.

RISKS & CONCERNS

The Company has a Management Team that meets periodically to analyze and minimize the potential risks to the Company, which are an inherent part of every business.

INTERNAL CONTROL SYSTEMS & ADEQUACY

The Company has adequate internal control systems commensurate with its size. The Audit Committee of its Board of Directors, comprising of Independent Directors, also reviews the systems on regular intervals. Moreover, the Company has appointed M/s Lodha & Co., Chartered Accountants, as its internal auditors and they periodically test the efficacy of the internal control systems.

Also, the statutory auditors, M/s B S R & Co. LLP, Chartered Accountants, have evaluated and given their opinion on the Internal Financial Control, as per the provisions of the Companies Act, 2013.

FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE

During the year under review, the Company had been able to enhance its sales & profits due to its operational efficiency brought about through better utilization of available resources and proper execution of business strategies. The Company continued the implementation of 'Operational Excellence (OPEX) Programme' which also contributed to the bottom line.

MATERIAL DEVELOPMENTS IN HUMAN RESOURCES/INDUSTRIAL RELATIONS FRONT

Your Company views its human capital as a key source of competitive advantage. A blend of youth and seasoned experience has created a multi-skilled team that has imparted flexibility to the organization to capitalize on the opportunities and deliver value to all stakeholders. The industrial relations in the Company continue to remain healthy, cordial and harmonious.

There were 125 permanent employees on the rolls of the Company as on 31st March, 2021.

SIGNIFICANT CHANGES (25% OR MORE) IN KEY FINANCIAL RATIOS AND CHANGE IN RETURN ON NET WORTH

As compared to previous year, there was no significant change in specified key financial ratios.

As compared to previous year (10.49%), the change in 'Return on Net Worth' in the current year (10.56%) amounts to 0.67.%. This is primarily due to increase in Net profit for the year under review.

CERTIFICATIONS

The Company is conscious of protecting the environment and has initiated various eco-friendly practices including rainwater-harvesting system. It is our continuous effort to keep the premises and surroundings clean and green. The Company is continuing with the ISO 9001:2015, ISO 14001:2015 and ISO 45001:2018 certifications by TUV.

CAUTIONARY STATEMENT

Statements in the foregoing paragraphs of this report describing the current industry structure, outlook, opportunities etc. reflect the estimation and opinion of the Company. The same are based on certain assumptions and expectations of future events. The actual results may substantially diverge from the same as they depend upon the global political, economic and social situation. Further, Government regulations, tax structure, demand & supply conditions, cost of raw materials & their availability and other related factors can also have a bearing on the above statements.

INDEPENDENT AUDITOR'S REPORT

To the Members of Voith Paper Fabrics India Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Voith Paper Fabrics India Limited ("the Company"), which comprise the balance sheet as at 31 March 2021, and the statement of profit and loss (including other comprehensive income), statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of the significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2021, and profit and other comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those SAs are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Description of Key Audit Matter

Revenue recognition (Refer to Note 21 to the financial statements)

The key audit matter	How the matter was addressed in our audit
<p>The Company recognises revenue from the sales of products when control over goods is transferred to the customer based on the specific terms and conditions of the sale contracts entered with respective customers.</p> <p>We have identified recognition of revenue as a key audit matter as :</p> <ul style="list-style-type: none"> • revenue is a key performance indicator; and • there is a presumed fraud risk of revenue being overstated through manipulation of the timing of transfer of control due to pressures to achieve performance targets as well as meeting external expectations 	<p>Our audit procedures includes the following -</p> <ul style="list-style-type: none"> • Assessed the appropriateness of the policies in respect of revenue recognition by comparing with applicable accounting standards; • Tested the design, implementation and operating effectiveness of key internal controls including General Information Technology ('IT') controls and key IT application controls over revenue recognition; • Performed substantive including testing of recognition of revenue in the appropriate period by selecting samples of revenue transactions recorded during and at the end of the financial year. • Examined the underlying documents such as sales invoices/ contracts and dispatch/shipping documents (as applicable) for the selected transactions. • Assessed manual journals posted in revenue ledger to identify any unusual items

Other Information

The Company's management and Board of Directors are responsible for the other information. The other information comprises the information included in the Company's annual report, but does not include the financial statements and our auditors' report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Management's and Board of Directors' Responsibility for the Financial Statements

The Company's Management and Board of Directors are responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the state of affairs, profit/loss and other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Management and Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors is also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures in the financial statements made by the Management and Board of Directors.
- Conclude on the appropriateness of the Management and Board of Directors use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditors' Report) Order, 2016 ("the Order") issued by the Central Government in terms of section 143 (11) of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

2. (A) As required by Section 143(3) of the Act, we report that:
- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) The balance sheet, the statement of profit and loss (including other comprehensive income), the statement of changes in equity and the statement of cash flows dealt with by this Report are in agreement with the books of account.
 - d) In our opinion, the aforesaid financial statements comply with the Ind AS specified under section 133 of the Act.
 - e) On the basis of the written representations received from the directors as on 31 March 2021 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2021 from being appointed as a director in terms of Section 164(2) of the Act.
 - f) With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
- (B) With respect to the other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company has disclosed the impact of pending litigations as at 31 March 2021 on its financial position in its financial statements - Refer Note 37 (B) to the financial statements.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
 - iv. The disclosures in the financial statements regarding holdings as well as dealings in specified bank notes during the period from 8 November 2016 to 30 December 2016 have not been made in these financial statements since they do not pertain to the financial year ended 31 March 2021.
- (C) With respect to the matter to be included in the Auditors' Report under section 197(16):
- In our opinion and according to the information and explanations given to us, the remuneration paid by the company to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) which are required to be commented upon by us.

For B S R & Co. LLP
Chartered Accountants
ICAI Firm Registration No.: 101248W/W-100022

Ankush Goel
Partner
Membership No:505121
ICAI UDIN: 21505121AAAABB8216

Place : New Delhi
Date : 14 June 2021

Annexure A referred to in our Independent Auditor's Report to the members of Voith Paper Fabrics India Limited on the Financial Statements as of and for the year ended 31 March 2021

- (i) (a) According to the information and explanations given to us, the Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets (property, plant and equipment).
- (b) The Company has a regular programme of physical verification of its fixed assets by which all fixed assets are verified once in every two years. In accordance with the said programme, fixed assets were physically verified by the management during the current year and no material discrepancies were noticed on such verification. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, title deeds of immovable properties are held in the name of the Company (also refer Note 3 to the financial statements).
- (ii) According to the information and explanations given to us, the inventories (excluding stock lying with third party and goods in transit), has been physically verified by the management during the year. For stock lying with third parties as at the year end, written confirmations have been obtained from third party. Goods in transit, have been received/ delivered substantially subsequent to year ended 31 March 2021. In our opinion, the frequency of such verification is reasonable having regard to the size of the Company and nature of its business. The discrepancies noticed on physical verification of inventories as compared to book records were not material.
- (iii) According to the information and explanations given to us, the Company has not granted any loans, secured or unsecured to companies, firms, limited liability partnerships or other parties covered in the register maintained under Section 189 of the Companies Act, 2013. Accordingly, paragraph 3(iii) of the Order is not applicable.
- (iv) According to the information and explanations given to us, the Company has not given any loan, or provided any guarantee or security or made any investment as specified under Section 185 and 186 of the Companies Act, 2013. Accordingly, paragraph 3(iv) of the Order is not applicable to the Company.
- (v) As per the information and explanations given to us, the Company has not accepted any deposits covered under section 73 to 76 or any other relevant provisions of the Companies Act 2013 and the rules framed there under during the year. Accordingly, paragraph 3(v) of the Order is not applicable to the Company.
- (vi) According to the information and explanations given to us, the Central Government has not prescribed the maintenance of cost records under section 148(1) of the Act, for any of the product sold by the Company. Accordingly, the provisions of paragraph 3(vi) of the Order are not applicable.
- (vii) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted/ accrued in the books of account in respect of undisputed statutory dues including provident fund, employees' state insurance, income tax, duty of customs, goods and services tax, cess and other material statutory dues have been regularly deposited during the year by the Company with appropriate authorities. Dues relating to sales tax, service tax, duty of excise and value added tax, are not applicable to the Company.

According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, employees' state insurance, income tax, sales tax, service tax, duty of customs, duty of excise, value added tax goods and services tax, cess and other material statutory dues were in arrears as at 31 March 2021 for a period of more than six months from the date they became payable.

- (b) According to the information and explanations given to us, there are no dues of sales tax, service tax, duty of customs, duty of excise, value added tax and goods and services tax which have not been deposited with the appropriate authorities on account of any dispute. However, according to information and explanations given to us, the following dues of income tax have not been deposited by the Company on account of disputes:

Name of the statute	Nature of dues	Amount Involved (Rs. in Millions)	Amount paid under protest (Rs. in Millions)	Amount not paid (Rs. in Millions)	Period to which amount relates	Forum where dispute is pending
Income Tax Act, 1961	Disallowance of technical know-how	12.55	-	12.55	AY 2016-17	Income tax Appellate Tribunal

- (viii) According to the information and explanations given to us, the Company does not have any loans or borrowings from any financial institution, banks, government nor has it issued any debentures during the year. Accordingly, paragraph 3(viii) of the Order is not applicable.
- (ix) According to the information and explanations given to us, the Company did not raise any money by way of initial public offer or further public offer (including debt instruments) and term loans during the year. Accordingly, paragraph 3 (ix) of the Order is not applicable.
- (x) According to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.

- (xi) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has paid/provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.
- (xii) According to the information and explanations given to us, the Company is not a nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable.
- (xiii) According to the information and explanations given to us and based on our examination of the records of the Company, all transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- (xiv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, paragraph 3(xiv) of the Order is not applicable.
- (xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.
- (xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, paragraph 3(xvi) of the Order is not applicable.

For B S R & Co. LLP
Chartered Accountants
ICAI Firm Registration No.: 101248W/W-100022

Ankush Goel
Partner
Membership No:505121
ICAI UDIN: 21505121AAAABB8216

Place : New Delhi
Date : 14 June 2021

Annexure B to the Independent Auditors' report on the financial statements of Voith Paper Fabrics India Limited for the year ended 31 March 2021

Report on the internal financial controls with reference to the aforesaid financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013

(Referred to in paragraph 2 (A) (f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Opinion

We have audited the internal financial controls with reference to financial statements of Voith Paper Fabrics India Limited ("the Company") as of 31 March 2021 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls were operating effectively as at 31 March 2021, based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

Management's Responsibility for Internal Financial Controls

The Company's management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013 (hereinafter referred to as "the Act").

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and whether such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of such internal financial controls, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls with reference to financial statements.

Meaning of Internal Financial controls with Reference to Financial Statements

A company's internal financial controls with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to financial statements include those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial controls with Reference to Financial Statements

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial controls with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

For B S R & Co. LLP
Chartered Accountants

ICAI Firm Registration No.: 101248W/W-100022

Ankush Goel
Partner

Place : New Delhi
Date : 14 June 2021

Membership No:505121
ICAI UDIN: 21505121AAAABB8216

BALANCE SHEET AS AT 31 MARCH 2021*(All amounts are in Rs. Million, unless otherwise stated)*

Particulars	Notes	As at 31 March 2021	As at 31 March 2020
ASSETS			
Non-current assets			
Property, plant and equipment	3	649.30	676.31
Capital work-in-progress	3	121.36	118.35
Financial assets			
i. Other financial assets	4	4.52	4.99
Income tax assets (net)	5	34.38	36.48
Other non-current assets	6	22.90	1.00
Total non-current assets		832.46	837.13
Current assets			
Inventories	7	189.95	168.44
Financial assets			
i. Trade receivables	8	183.62	173.97
ii. Cash and cash equivalents	9(a)	56.12	68.07
iii. Bank balances other than (ii) above	9(b)	1,556.53	1,298.62
iv. Other financial assets	10	0.36	2.01
Other current assets	11	16.73	24.48
Total current assets		2,003.31	1,735.59
Total assets		2,835.77	2,572.72
EQUITIES AND LIABILITIES			
Equity			
Equity share capital	12	43.93	43.93
Other equity	13	2,547.08	2,296.58
Total equity		2,591.01	2,340.51
Liabilities			
Non-current liabilities			
Provisions	14	37.71	37.00
Deferred tax liabilities (net)	15	7.10	5.30
Other financial liabilities	17	1.15	-
Total non-current liabilities		45.96	42.30
Current liabilities			
Financial liabilities			
i. Trade payable:	16		
- total outstanding dues of micro enterprises and small enterprises		6.15	2.38
- total outstanding dues of creditors other than micro enterprises and small enterprises		123.69	115.20
ii. Other financial liabilities	17	28.75	34.31
Other current liabilities	18	21.36	17.91
Provisions	19	17.06	19.19
Income tax liabilities (Net)	20	1.79	0.92
Total current liabilities		198.80	189.91
Total liabilities		244.76	232.21
Total equity and liabilities		2,835.77	2,572.72
Significant accounting policies	2		
Notes to the financial statements	3-46		
The accompanying notes form an integral part of the financial statements			

As per our report of even date attached

For B S R & Co. LLP

ICAI Firm Registration Number: 101248W/W-100022

Chartered Accountants

Ankush Goel

Partner

Membership No. 505121

**For and on behalf of the Board of Directors of
Voith Paper Fabrics India Limited**

R. Nath

Director

DIN : 00062186

Kalyan Dasgupta

Finance Controller

CMA No. : 25152

R. Krishna Kumar

Managing Director

DIN : 05344619

C.S. Gugliani

Company Secretary

FCS No. : 4301

Place : New Delhi

Dated : 14 June 2021

Place : Faridabad

Dated : 14 June 2021

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31 MARCH 2021

(All amounts are in Rs. Million, unless otherwise stated)

	Notes	For the year ended 31 March 2021	For the year ended 31 March 2020
REVENUE FROM OPERATIONS	21	1,185.25	1,176.08
Other income	22	78.04	91.78
Total income		1,263.29	1,267.86
EXPENSES			
Cost of materials consumed	23	253.56	267.98
Purchase of stock-in-trade	24	129.85	150.59
Changes in inventories of finished goods, stock-in-trade and work-in-progress	25	(29.24)	(22.93)
Employee benefits expense	26	157.91	151.42
Depreciation expense	27	75.14	65.96
Other expenses	28	318.10	312.64
Total expenses		905.32	925.66
Profit before exceptional items and tax		357.97	342.20
Exceptional items	44	-	(8.53)
Profit before tax		357.97	333.67
Tax expense			
- Current tax	30	89.94	86.37
- Income tax credit relating to earlier years	30	(3.88)	0.65
- Deferred tax charge	30	1.21	1.23
Total tax expense		87.27	88.25
Profit for the year		270.70	245.42
Other comprehensive income			
<i>Items that will not be reclassified subsequently to profit or loss</i>			
Remeasurement of defined benefit obligations/ asset		2.35	(3.41)
Income tax related to above		(0.59)	0.86
Other comprehensive income for the year (net of tax)		1.76	(2.55)
Total comprehensive income for the year		272.46	242.87
Earnings per equity share of INR 10 each			
Basic	42	61.66	55.90
Diluted		61.66	55.90
Significant accounting policies	2		
Notes to the financial statements	3-46		
The accompanying notes form an integral part of the financial statements			

As per our report of even date attached

For B S R & Co. LLP

ICAI Firm Registration Number: 101248W/W-100022

Chartered Accountants

Ankush Goel

Partner

Membership No. 505121

Place : New Delhi

Dated : 14 June 2021

For and on behalf of the Board of Directors of
Voith Paper Fabrics India Limited

R. Nath

Director

DIN : 00062186

Kalyan Dasgupta

Finance Controller

CMA No. : 25152

Place : Faridabad

Dated : 14 June 2021

R. Krishna Kumar

Managing Director

DIN : 05344619

C.S. Gugliani

Company Secretary

FCS No. : 4301

CASH FLOW STATEMENT FOR THE YEAR ENDED 31 MARCH 2021

(All amounts are in Rs. Million, unless otherwise stated)

Particulars	For the year ended 31 March 2021	For the year ended 31 March 2020
Cash flow from operating activities		
Profit before tax	357.97	333.67
Add: Exceptional Item	-	8.53
Profit before exceptional items and tax	357.97	342.20
Adjustments :		
Depreciation expense	75.14	65.96
(Gain) on sale / disposal / discard of property, plant and equipment (net)	(0.91)	(0.51)
Unwinding of discount on security deposits	(0.34)	0.09
Allowances for doubtful debts charged (net) (including effect of expected loss allowance)	0.32	0.56
Allowances for doubtful deposits charged / (written back) (net)	0.35	(0.10)
Bad debts written off	1.14	0.01
Advances written off	0.28	-
Unrealised foreign exchange (gain) / loss (net)	(0.05)	0.35
Mark to market loss on foreign exchange forward contracts loss / (gain) (net)	2.49	(3.13)
Interest income on bank deposits	(65.57)	(81.05)
Operating cash flow before working capital changes	370.82	324.38
Movements in working capital :		
(Increase) in trade receivables	(11.36)	(3.04)
Decrease / (increase) in other financial assets	1.50	(1.49)
Decrease in other assets	7.75	11.94
(Increase) in inventories	(21.51)	(38.35)
Increase in trade payables	10.01	7.75
Increase / (decrease) in other financial liabilities	5.27	(8.42)
Increase / (decrease) in other liabilities	3.45	(5.36)
Increase in provisions	0.93	8.29
Cash generated from operations	366.86	295.70
Income tax paid (net of refund)	(83.09)	(93.39)
Net Cash generated from operating activities (a)	283.77	202.31
Cash flows from investing activities		
Purchase of property, plant and equipment (including capital work-in- progress)	(85.35)	(147.34)
Proceeds from sale of property, plant & equipment	3.84	0.51
Interest received	74.91	78.80
Net movement in other bank balances	(267.25)	(167.94)
Net cash used in investing activities (b)	(273.85)	(235.97)
Cash flows from financing activities		
Dividend paid including dividend distribution tax	(21.87)	(26.39)
Net cash used in financing activities (c)	(21.87)	(26.39)
Net increase/(decrease) in cash and cash equivalents (a+b+c)	(11.95)	(60.05)
Add : Cash and cash equivalents at the beginning of the year	68.07	128.12
Cash and cash equivalents at the end of the year	56.12	68.07

CASH FLOW STATEMENT FOR THE YEAR ENDED 31 MARCH 2021

(All amounts are in Rs. Million, unless otherwise stated)

Particulars	As at 31 March 2021	As at 31 March 2020
Components of cash and cash equivalents		
Balances with banks:		
- On current accounts/ EEFC accounts	38.12	45.88
- On deposit accounts with original maturity upto three months	18.00	20.03
- Unclaimed dividend account	-	2.16
Cash and cash equivalents in Cash Flow Statement	56.12	68.07

The statement of cash flows has been prepared in accordance with the 'Indirect method' as set out in the Ind AS 7 on "Statement of Cash flows".

Significant accounting policies

2

Notes to the financial statements

3-46

The accompanying notes form an integral part of the financial statements

As per our report of even date attached

For B S R & Co. LLP

ICAI Firm Registration Number: 101248W/W-100022

Chartered Accountants

Ankush Goel

Partner

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Managing Director

DIN : 05344619

C.S. Gugliani

Company Secretary

FCS No. : 4301

Place : New Delhi

Dated : 14 June 2021

Place : Faridabad

Dated : 14 June 2021

Statement of Changes in equity for the year ended 31 March 2021

(All amounts are in Rs. Million, unless otherwise stated)

A Equity share capital

Particulars

Equity share capital

Balance as at 1 April 2019

Changes in equity share capital during 2019-20

Balance as at 31 March 2020

Changes in equity share capital during 2020-21

Balance as at 31 March 2021

	Numbers	Amount
Balance as at 1 April 2019	4.39	43.93
Changes in equity share capital during 2019-20	-	-
Balance as at 31 March 2020	4.39	43.93
Changes in equity share capital during 2020-21	-	-
Balance as at 31 March 2021	4.39	43.93

B (i) Other equity

	Attributable to owners of the Company			Total attributable to owners of the Company
	Reserves and surplus		Other comprehensive income	
	General reserve	Retained earnings	Remeasurement of defined benefit obligation/ (assets)	
Balance as at 1 April 2019	577.53	1,501.48	1.17	2,080.18
Total comprehensive income for the year ended 31 March 2020:				
Profit for the year	-	245.42	-	245.42
Other comprehensive income/(loss) (net of tax)	-	-	(2.55)	(2.55)
Total comprehensive income	-	245.42	(2.55)	242.87
Distributions:				
Dividend	-	(21.96)	-	(21.96)
Dividend distribution tax	-	(4.51)	-	(4.51)
Total distribution	-	(26.47)	-	(26.47)
Balance as at 31 March 2020	577.53	1,720.43	(1.38)	2,296.58
Total comprehensive income for the year ended 31 March 2021:				
Profit for the year	-	270.70	-	270.70
Other comprehensive income/(loss) (net of tax)	-	-	1.76	1.76
Total comprehensive income	-	270.70	1.76	272.46
Distributions:				
Dividend	-	(21.96)	-	(21.96)
Total distribution	-	(21.96)	-	(21.96)
Balance as at 31 March 2021	577.53	1,969.17	0.38	2,547.08

(ii) A description of the purpose of each reserve within equity shall be disclosed in the notes.

Notes:

- Refer note 30 for Dividend distribution tax (DDT) for year ended on 31 March 2020.
- Refer note 13 for nature and purpose of other equity.

Significant accounting policies

Notes to the financial statements

The accompanying notes form an integral part of the financial statements

As per our report of even date attached

For B S R & Co. LLP

ICAI Firm Registration Number: 101248W/W-100022

Chartered Accountants

Ankush Goel

Partner

Membership No. 505121

For and on behalf of the Board of Directors of
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C.S. Gugliani

Company Secretary

FCS No. : 4301

Place : New Delhi

Dated : 14 June 2021

Place : Faridabad

Dated : 14 June 2021

Notes to the Financial Statements for the year ended 31 March 2021

(All amounts are in Rs. Million, unless otherwise stated)

1. Corporate information

Voith Paper Fabrics India Limited ('the Company') is a public limited company domiciled in India and with its registered office at Plot No. 113/114 - A, Sector - 24, Faridabad - 121005, Haryana, India incorporated under the provisions of Indian Companies Act, 1956 and its equity shares are listed on Bombay Stock Exchange in India. The Company is a subsidiary of VP Auslandsbeteiligungen GmbH which holds 74.04% paid up equity share capital of the Company. The Company is primarily involved in the business of manufacturing and trading of paper machine clothing for pulp, paper and board industry.

2. Significant accounting policies

This note provides a list of the significant accounting policies adopted in the preparation of these financial statements. These policies have been consistently applied to all the years presented, unless otherwise stated.

(a) Basis of preparation

(i) Statement of compliance

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 notified under Section 133 of Companies Act, 2013, (the 'Act') and other relevant provisions of the act.

(ii) Functional and presentation currency

These financial statements are presented in Indian Rupees (Rs.), which is also the Company's functional currency. Further, all the values in the financial statements are rounded off to the nearest million unless otherwise stated.

(iii) Historical cost convention

The financial statements have been prepared under the historical cost convention on going concern basis except for the following:

- certain financial asset and liabilities at fair value
- define benefit obligation-plan assets are measured at fair value

(b) Current versus non-current classification

The Company presents assets and liabilities in the Balance Sheet based on current/ non-current classification. An asset is treated as current when:

- i) It is expected to be realised or intended to be sold or consumed in normal operation cycle;
- ii) It is held primarily for the purpose of trading;
- iii) It is expected to be realised within twelve months after the reporting period; or
- iv) It is cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

The Company classifies all other assets as non-current.

A liability is current when:

- i) It is expected to be settled in normal operating cycle;
- ii) It is held primarily for the purpose of trading;
- iii) It is due to be settled within twelve months after the reporting period; or
- iv) There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities respectively.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Company has identified twelve months as its operating cycle for the purpose of current non-current classification of assets and liabilities.

Notes to the Financial Statements for the year ended 31 March 2021

(All amounts are in Rs. Million, unless otherwise stated)

(c) Property, plant and equipment (PPE)

(i) Recognition and measurement

Freehold land is carried at cost. All other items of property, plant and equipment are stated at cost less accumulated depreciation and any accumulated impairment loss. Cost includes expenditure that is directly attributable to the acquisition of the items. The cost of an item of a PPE comprises its purchase price including import duty, and other non-refundable taxes or levies and any directly attributable cost of bringing the assets to its working condition for its intended use. Any trade discounts and rebates are deducted in arriving at the purchase price.

(ii) Subsequent expenditure

Expenditure incurred on substantial expansion upto the date of commencement of commercial production are capitalised. Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

Advances paid towards acquisition of property, plant and equipment outstanding at each Balance Sheet date, are shown under other non-current assets and cost of assets not ready for intended use before the year end, are shown as capital work-in-progress.

(iii) Depreciation methods, estimated usual lives and residual value

Depreciation is provided on straight line basis on the original cost/acquisition cost of assets or other amounts substituted for cost of fixed assets as per the useful live specified in Part 'C' of Schedule II of the Act, read with notification dated 29 August 2014 of the Ministry of Corporate Affairs, except for the following classes of fixed assets which are depreciated based on the internal technical assessment of the management as under:

Category of assets	Management estimate of useful life	Useful life as per Schedule II
Pre-tackers	10 Years	10-15 years
Needle loom, weaving loom, forming/shuttle loom	12 Years	10-15 years
1 Texo Loom - Flat, Oil heated Cylinder	13.48 years	10-15 years
Texo Loom	10 years	10-15 years

The assets; residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period. Depreciation and amortization on property, plant and equipment added/disposed off during the year has been provided on pro-rata basis with reference to the date of addition/disposal.

Depreciation and amortization methods, useful lives and residual values are reviewed at the end of each reporting period and adjusted if appropriate.

(iv) Derecognition

A property, plant and equipment is derecognised on disposal or when no future economic benefits are expected from its use and disposal. Losses arising from retirement and gains or losses arising from disposal of a tangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the Statement of Profit and Loss.

(d) Non-current assets held for sale

Non-current assets, are classified as held for sale if it is highly probable that they will be recovered primarily through sale rather than through continuing use.

Such assets, are generally measured at the lower of their carrying amount and fair value less cost to sell. Losses on initial classification as held for sale and subsequent gains and losses on re-measurement are recognised in profit or loss.

Any subsequent gain in fair value less costs to sell of an asset is recognized, but not in excess of the cumulative impairment loss that has been recognised either in accordance with this Ind AS or previously in accordance with Ind AS 36, Impairment of Assets.

Once classified as held-for sale, property, plant and equipment and intangible assets are no longer amortised or depreciated.

(e) Impairment of non-financial assets

The Company's non-financial assets other than inventories and deferred tax assets, are reviewed at each reporting date to determine whether there is an indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

Notes to the Financial Statements for the year ended 31 March 2021

(All amounts are in Rs. Million, unless otherwise stated)

For impairment testing, assets that do not generate independent cash inflows are grouped together into cash-generating units (CGUs). Each CGU represents the smallest group of assets that generates cash inflows that are largely independent of the cash inflows of other assets or CGUs.

The recoverable amount of a CGU is the higher of its value in use and its fair value less costs to sell. Value in use is based on the estimated future cash flows, discounted to their present value using a discount rate that reflects current market assessments of time value of money and the risks specific to the CGU.

An impairment loss is recognised if the carrying amount of an asset or CGU exceeds its estimated recoverable amount. Impairment losses are recognised in the statement of profit and loss. Impairment losses recognised in respect of a CGU is allocated first to reduce the carrying amount of any goodwill allocated to the CGU, and then to reduce the carrying amount of the other assets of the CGU on a pro rata basis.

An impairment loss in respect of assets for which impairment loss has been recognized in prior periods, the Company reviews at reporting date whether there is any indication that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. Such a reversal is made only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortization, if no impairment loss had been recognized.

(f) Financial instruments

A Financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity

Financial assets

Initial recognition and measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset.

Subsequent measurement

On initial recognition, a financial asset is classified as measured at

- amortised cost;
- FVOCI- debt instrument
- FVOCI- equity instrument
- FVTPL

Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the Company changes its business model for managing financial assets.

Financial assets at amortised cost

A 'financial asset' is measured at the amortised cost and is not designated as at FVTPL if both the following conditions are met:

- a) The asset is held within a business model whose objective is to hold assets to collect contractual cash flows, and
- b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

After such initial measurement, such financial assets are subsequently measured at amortised cost using effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in other income in the Statement of Profit and Loss. The losses arising from impairment are recognised in the Statement of Profit and Loss. This category generally applies to trade receivables and other receivables.

Financial assets at FVOCI

A debt investment is measured at FVOCI if it meets both of the following conditions and is not designated as at FVTPL:

- the asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets; and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Notes to the Financial Statements for the year ended 31 March 2021

(All amounts are in Rs. Million, unless otherwise stated)

On initial recognition of an equity investment that is not held for trading, the Company may irrevocably elect to present subsequent changes in the investment's fair value in OCI (designated as FVOCI - equity investment). This election is made on an investment-by-investment basis.

Financial asset at Fair value through profit and loss (FVTPL)

A financial asset which is not classified in any of the above categories is subsequently measured at fair value through profit or loss.

Impairment of financial assets

The Company recognises loss allowance using the Expected Credit Loss (ECL) model for the financial assets measured at amortised cost. Loss allowance for trade receivables with no significant financing component is measured at an amount equal to the lifetime ECL. For all financial assets with contractual cash flows other than trade receivable, ECLs are measured at an amount equal to the 12-month ECL, unless there has been a significant increase in credit risk from initial recognition in which case those are measured at lifetime ECL. The amount of ECLs (or reversal) that is required to adjust the loss allowance on financial asset as at the reporting date is recognised as an impairment gain or loss in the Statement of Profit and Loss.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e. removed from the Company's balance sheet) when:

- a) The right to receive cash flows from the asset have expired, or
- b) The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement and either (i) the Company has transferred substantially all the risks and rewards of the asset, or (ii) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

Financial liabilities

Financial liabilities are classified as measured at amortised cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held-for-trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in Statement of Profit and Loss. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in Statement of Profit and Loss. Any gain or loss on Derecognition is also recognised in Statement of Profit and Loss.

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the Derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the Statement of Profit and Loss.

Offsetting

Financial assets and financial liabilities are offset and the net amount is presented in the Balance Sheet when, and only when, the Company currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

Termination rights in order to allow measurement at amortised cost (or, depending on the business model, at fair value through other comprehensive income) even in the case of negative compensation payments.

(g) Inventories

Inventories are valued at lower of cost or net realisable value.

The methods of determining cost of various categories of inventories are as follows:

Notes to the Financial Statements for the year ended 31 March 2021

(All amounts are in Rs. Million, unless otherwise stated)

Raw Material	Weighted average method
Stores and spares	First in first out (FIFO) method
Work-in-progress and finished goods (manufactured)	Weighted average method
Finished goods (traded)	Cost of purchase
Goods in transit	Cost of purchase

Cost includes expenditure incurred in acquiring inventories, production or conversion and other costs incurred in bringing the inventories to their present location and condition.

Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and the estimated costs necessary to make the sale.

In determining the cost, weighted average cost method is used. In the case of manufactured inventories and work in progress, fixed production overheads are allocated on reasonable basis.

The net realisable value of work-in-progress is determined with reference to the selling prices of related finished products. Raw materials and other supplies held for use in the production of finished products are not written down below cost, except in cases where material prices have declined and it is estimated that the cost of the finished products will exceed their net realisable value.

The comparison of cost and net realisable value is made on an item-by-item basis.

Inventories in transit are valued at cost.

Appropriate adjustments are made to the carrying value of damaged, slow moving and obsolete inventories based on management's current best estimate.

(h) Cash and cash equivalents

Cash and cash equivalent comprise cash at banks and on hand (including imprest) and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk or change in value.

(i) Provisions

A provision is recognized if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows at pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability.

The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the reporting date, taking into account the risks and uncertainties surrounding the obligation. When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, the receivable is recognized as an asset if it is virtually certain that the reimbursement will be received and the amount of receivable can be measured reliably.

Warranty provisions

Warranty costs are estimated on the basis of a technical evaluation and past experience. Provision is made for estimated liability in respect of warranty costs in the year of sale of goods and is included in the Statement of Profit and Loss. The estimates used for accounting for warranty costs are reviewed periodically and revisions are made, as and when required.

(j) Revenue recognition

The Company has applied Ind AS 115 which establishes a comprehensive framework for determining whether, how much and when revenue is to be recognised.

Ind AS 115 five step model is used to determine whether revenue should be recognised at a point in time or over time, and at what amount is as below:

- Step 1: Identify the contract with the customer
- Step 2: Identify the performance obligations in the contract
- Step 3: Determine the transaction price
- Step 4: Allocate the transaction price to the performance obligations
- Step 5: Recognise revenue when (or as) the entity satisfies a performance obligation.

Revenue is recognised upon transfer of control of promised goods or services to customers in an amount that reflects the consideration which the Company expects to receive in exchange for those products or services.

Notes to the Financial Statements for the year ended 31 March 2021

(All amounts are in Rs. Million, unless otherwise stated)

- Revenue from sales of goods is recognised on output basis measured by units delivered, number of transactions etc.
- Revenue from the sale of goods is recognised at the point in time when control is transferred to the customer which coincides with the performance obligation under the contract with the customer.
- Revenue from services is recognized in accordance with the terms of contract when the services are rendered and the related costs are incurred

Revenue is measured based on the transaction price, which is the consideration, adjusted for discounts and incentives, if any, as specified in the contract with the customer. Revenue also excludes taxes collected from customers.

Revenue from related party is recognised based on transaction price which is at arm's length.

Use of judgments in revenue recognition :-

- The Company's contracts with customers could include promises to transfer multiple products and services to a customer. The Company assesses the products / services promised in a contract and identifies distinct performance obligations in the contract. Identification of distinct performance obligation involves judgments to determine the deliverables and the ability of the customer to benefit independently from such deliverables.

- Judgment is also required to determine the transaction price for the contract. The transaction price could be either a fixed amount of customer consideration or variable consideration with elements such as volume discounts and incentives. The transaction price is also adjusted for the effects of the time value of money if the contract includes a significant financing component. Any consideration payable to the customer is adjusted to the transaction price, unless it is a payment for a distinct product or service from the customer. The estimated amount of variable consideration is adjusted in the transaction price only to the extent that it is highly probable that a significant reversal in the amount of cumulative revenue recognized will not occur and is reassessed at the end of each reporting period. The Company allocates the elements of variable considerations to all the performance obligations of the contract unless there is observable evidence that they pertain to one or more distinct performance obligations.

Interest Income is recognised on time proportion basis taking into account the amount outstanding and the applicable interest rates and is disclosed in "other income".

(k) Retirement and other employee benefits

(i) Short-term employee benefits

All employee benefits falling due within twelve months from the end of the period in which employees render the related services are classified as short-term employee benefits, which includes benefits like salaries, wages, performance linked reward etc. and are recognised as expenses in the period in which the employee renders the related service and measured accordingly.

(ii) Post-employment benefits

Post employment benefits plans are classified into defined benefits plans and defined contribution plans as under:

a) Gratuity

The Company has an obligation towards gratuity as per payment of Gratuity Act, 1972, a defined benefit retirement plan covering eligible employees. The plan provides for a lump sum payment to vested employees at retirement, death while in employment or on termination of employment of an amount based on the respective employee's salary and the tenure of the employment. The liability in respect of gratuity is recognised in the books of accounts based on actuarial valuation by an independent actuary at each balance sheet date using projected unit credit method. The gratuity liability of the Company is funded with Life Insurance Corporation of India, which is managed by separate trust set up the Company. Actuarial losses/gains are recognised in the other comprehensive income and Loss in the year in which they arise.

b) Superannuation

Certain employees of the Company are also participants in the superannuation plan, a defined contribution plan. Contribution made by the Company to the plan during the year is charged to Statement of Profit and Loss.

c) Provident fund

The Company makes contribution to the recognised provident fund - VPFIL Employees Provident Fund Trust for its employees, which is a defined benefit plan to the extent that the Company has an obligation to make good the shortfall, if any, between the return from the investments of the trust and the notified interest rate. The Company's obligation in this regard is determined by an independent actuary and provided for if the circumstances indicate that the Trust may not be able to generate adequate returns to cover the interest rates notified by the Government. Company's contribution to the provident fund is charged to Statement of Profit and Loss.

Notes to the Financial Statements for the year ended 31 March 2021

(All amounts are in Rs. Million, unless otherwise stated)

(iii) Other long-term employee benefits

Compensated absences

As per the Company's policy, eligible leaves can be accumulated by the employees and carried forward to the future periods to either be utilised during the service, or encashed. Encashment can be made during service, or early retirement, on withdrawal of scheme, at resignation and upon death of employee. Accumulated compensated absences are treated as other long-term employee benefits. The Company's liability in respect of other long-term employee benefits is recognised in the books of accounts based on actuarial valuation using projected unit credit method as at Balance Sheet date by an independent actuary. Actuarial losses/gains are recognised in the Statement of Profit and Loss in the year in which they arise.

(l) Income tax

Income tax expense comprises current and deferred tax. It is recognised in Statement of Profit and Loss except to the extent that it relates to a business combination or to an item recognized directly in equity or in comprehensive income.

a) Current tax

Current tax comprises the expected tax payable or receivable on the taxable income for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax payable or receivable is the best estimate of the tax amount expected to be paid or received after considering uncertainty related to income taxes, if any. It is measured using tax rates enacted at the reporting date.

Current tax assets and liabilities are offset only if there is a legally enforceable right to set off the recognised amounts, and it is intended to realise the asset and settle the liability on a net basis or simultaneously.

b) Deferred tax

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the corresponding amounts used for taxation purposes.

Deferred tax assets are recognised on deductible temporary differences to the extent that it is probable that future taxable profits will be available against which they can be used. Deferred tax assets - unrecognised or recognised, are reviewed at each reporting date and are recognised/ reduced to the extent that it is probable/ no longer probable respectively that the related tax benefit will be realised. Deferred tax is measured at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, based on the laws that have been enacted or substantively enacted by the reporting date. The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realised simultaneously.

Entity has recognise the income tax consequences of dividends in profit or loss, other comprehensive income or equity according to where the entity originally recognised those past transactions or events.

(m) Leases

(i) Determining whether a contract contains lease

At inception of a contract, the Company determines whether the contract is, or contains, a lease. The contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset or assets for a period of time in exchange for consideration, even if that right is not explicitly specified in a contract. At inception or on reassessment of a contract that contains lease component and one or more additional lease or non-lease components, the Company separates payments and other consideration required by the contract into those for each lease component on the basis of their relative stand-alone price and those for non-lease components on the basis of their relative aggregate stand-alone price. If the Company concludes that it is impracticable to separate the payments reliably, then right-of-use asset and Lease liability are recognised at an amount equal to the present value of future lease payments; subsequently the liability is reduced as payments are made and an imputed finance cost on the liability is recognized using the Company's incremental borrowing rate.

(ii) Company as a lessee

At inception, the Company assesses whether a contract is or contains a lease. This assessment involves the exercise of judgement about whether it depends on an identified asset, whether the Company obtains substantially all the economic benefits from the use of that asset, and whether the Company has the right to direct the use of that asset.

The Company has elected to separate lease and non-lease components of contracts, wherever possible.

Notes to the Financial Statements for the year ended 31 March 2021

(All amounts are in Rs. Million, unless otherwise stated)

The Company recognizes a right-of-use (ROU) asset and a lease liability at the transition date/ lease commencement date. The right-of-use asset is initially measured based on the present value of future lease payments, plus initial direct costs, and cost to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, and lease payments made at or before the commencement date, less any incentives received. The right-of-use asset is depreciated over the shorter of the lease term or the useful life of the underlying asset. The right of-use asset is subject to testing for impairment if there is an indicator for impairment.

At the commencement date, Company measures the lease liability at the present value of the future lease payments that are not yet paid at that date discounted using interest rate implicit in the lease or, if that rate cannot be readily determined, the Company's incremental borrowing rate. Generally, the Company's uses its incremental borrowing rate as the discount rate. The lease liability is measured at amortised cost using the effective interest method. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the Company's estimate of the amount expected to be payable under a residual value guarantee, or if the Company changes its assessment of whether it will exercise a purchase, extension or termination option. When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero. Contingent rents payments are recognised as an expense in the period in which they are incurred. Lease payments generally include fixed payments and variable payments that depend on an index (such as an inflation index). When the lease contains an extension or purchase option that the Company considers reasonably certain to be exercised, the cost of the option is included in the lease payments. The Company presents right-of-use assets that do not meet the definition of investment property and lease liabilities in separately from other assets/ liabilities in the balance sheet.

The Company has elected not to recognize right-of-use assets and liabilities for leases where the total lease term is less than or equal to 12 months, or for leases of low value assets. The payments for such leases are recognized in the Standalone Statement of Profit and Loss on a straight-line basis over the lease term.

(iii) Company as a lessor

Leases in which the Company does not transfer substantially all the risks and rewards incidental to ownership of an underlying assets are classified as operating leases. Rental income from operating lease is recognised on a straight-line basis over the term of the relevant lease unless the payments are structured to increase in line with the general inflation to compensate for the lessor's expected inflationary cost increase. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income. Contingent rents are recognised as revenue in the period in which they are earned. Leases are classified as finance leases when substantially all of the risks and rewards incidental to ownership of underlying asset is transferred from the Company to the lessee. Amounts due from lessees under finance leases are recorded as receivables at the Company's net investment in the leases. Finance lease income is allocated to accounting periods so as to reflect a constant periodic rate of return on the net investment outstanding in respect of the lease.

(n) Segment reporting

The Company is mainly in the business of manufacturing and trading of paper machine clothing for pulp, paper and board industry. The Managing Director of the Company is identified as chief operating decision maker (CODM). The company has a single reportable segment which is reviewed by Chief Operating Decision Maker (CODM).

(o) Foreign currency translation

(i) Functional and presentation currency

The functional currency of the Company is the Indian Rupee. These financial statements are presented in Indian rupees.

(ii) Transactions and balances

Monetary assets and liabilities denominated in foreign currencies are translated into functional currency at the exchange rate at the reporting date. Non monetary assets and liabilities that are measured at fair value in a foreign currency are translated into functional currency at the exchange rate when fair value was determined. Non- monetary assets and liabilities that are measured based on a historical cost in a foreign currency are translated at the exchange rate at the date of the transaction. Exchange differences are recognised in profit and loss, except exchange differences arising from the translation of the following items which are recognised in OCI.

- equity investment at fair value through OCI (FVOCI)
- a financial liability designated as a hedge of the net investment in a foreign operation to the extent that hedge is effective; and
- qualifying cash flow hedges to the extent that the hedges are effective.

Notes to the Financial Statements for the year ended 31 March 2021

(All amounts are in Rs. Million, unless otherwise stated)

(p) Earnings per share

(i) Basic earnings per share

Basic earnings per share is calculated by dividing

- the profit attributable to the owners of the Company
- by the weighted average number of equity shares outstanding during the financial year

(ii) Diluted earnings per share

Diluted earnings per share adjusts the figure used in the determination of basic earnings per share to take into account:

- the after income tax effect of interest and other financing costs associated with dilutive potential equity shares, and
- the weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.

(q) Measurement of fair values

A number of accounting policies and disclosures require measurement of fair values, for both financial and non-financial assets and liabilities. Significant valuation adjustments are reported to the Company's Audit Committee meeting.

Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

Level 1 : quoted prices (unadjusted) in active market for identical assets or liabilities.

Level 2 : inputs other than quoted prices included in Level 1 that are observable for the asset or liability either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3 : inputs for the asset or liability that are not based on observable market data (unobservable inputs).

The Company has an established control framework with respect to the measurement of fair values. This includes a finance team that has overall responsibility for overseeing all significant fair value measurements, including level 3 fair values. When measuring the fair value of an asset or a liability, the Company uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement. Further information about the assumptions made in measuring fair values used in preparing these financial statements is included in the respective notes.

(r) Critical estimates and judgements

The preparation of Financial Statements requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. The Company has considered the impact of COVID-19 while evaluating these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected. In particular, information about significant areas of estimation uncertainty and critical judgments in applying accounting policies that have the most significant effect of the amounts recognised in the financial statements is included in the following notes:-

a) Recognition and estimation of tax expense including deferred tax	Note 30
b) Estimated impairment of financial assets and non-financial assets	Note 34
c) Assessment of useful life of property, plant and equipment	Note 2 (c) (iii)
d) Estimation of assets and obligations relating to employee benefits	Note 32
e) Valuation of inventories	Note 2 (g)
f) Fair value measurement	Note 33
g) Assessment of litigations	Note 37

Notes to the Financial Statements for the year ended 31 March 2021

(All amounts are in Rs. Million, unless otherwise stated)

(s) Contingent liabilities

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized since it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in financial statements.

(t) Cash flow statement

Cash flows are reported using the indirect method, whereby profit for the year is adjusted for the effects of transactions of a non-cash nature, changes in working capital and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated. The Company considers all highly liquid investments that are readily convertible to known amounts of cash to be cash equivalents.

(u) Recent accounting pronouncements

On March 24, 2021, the Ministry of Corporate Affairs (MCA) through a notification, amended Schedule III of the Companies Act, 2013. The amendments revise Division I, II and III of Schedule III and are applicable from April 1, 2021. The Company is evaluating the effect of the amendments on its financial statements.

Notes to the Financial Statements for the year ended 31 March 2021

(All amounts are in Rs. Million, unless otherwise stated)

3. Property, plant and equipment

Particulars	Freehold Land*	Buildings		Plant and machinery	Furniture and fixtures	Office equipment's (including Computers)	Vehicles	Sub-total (A)	Capital work-in-progress (B)	Total (A) + (B)
		Owned	Owned, given on lease							
Gross carrying amount										
Balance as at 31 March 2019	1.81	167.94	13.54	488.98	4.26	19.37	0.46	676.36	231.04	907.40
Additions during the year	-	-	-	232.51	0.01	6.16	-	238.68	136.46	375.14
Disposals/ adjustments during the year	-	-	-	-	-	-	-	-	249.15	249.15
Balance as at 31 March 2020	1.81	167.94	13.54	701.49	4.27	25.53	0.46	915.04	118.35	1,033.39
Additions during the year	-	-	-	35.28	0.21	15.57	-	51.06	53.47	104.53
Disposals/ adjustments during the year	-	-	-	4.50	-	7.80	-	12.30	50.46	62.76
Balance as at 31 March 2021	1.81	167.94	13.54	732.27	4.48	33.30	0.46	953.80	121.36	1,075.16
Accumulated depreciation										
Balance as at 31 March, 2019	-	6.73	1.86	148.16	1.53	14.10	0.39	172.77	-	172.77
Depreciation for the year	-	6.36	0.47	56.04	0.43	2.62	0.04	65.96	-	65.96
Disposals	-	-	-	-	-	-	-	-	-	-
Balance as at 31 March 2020	-	13.09	2.33	204.20	1.96	16.72	0.43	238.73	-	238.73
Depreciation for the year	-	6.36	0.47	63.17	0.40	4.73	0.01	75.14	-	75.14
Disposals	-	-	-	1.62	-	7.75	-	9.37	-	9.37
Balance as at 31 March 2021	-	19.45	2.80	265.75	2.36	13.70	0.44	304.50	-	304.50
Carrying amounts (net)										
As at 31 March 2020	1.81	154.85	11.21	497.29	2.31	8.81	0.03	676.31	118.35	794.66
As at 31 March 2021	1.81	148.49	10.74	466.52	2.12	19.60	0.02	649.30	121.36	770.66

* Land measuring 145,200 square yards is titled in the name of the Company.

Notes to the Financial Statements for the year ended 31 March 2021

(All amounts are in Rs. Million, unless otherwise stated)

4. Other financial assets (Non-current)

(unsecured considered good unless otherwise stated)

	As at 31 March 2021	As at 31 March 2020
Security deposits	4.52	4.99
Total other financial assets (Non-current)	4.52	4.99

5. Income tax assets (net)

Advance income tax (net of provision for tax Rs. 377.29 million;
31 March 2020 : Rs. 375.19 million)

Total income tax assets (net)

	As at 31 March 2021	As at 31 March 2020
	34.38	36.48
Total income tax assets (net)	34.38	36.48

6. Other non-current assets

(unsecured considered good unless otherwise stated)

Capital advances

Total other non-current assets

	As at 31 March 2021	As at 31 March 2020
	22.90	1.00
Total other non-current assets	22.90	1.00

7. Inventories

(valued at lower of cost and net realisable value)

Raw materials (including goods in transit Rs. 13.88 million;
31 March 2020 : Rs. 20.78 million)

Work-in-progress

Finished goods

Stock-in-trade (including goods in transit Rs. Nil;
31 March 2020 : Rs. 5.03 million)

Stores and spare parts

Total inventories

	As at 31 March 2021	As at 31 March 2020
	98.66	108.76
	50.55	29.28
	7.74	16.21
	25.07	8.63
	7.93	5.56
Total inventories	189.95	168.44

The write-down of inventories to net realisable value amounted to Rs. 6.15 million; (31 March 2020 : Rs. 2.00 million). The reversal of write-downs during the year amounted to Rs. 2.96 million (31 March 2020 : Rs. 1.08 million). The write-down and reversal are included in cost of materials or changes in inventories of finished goods and work-in-progress.

8. Trade receivables

Trade receivables*:

- considered good - unsecured

- which have significant increase in Credit Risks

Doubtful

Less : Loss allowance **

Total trade receivables

	As at 31 March 2021	As at 31 March 2020
	183.62	173.97
	3.71	3.93
	(3.71)	(3.93)
Total trade receivables	183.62	173.97

* Refer note 36 for related party balances. Related party balance on 31 March 2021 : Rs. 15.38 million (31 March 2020 : Rs. 23.26 million)

* Refer note 34 for the Company's exposure to currency and liquidity risks related to trade receivable.

** Loss allowances for doubtful debts include allowance as per expected credit loss method.

Notes to the Financial Statements for the year ended 31 March 2021

(All amounts are in Rs. Million, unless otherwise stated)

9(a). Cash and cash equivalents

	As at 31 March 2021	As at 31 March 2020
Balances with banks:		
- On current accounts/ EEFC account	38.12	45.88
- Deposits with original maturity of less than 3 months	18.00	20.03
- Unclaimed dividend account	-	2.16
Total cash and cash equivalents	56.12	68.07

9(b). Other bank balances

	As at 31 March 2021	As at 31 March 2020
Deposits due to mature within 12 months of reporting date*	1,554.28	1,298.62
- Unclaimed dividend account	2.25	-
Total other bank balances	1,556.53	1,298.62

* Includes interest accrued on fixed deposits amounting to Rs. 25.28 million (31 March 2020 - Rs. 34.65 million)

10. Other financial assets (Current)

(unsecured considered good unless otherwise stated)

	As at 31 March 2021	As at 31 March 2020
Security deposits	1.61	1.77
Less : Loss allowances for doubtful deposits	(1.25)	(1.16)
	0.36	0.61
Mark-to-market on foreign exchange forward contract	-	1.40
Total other financial assets	0.36	2.01

11. Other current assets

(unsecured considered good unless otherwise stated)

	As at 31 March 2021	As at 31 March 2020
Prepaid expenses	3.95	3.13
Balances with government authorities		
Secured and good	8.13	15.65
Doubtful	0.20	0.20
Less : Loss allowances for doubtful assets	(0.20)	(0.20)
Advance to employees	1.92	0.90
Advance for supply of goods and services	1.99	2.23
Other advances	0.74	2.57
Total other current assets	16.73	24.48

Notes to the Financial Statements for the year ended 31 March 2021

(All amounts are in Rs. Million, unless otherwise stated)

12. Equity Share Capital

	As at 31 March 2021		As at 31 March 2020	
	Number	Amount	Number	Amount
Authorised				
Equity shares of Rs. 10 each	25.00	250.00	25.00	250.00
	25.00	250.00	25.00	250.00
Issued, Subscribed and Paid-up				
Equity shares of Rs. 10 each	4.39	43.93	4.39	43.93
	4.39	43.93	4.39	43.93

a) Reconciliation of equity shares outstanding at the beginning and at the end of the reporting year

	As at 31 March 2021		As at 31 March 2020	
	Numbers	Amount	Numbers	Amount
Equity shares				
At the commencement and at the end of the year	4.39	43.93	4.39	43.93

b) Rights, preferences and restrictions attached to equity shares

The company has only one class of shares referred to as equity shares having par value of INR 10 each. Holder of each equity share is entitled to one vote per share. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive the remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

c) Shares held by holding company

	As at 31 March 2021		As at 31 March 2020	
	Numbers	Amount	Numbers	Amount
Equity shares of Rs. 10 each held by -				
VP Auslandsbeteiligungen GmbH, Germany	3.25	32.52	3.25	32.52
	3.25	32.52	3.25	32.52

d) Details of shareholders holding more than 5% shares in the company:

	As at 31 March 2021		As at 31 March 2020	
	Numbers	% of holding	Numbers	% of holding
Equity shares of Rs. 10 each held by -				
VP Auslandsbeteiligungen GmbH, Germany	3.25	74.04%	3.25	74.04%
	3.25	74.04%	3.25	74.04%

As per the records of the Company, including its register of shareholders/members the above shareholding represents both legal and beneficial ownership of equity shares.

13. Other equity

	As at 31 March 2021	As at 31 March 2020
<i>Attributable to the owners of the Company :</i>		
General reserve (a)	577.53	577.53
Retained earnings	1,969.17	1,720.43
Other comprehensive income - remeasurement of defined benefit (obligation) / asset (b)	0.38	(1.38)
Total attributable to the owners of the Company	2,547.08	2,296.58

Nature and purpose of other equity

(a) General reserve

This represents appropriation of profits by the Company and is available for distribution of dividend.

(b) Remeasurement of defined benefit obligation

Remeasurement of defined benefit obligation comprises actuarial gains and losses and return on plan assets.

Notes to the Financial Statements for the year ended 31 March 2021

(All amounts are in Rs. Million, unless otherwise stated)

14. Provisions (Non-current)

	As at 31 March 2021	As at 31 March 2020
Provision for Employee benefits		
Provision for gratuity (Refer note 32)	6.48	8.19
Provision for compensated absences (Refer note 32)	29.68	27.09
Provision for other retirement benefits (Refer note 32)	0.11	0.12
Provision for long service award (Refer note 32)	1.44	1.60
Total provisions (Non-current)	37.71	37.00

15. Deferred tax

	As at 31 March 2021	As at 31 March 2020
Deferred tax liabilities		
Difference in property, plant and equipment as per books and income-tax law	27.77	24.32
Total (I)	27.77	24.32
Deferred tax assets		
Provision for other retirement benefits	0.03	0.04
Provision for warranties and other payables etc.	2.85	2.18
Provision for contingencies	1.80	1.80
Expenditure covered by section 43B of the Income-tax Act, 1961	11.79	11.57
Provision for loss allowances for doubtful debts and inventory	4.20	3.43
Total (II)	20.67	19.02
Net deferred tax liability (I)-(II)	7.10	5.30

16. Trade payables

	As at 31 March 2021	As at 31 March 2020
Current		
Trade payables*		
- total outstanding dues of micro enterprises and small enterprises	6.15	2.38
- total outstanding dues of creditors other than micro enterprises and small enterprises	123.69	115.20
Total trade payables	129.84	117.58

* Refer note 31 for disclosures under Micro, Small and Medium Enterprises Development Act, 2006 (MSMED).

* Refer note 36 for related party balances. Related party balance on 31 March 2021 : Rs. 61.53 million ; 31 March 2020 : Rs. 61.22 million.

* Refer note 34 for the Company's exposure to currency and liquidity risks related to trade payables.

17. Other financial liabilities

	As at 31 March 2021	As at 31 March 2020
Current		
Unpaid dividend (1)	2.25	2.16
Capital creditors*	5.13	14.51
Security deposit received (Refer Note 36)	-	1.49
Mark-to-market on foreign exchange forward contract	1.08	-
Employee benefits payables**	20.29	16.15
Total other financial liabilities	28.75	34.31
Non-current		
Security deposit received (Refer Note 36)	1.15	-
	1.15	-

(1) Investor Education and Protection Fund will be credited as and when due.

* Refer note 36 for related party balances. Related party balance on 31 March 2021 : Rs. 0.79 million ; 31 March 2020 : Rs. 3.55 million.

** Refer note 36 for related party balances. Related party balance on 31 March 2021 : Rs. 0.60 million ; 31 March 2020 : Rs. 0.77 million.

Notes to the Financial Statements for the year ended 31 March 2021

(All amounts are in Rs. Million, unless otherwise stated)

18. Other current liabilities

	As at 31 March 2021	As at 31 March 2020
Advances from customers	15.27	14.81
Statutory liabilities	6.09	3.10
Total other current liabilities	21.36	17.91

19. Provisions (Current)

	As at 31 March 2021	As at 31 March 2020
Provision for Employee benefits		
Provision for compensated absences (Refer note 32)	2.75	3.79
Provision for other retirement benefits (Refer note 32)	0.02	0.02
Provision for long service award (Refer note 32)	0.61	0.28
	3.38	4.09
Other provisions		
Provision for warranties (Refer note 19(a))	6.54	7.96
Provision for contingencies (Refer note 19(b))	7.14	7.14
	13.68	15.10
Total provisions (Current)	17.06	19.19

19(a). Provision for warranty represents costs associated with providing sales and support services which are accrued at the time of recognition of revenue and are expected to be utilized over a period of 1 year. Assumption used to calculate the provision for warranties were based on current sales level and current information about actual claims settlement based on the five year warranty period for all products sold. A summary of activity is as follows:

	As at 31 March 2021	As at 31 March 2020
At the commencement of the year	7.96	7.78
Provision made during the year	6.54	7.96
Provision utilised during the year	(5.21)	(2.08)
Provision reversed during the year	(2.75)	(5.70)
At the end of the year	6.54	7.96

19(b). Provision for contingencies primarily made for probable liabilities/claims arising out of the past period. These provisions are affected by numerous uncertainties and management has taken all efforts to make a best estimate. A summary of activity is given below:

	As at 31 March 2021	As at 31 March 2020
At the commencement and end of the year	7.14	7.14

20. Income tax liabilities (net)

	As at 31 March 2021	As at 31 March 2020
Provision for taxation (net of advance tax Rs. 88.15 million (31 March 2020 : Rs. Nil)	1.79	0.92
Total	1.79	0.92

Notes to the Financial Statements for the year ended 31 March 2021

(All amounts are in Rs. Million, unless otherwise stated)

21. Revenue from operations

	For the year ended 31 March 2021	For the year ended 31 March 2020
Sale of products		
- manufactured	1,016.66	963.65
- traded goods	148.17	192.98
Total sale of goods (A)	1,164.83	1,156.63
Sale of services		
- Services	0.06	-
- Commission	6.80	6.90
Total sale of services (B)	6.86	6.90
Other operating revenues		
- Scrap sales	6.94	6.21
- Export incentive - duty drawback	0.65	1.01
- Provision for doubtful advances written back (net)	-	0.10
- Foreign exchange fluctuation gain (net)	-	0.82
- Miscellaneous income	5.97	4.41
Other operating revenues (C)	13.56	12.55
Total revenue from operations (A+B+C)	1,185.25	1,176.08

Disaggregation of revenue

The table below presents disaggregated revenues from contracts with customers by geography and products and services. The Company believe that this disaggregation best depicts how the nature, amount, timing and uncertainty of our revenues and cash flows are affected by industry, market and other economic factors.

(A) Revenues by geography*

	For the year ended 31 March 2021	For the year ended 31 March 2020
India	1,046.56	1,030.96
Outside India	125.13	132.57
Total	1,171.69	1,163.53

*Disclosure relating to revenues by geography has been made with respect to location of customers.

(B) Revenues in products and services *

	For the year ended 31 March 2021	For the year ended 31 March 2020
Products	1,164.83	1,156.63
Other services	6.86	6.90
Total	1,171.69	1,163.53

*Revenue from product comprises of revenue generated from sale of manufactured and traded goods. Revenue from services includes income from commission and other services.

Notes to the Financial Statements for the year ended 31 March 2021

(All amounts are in Rs. Million, unless otherwise stated)

22. Other income

	For the year ended 31 March 2021	For the year ended 31 March 2020
Interest income on bank deposits	65.57	81.05
Net gain on disposal of property, plant and equipment	0.91	0.51
Foreign exchange fluctuation gain (net)	3.82	-
Mark to market gain on foreign exchange forward contracts (net)	-	3.13
Rental income	7.74	7.09
Total other income	78.04	91.78

23. Cost of materials consumed

	For the year ended 31 March 2021	For the year ended 31 March 2020
Inventory of materials at the beginning of the year	108.76	90.54
Add: Purchases	243.46	286.20
Less: Inventory of materials at the end of the year	98.66	108.76
Total cost of materials consumed	253.56	267.98

24. Purchase of stock-in-trade

	For the year ended 31 March 2021	For the year ended 31 March 2020
Fabrics	114.89	134.32
Qualiflex sleeves	11.01	8.03
Rolls	3.95	8.24
Total purchase of stock-in-trade	129.85	150.59

25. Changes in inventories of finished goods, stock-in-trade and work-in-progress

	For the year ended 31 March 2021	For the year ended 31 March 2020
Inventories at the end of the year		
Work-in-progress	50.55	29.28
Finished goods - Manufactured	7.74	16.21
Finished goods - Traded	25.07	8.63
	83.36	54.12
Inventories at the beginning of the year		
Work-in-progress	29.28	15.88
Finished goods - Manufactured	16.21	8.68
Finished goods - Traded	8.63	6.63
	54.12	31.19
Total changes in inventories of finished goods, stock-in-trade and work-in-progress	(29.24)	(22.93)

26. Employee benefits expense

	For the year ended 31 March 2021	For the year ended 31 March 2020
Salaries, wages and bonus	135.14	124.95
Contribution to provident and other funds (Refer note 32 A)	5.73	5.39
Contribution to super annuation fund (Refer note 32 A)	4.25	3.88
Expenses related to post-employment defined benefit plans (Refer note 32 B)	3.69	2.51
Expenses related to compensated absences	2.26	7.00
Other retirement benefit	0.02	0.02
Long service award	0.17	0.28
Staff welfare expenses	6.65	7.39
Total employee benefits expense	157.91	151.42

Notes to the Financial Statements for the year ended 31 March 2021

(All amounts are in Rs. Million, unless otherwise stated)

27. Depreciation expense

	For the year ended 31 March 2021	For the year ended 31 March 2020
Depreciation on property, plant and equipment	75.14	65.96
Total depreciation on property, plant and equipment	75.14	65.96

28. Other expenses

	For the year ended 31 March 2021	For the year ended 31 March 2020
Consumption of stores and spares	48.51	48.00
Contract labour cost	57.38	45.39
Power and fuel	59.73	58.72
Freight and forwarding charges	4.47	4.73
Rates and taxes	2.44	5.12
Insurance	3.55	2.43
Repairs and maintenance		
- Plant and machinery	27.84	28.91
- Buildings (owned)	5.85	4.94
- Others	5.63	5.04
Sales commission	2.05	2.10
Travelling and conveyance	5.64	15.64
Communication expenses	9.66	6.01
Legal and professional fees	2.27	4.89
Directors' sitting fees	1.47	1.58
Payments to auditor (see Note 29 below)	3.17	3.09
Warranties	3.78	2.25
Bad debts written off	1.68	0.61
Less : Provision utilized	(0.54)	(0.60)
Provision for doubtful debts (net) (including effect of expected loss allowance)	0.32	0.56
Provision for doubtful advances	0.35	-
Advances written off	0.54	
Less : Provision utilized	(0.26)	-
Mark to market loss on foreign exchange forward contracts (net)	2.49	-
Technical know how fees/ Royalty	50.50	48.40
Advertising and sales promotion	0.41	0.22
Security charges	3.52	3.36
Expenditure on corporate social responsibility (Refer note 39)	6.32	5.86
Training and development charges	0.59	1.57
Miscellaneous expenses	8.74	13.82
	318.10	312.64

29. Other expenses (continued)

	For the year ended 31 March 2021	For the year ended 31 March 2020
Payment to auditors (excluding applicable taxes)		
As auditor:		
Statutory audit	1.55	1.34
Tax audit	0.15	0.15
Limited review of quarterly results	0.75	0.75
In other capacity:		
Group audit	0.32	0.32
Transfer pricing	0.25	0.25
Certification fee	0.05	0.05
Reimbursement of expenses	0.10	0.23
Total payment to auditors	3.17	3.09

Notes to the Financial Statements for the year ended 31 March 2021

(All amounts are in Rs. Million, unless otherwise stated)

30. Income Tax

The major components of income tax expense for the year ended 31 March 2021 and 31 March 2020 are:

	For the year ended 31 March 2021	For the year ended 31 March 2020
Current income tax:		
Current income tax charge for the year	89.94	86.37
Adjustments in respect of current income tax of previous years	(3.88)	0.65
	<u>86.06</u>	<u>87.02</u>
Deferred tax:		
Deferred tax on profits for the year	1.21	1.23
	<u>1.21</u>	<u>1.23</u>
Income tax expense reported in the Statement of Profit and Loss	<u>87.27</u>	<u>88.25</u>
OCI		
Tax related to items that will not be classified to Profit & Loss	0.59	0.86
Income tax charged to OCI	<u>0.59</u>	<u>0.86</u>

Reconciliation between average effective tax rate and applicable tax rate for the year ended 31 March 2021 and 31 March 2020:

	For the year ended 31 March 2021	For the year ended 31 March 2020
Accounting profit before income tax	357.97	333.67
At India's statutory income tax rate of 25.168% (31 March 2020 : 25.168%)	90.09	84.00
- Effect of non-deductible expenses and exempt income	1.65	2.90
- Change in estimates related to prior years	(3.88)	0.65
- Rate difference	-	0.14
- Others	(0.59)	0.56
Income tax expense reported in the Statement of Profit and Loss	<u>87.27</u>	<u>88.25</u>

During the year ending 31 March 2020, the Company has paid dividend to its shareholders. This has resulted in payment of Dividend Distribution Tax (DDT) to the taxation authorities in the year 31 March 2020. The Company believes that DDT represents additional payment to taxation authority on behalf of shareholders. Hence, DDT paid is charged to equity. Distribution tax on dividend represents distribution tax on dividend paid during the year ended 31 March 2020 amounting to Rs. 4.51 million.

31. Micro, small and medium enterprises

The Company has certain dues to suppliers registered under Micro, Small and Medium Enterprises Development Act, 2006 ('MSMED Act'). The disclosures pursuant to the said MSMED Act to the extent information is available with the Company are as follows:

	For the year ended 31 March 2021	For the year ended 31 March 2020
The principal amount remaining unpaid to any supplier as at the end of each accounting year	6.97	2.38
The interest due on principal amount remaining unpaid to any supplier as at the end of each accounting year	0.02	0.03
The amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 (27 of 2006), along with the amount of the payment made to the supplier beyond the appointed day during each accounting year	-	-
The amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under Micro, Small and Medium Enterprises Development act, 2006	0.27	0.61
The amount of interest accrued and remaining unpaid at the end of the year	0.90	1.25
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprises, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006.	-	-

Notes to the Financial Statements for the year ended 31 March 2021

(All amounts are in Rs. Million, unless otherwise stated)

32. Employee benefits in respect of the Company have been calculated as under:

(A) Defined Contribution Plans (Refer note no. 26)

The company has certain defined contribution plan such as provident fund (also refer accounting policy for provident fund), employee state insurance, employee pension scheme, employee superannuation fund wherein specified percentage is contributed to them. During the year, the Company has contributed following amounts to:

Particulars	For the year ended 31 March 2021	For the year ended 31 March 2020
Employer's contribution to provident fund	3.29	3.06
Employer's contribution to employees' pension scheme 1995	1.76	1.70
Employer's contribution to superannuation fund	4.25	3.88
Employer's contribution to employee deposit linked insurance	0.38	0.35
Employer's contribution to employee state insurance	0.22	0.20
Employer's contribution to state welfare fund	0.08	0.08

(B) Defined Benefit Plans

(i) Gratuity

In accordance with Ind AS 19 "Employee Benefits", an actuarial valuation has been carried out in respect of gratuity. The discount rate assumed is 6.90% p.a. (31 March 2020 : 6.65% p.a.) which is determined by reference to market yield at the balance sheet date on government bonds. The retirement age has been considered at 58 years (31 March 2020 : 58 years).

The estimates of future salary increases, considered in actuarial valuation is 10% p.a. (31 March 2020 : 10%), taking into account inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

The plan assets are maintained with Life Insurance Corporation of India in respect of gratuity scheme. The details of investments maintained by Life Insurance Corporation are not available with the Company, hence not disclosed. The expected rate of return based on LIC statement on plan assets is 6.90% p.a. (31 March 2020 : 6.90% p.a.).

Reconciliation of opening and closing balances of present value of defined benefit obligation:

Particulars	31 March 2021	31 March 2020
Present value of obligation at the beginning of the year	34.54	30.61
Current service cost	3.20	2.38
Interest cost	2.24	2.28
Benefits paid	(0.80)	(4.00)
Actuarial gain	(2.40)	3.27
Present value of obligation at the end of the year	36.78	34.54

Reconciliation of the present value of defined benefit obligation and the fair value of the plan assets:

Particulars	31 March 2021	31 March 2020
Present value of obligation at the end of the year	36.78	34.54
Fair value of plan assets at the end of the year	(30.30)	(26.35)
Net liabilities recognised in the Balance Sheet	6.48	8.19

Fair value of plan assets:

	31 March 2021	31 March 2020
Plan assets at the beginning of the year	26.35	28.34
Expected return on plan assets	1.75	2.15
Contribution by employer	3.07	-
Actual benefits paid	(0.80)	(4.00)
Actuarial (loss)/ gain	(0.07)	(0.14)
Plan assets at the end of the year	30.30	26.35

Notes to the Financial Statements for the year ended 31 March 2021

(All amounts are in Rs. Million, unless otherwise stated)

Expense recognised in the Statement of Profit and Loss under employee benefits expenses:

Particulars	31 March 2021	31 March 2020
Current service cost	3.20	2.38
Interest cost	0.49	0.13
Expense recognised in the Statement of Profit and Loss	<u>3.69</u>	<u>2.51</u>

Amount recognised in the other comprehensive income:

Particulars	31 March 2021	31 March 2020
Actuarial loss/ (gain) due to financial assumption change	(0.92)	3.10
Actuarial loss due to experience adjustment	(1.47)	0.15
Actuarial (gain)/ loss on plan assets	0.07	0.14
Actuarial loss due to demographic assumption changes in PBO	-	0.01
Amount recognised in the Other Comprehensive Income	<u>(2.32)</u>	<u>3.40</u>

Sensitivity analysis:

Particulars	31 March 2021	31 March 2020
Assumption	Discount rate	Future salary increase
Sensitivity level	1 % increase	1 % increase
Impact on defined benefit	(3.34)	3.77
Sensitivity level	1 % decrease	1 % decrease
Impact on defined benefit	3.93	(3.28)

Sensitivity analysis:

Particulars	31 March 2021	31 March 2020
Assumption	Discount rate	Future salary increase
Sensitivity level	1 % increase	1 % increase
Impact on defined benefit	(3.25)	3.67
Sensitivity level	1 % decrease	1 % decrease
Impact on defined benefit	3.83	(3.19)

The sensitivity analysis above have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the year and may not be representative of the actual change. It is based on a change in the key assumption while holding all other assumptions constant.

Maturity profile of defined benefit obligation	31 March 2021	31 March 2020
Within the next 12 months (next annual reporting period)	2,543,458	1,608,631
Between 1 and 2 years	1,610,296	3,076,063
Between 2 and 5 years	11,896,732	9,896,226
Over 5 years	6,822,227	7,054,138
Total expected payments	<u>22,872,713</u>	<u>21,635,058</u>

NOK (1% movement) #

(ii) Retirement benefit award (Other long term employees benefit)

In accordance with Ind AS 19 "Employee Benefits", an actuarial valuation has also been carried out in respect of retirement benefit award. The discount rate assumed is 6.90% p.a. (31 March 2020 : 6.65% p.a.) which is determined by reference to market yield at the balance sheet date on government bonds. The retirement age has been considered at 58 years (31 March 2020 : 58 years).

Notes to the Financial Statements for the year ended 31 March 2021

(All amounts are in Rs. Million, unless otherwise stated)

Reconciliation of opening and closing balances of present value of defined benefit obligation:

Particulars	31 March 2021	31 March 2020
Present value of obligation at the beginning of the year	0.14	0.12
Current service cost	0.01	0.00
CNY (1% movement)#	0.01	0.01
Benefits paid	-	-
# Amount below rounding off norms	(0.03)	0.01
Present value of obligation at the end of the year	0.13	0.14

Reconciliation of the net liabilities recognised in the balance sheet

Particulars	31 March 2021	31 March 2020
Present value of obligation at the end of the year	0.13	0.14
Net liabilities recognised in the Balance Sheet	0.13	0.14

Expense recognised in the Statement of Profit and Loss under employee benefits expenses:

Particulars	31 March 2021	31 March 2020
Current service cost	0.01	0.00
Commodity price risks fluctuation in commodity price in market affects directly or indirectly the price of raw material and components used by the Company. The Company sells its products mainly to paper industries, whereby there is a regular negotiation /adjustment of prices on the basis of changes in commodity prices.	0.01	0.01
Expense recognised in the Statement of Profit and Loss	0.02	0.01

Amount recognised in the other comprehensive income:

Particulars	31 March 2021	31 March 2020
Actuarial loss/ (gain) due to demographic assumption change	-	-
Actuarial loss/ (gain) due to financial assumption change	-	-
Actuarial loss / (gain) due to experience adjustment	(0.02)	-
Amount recognised in the Other Comprehensive Income	(0.02)	-

Sensitivity analysis:

Particulars	31 March 2021
Assumption	Discount rate
Sensitivity level	1 % increase
Impact #	0.00
Sensitivity level	1 % decrease
Impact	0.01

Particulars	31 March 2020
Assumption	Discount rate
Sensitivity level	1 % increase
Impact	(0.02)
Sensitivity level	1 % decrease
Impact	(0.01)

Amount is immaterial

The sensitivity analysis above has been determined based on reasonably possible changes of the respective assumptions occurring at the end of the year and may not be representative of the actual change. It is based on a change in the key assumption while holding all other assumptions constant.

Notes to the Financial Statements for the year ended 31 March 2021

(All amounts are in Rs. Million, unless otherwise stated)

(iii) Provident Fund:

The Company makes monthly contributions to provident fund managed by trust for qualifying employees. Under the scheme, the Company is required to contribute a specified percentage of the payroll costs to fund the benefits. As per Ind AS 19 on "Employee Benefits", employer established provident fund trusts are treated as defined benefit plans, since the Company is obliged to meet interest shortfall, if any, with respect to covered employees. The total liability of Rs. Nil (31 March 2020 : Rs. Nil) has been charge to Statement of Profit and Loss during the year.

Actuarial assumptions made to determine interest rate guarantee on exempt provident fund liabilities are as follows:

Particulars	31 March 2021	31 March 2020
Discount rate	6.90%	6.65%
Guaranteed rate of return	8.50%	8.50%

The Company has contributed Rs. 3.29 million to provident fund for the year.

The breakup of plan assets into various categories as at 31 March 2021 and 31 March 2020 is as follow:

Particulars	31 March 2021	31 March 2020
Central and state government bonds	45%	43%
Public sector undertakings and private sector bonds	24%	21%
Others	31%	36%

(C) Other long term benefits

(i) Compensated absences

Particulars	31 March 2021	31 March 2020
Present value of obligation at the end of the year	32.43	30.88

(ii) Long service award

Particulars	31 March 2021	31 March 2020
Present value of obligation at the end of the year	2.05	1.88

(D) The Code on Social Security, 2020 ('Code') relating to employee benefits during employment and post-employment benefits received Presidential assent in September 2020. The Code has been published in the Gazette of India. However, the date on which the Code will come into effect has not been notified. The Company will assess the impact of the Code when it comes into effect and will record any related impact in the period the Code becomes effective.

33. Fair value management

	Note	Level of hierarchy Refer Note 2 (q)	31 March 2021			31 March 2020		
			FVPL	FVOCI	Amortised cost	FVPL	FVOCI	Amortised cost
<i>Financial assets</i>								
Trade receivables	(a)		-	-	183.62	-	-	173.97
Cash and cash equivalents	(a)		-	-	56.12	-	-	68.07
Other bank balance	(a)		-	-	1,556.53	-	-	1,298.62
Other financial assets	(a)	2	-	-	4.88	1.40	-	5.60
Total financial assets			-	-	1,801.15	1.40	-	1,546.26
<i>Financial liability</i>								
Trade payables	(a)		-	-	129.84	-	-	117.58
Other financial liabilities	(a)	2	1.08	-	28.82	-	-	34.31
Total financial liabilities			1.08	-	158.66	-	-	151.89

(a) Fair valuation of financial assets and liabilities with short term maturities is considered as approximate to respective carrying amount due to the short term maturities of these instruments.

(b) The fair value is determined by using the valuation model/technique with observable/non-observable inputs and assumptions.

Notes to the Financial Statements for the year ended 31 March 2021

(All amounts are in Rs. Million, unless otherwise stated)

34. Financial risk management

(A) Financial risk management

Risk management framework

The Company's board of directors has overall responsibility for the establishment and oversight of the Company's risk management framework.

The Company, through three layers of defence namely policies and procedures, review mechanism and assurance, aims to maintain a disciplined and constructive control environment in which all employees understand their roles and obligations. The audit committee of the board with top management oversees the formulation and implementation of the Risk Management Policies. The risks and mitigation plan are identified, deliberated and reviewed at appropriate forums.

The Company has exposure to the following risks arising from financial instruments:

- credit risk (see (i))
- liquidity risk (see (ii))
- market risk (see (iii))
- interest rate risk (see (iv))

i. Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counter party to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers.

The carrying amount of financial assets represents the maximum credit risk exposure.

Trade receivable and other financial assets

The Company has established a credit policy under which each new customer is analysed individually for credit worthiness before the payment and delivery terms and conditions are offered. The Company's review includes external ratings, if they are available, financial statements, industry information and business intelligence.

In monitoring customer credit risk, customers are grouped according to their credit characteristics, including whether they are an individual or a legal entity, their geographic location, industry, trade history with the Company and existence of previous financial difficulties.

Expected credit loss for trade receivable:

The Company based on internal assessment which is driven by the historical experience / current facts available in relation to defaults and delays in collection thereof, the credit risk for trade receivable is considered low. The Company estimates its allowance for trade receivable using lifetime expected credit loss. The balance past due (net of expected credit loss allowance), excluding receivable from group companies and government companies is Rs. 57.25 million (31 March 2020 : Rs. 76.73 million).

Movement in the expected credit loss allowance of trade receivables are as follows:

	31 March 2021	31 March 2020
Balance at the beginning of the year	0.85	0.30
Add : Reversed / provided during the year (net of provision / reversal)	(0.31)	0.55
Balance at the end of the year	0.54	0.85

Expected credit loss on financial assets other than trade receivable:

With regards to all financial assets with contractual cash flows other than trade receivable, management believes these to be high quality assets with negligible credit risk. The management believes that the parties from whom these financial assets are recoverable, have strong capacity to meet the obligations and where the risk of default is negligible and accordingly no provision for expected credit loss has been provided on such financial assets. Break up of financial assets other than trade receivables have been disclosed on balance sheet.

ii. Liquidity risk

Liquidity risk is the risk that Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity

Notes to the Financial Statements for the year ended 31 March 2021

(All amounts are in Rs. Million, unless otherwise stated)

is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation.

The Company's finance department is responsible for managing the short term and long term liquidity requirements. Short term liquidity situation is reviewed daily by finance. Long term liquidity position is reviewed on a regular basis by the Board of Directors and appropriate decisions are taken according to the situation.

Exposure to the liquidity risk

The following are remaining contractual maturities of financial liabilities at the reporting date. The amounts are gross and undiscounted.

31 March 2021	Contractual cash flows			
	Carrying amount	Total	Within one year	More than 1 year
Non-derivative financial liabilities				
Trade payables	129.84	129.84	129.84	-
Other financial liabilities	29.90	29.90	29.90	-

31 March 2020	Contractual cash flows			
	Carrying amount	Total	Within one year	More than 1 year
Non-derivative financial liabilities				
Trade payables	117.58	117.58	117.58	-
Other financial liabilities	34.31	34.31	34.31	-

iii. Market risk

Market risk is the risk that changes in market prices - such as foreign exchange rates - will affect the Company's income or the value of its holding of financial instruments. The objective of market risk management is to manage and control market risk exposure within acceptable parameters, while optimising the return. The value of a financial instrument may change as a result of changes in the interest rates, foreign currency exchange rates, equity price fluctuations, liquidity and other market changes.

Currency risk

The Company is exposed to currency risk to the extent that there is a mismatch between currencies in which sales and purchases are denominated and the functional currency of the Company. The currencies which the Company is exposed to risk are EUR, USD, GBP, SEK, CNY and NOK.

The Company follows a natural hedge driven currency risk mitigation policy to the extent possible. Any residual risk is evaluated and appropriate risk mitigating steps are taken, including but not limited to, entering into forward contract.

Exposure to currency risk

The summary quantitative data about the Company's exposure to currency risk are reported to management of the company as follows:

(amount in Million Rs.)

	As at 31 March 2021					
	USD	EUR	GBP	SEK	CNY	NOK
Cash and cash equivalents	3.28	3.05	-	-	-	-
Trade receivables	6.35	6.67	-	-	-	-
Against open sales orders	5.47	-	-	-	-	-
Trade payables	(37.65)	(3.55)	-	(0.21)	-	-
Capital creditors	-	(1.22)	(0.07)	-	-	-
Against open purchase orders	(70.17)	(81.66)	(8.58)	(2.38)	(1.76)	(0.17)
Net statement of financial position exposure	(92.72)	(76.71)	(8.65)	(2.59)	(1.76)	(0.17)

Notes to the Financial Statements for the year ended 31 March 2021

(All amounts are in Rs. Million, unless otherwise stated)

	(amount in Million Rs.)					
	As at 31 March 2020					
	USD	EUR	GBP	SEK	CNY	CAD
Cash and cash equivalents	5.90	2.62	-	-	-	-
Trade receivables	5.31	14.14	-	-	-	-
Against open sales orders	0.86	-	-	-	-	-
Trade payables	(28.78)	(16.16)	-	(0.31)	-	-
Capital creditors	-	(1.63)	(3.55)	-	-	-
Against open purchase orders	(18.79)	(18.76)	-	(0.30)	(3.80)	(1.39)
Net statement of financial position exposure	(35.50)	(19.79)	(3.55)	(0.61)	(3.80)	(1.39)

Sensitivity analysis

A reasonable possible strengthening (weakening) of the USD, EUR, GBP, SEK, CNY, NOK and CAD against all other currencies at 31 March would have affected the measurement of financial exposure denominated in a foreign currency and affected equity and profit or loss by the amounts shown below. This analysis assumes that all other variables remain constant and ignores any impact on forecast sales and purchases.

	Profit or Loss (before tax)	
	Strengthening	Weakening
31 March 2021		
USD (1% movement)	(0.92)	0.92
EUR (1% movement)	(0.77)	0.77
GBP (1% movement)	(0.09)	0.09
SEK (1% movement)	(0.02)	0.02
NOK (1% movement) #	-	0.00
CNY (1% movement)	(0.02)	0.02
31 March 2020		
USD (1% movement)	(0.36)	0.36
EUR (1% movement)	(0.20)	0.20
GBP (1% movement)	(0.04)	0.04
SEK (1% movement)	(0.01)	0.01
CNY (1% movement)#	-	0.00
CAD (1% movement)	(0.04)	0.04

Amount below rounding off norms

iv. Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's fixed deposits.

Exposure to interest rate risk

The interest rate profile of the Company's interest-bearing financial instruments is as follows:

	31 March 2021	31 March 2020
Fixed-rate instruments		
Financial assets - Bank deposits	1,575	1,319
	<u>1,575</u>	<u>1,319</u>

Fair value sensitivity analysis for fixed-rate instruments

The Company does not account for any fixed-rate financial assets or financial liabilities at fair value through profit or loss. Therefore, a change in interest rates at the reporting date would not affect profit or loss.

Fair value sensitivity on bank deposits has not been disclosed as interest rate on such deposits is equivalent to market rate.

Notes to the Financial Statements for the year ended 31 March 2021

(All amounts are in Rs. Million, unless otherwise stated)

v. Price risk

Commodity price risks fluctuation in commodity price in market affects directly or indirectly the price of raw material and components used by the Company. The Company sells its products mainly to paper industries, whereby there is a regular negotiation /adjustment of prices on the basis of changes in commodity prices.

35. Capital management

The Company's objectives when managing capital is to safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders, and maintain an optimal capital structure to reduce the cost of capital.

Dividends

(a) The following dividends were declared and paid by the Company during the year:

Particulars	31 March 2021	31 March 2020
Equity shares		
Final dividend paid during the year ended 31 March 2021 of Rs. 5 per fully paid equity share (31 March 2020 of Rs. 5 per fully paid up equity share)	21.96	21.96
	<u>21.96</u>	<u>21.96</u>

(b) Dividend not recognised at the end of the reporting period

	31 March 2021	31 March 2020
Equity shares		
In addition to the above dividends, since year end the directors have recommended the payment of a final dividend of Rs. 5/- per fully paid equity share (31 March 2020 : Rs. 5). This proposed dividend is subject to the approval of shareholders in the ensuing general meeting.	21.96	21.96

36. Related Party Disclosures

(A) Related Party Names

(a) Related parties where control exists

a) Ultimate Holding Company

Voith Paper Holding GmbH & Co. KG, Germany (Holds 100% Equity of VP Auslandsbeteiligungen GmbH)

b) Holding Company

VP Auslandsbeteiligungen GmbH, Germany

(b) Fellow subsidiaries

Voith US Inc. (Formerly known as Syn Strand Inc., United State of America)

Voith US Inc. | VPFS, United State of America

J.M. Voith SE & Co. KG | DSG (Formerly known as Voith Digital Solutions GmbH, Germany)

Voith Paper Fabrics Asia Pacific Sdn. Bhd., Malaysia

Voith Paper Fabrics Ipoh Sdn. Bhd., Malaysia

J M Voith SE & Co. KG | VPEZ (Formerly known as Voith Paper Fabrics & Rolls Systems GmbH & Co. KG, Germany)

Voith Paper Technology (India) Private Limited, India

Voith Hydro Private Limited, India

Voith Paper Fabric & Roll Systems Inc. (Wilson), United State of America

Voith Paper Fabric & Roll Systems Inc. (Shreveport), United State of America

J M Voith SE & Co. KG | VPH (Formerly known as Voith Paper GmbH & Co. KG, Germany)

Voith Austria GmbH | VPRW (Formerly known as Voith Paper Rolls GmbH & Co KG, Austria)

Voith Austria GmbH | VPFF (Formerly known as Voith Paper Fabrics GmbH, Austria)

Voith Paper Fabrics Högsjö AB, Sweden

Voith Paper Fabrics Waycross, LLC

Notes to the Financial Statements for the year ended 31 March 2021

(All amounts are in Rs. Million, unless otherwise stated)

PT. Voith Paper Rolls Indonesia
 Voith Paper (China) Co., Ltd., China
 Voith Austria GmbH | VPRL, Austria
 Voith Paper Fabrics BV, Netherland
 Voith Digital Solutions India Private Ltd., India
 Voith Paper Ltd, Manchester
 Voith Paper Fabrics S.A., Spain
 Voith Canada Inc., Canada | VPFO
 Voith Paper (China) Co., Ltd. | VPC

(c) **Key Management Personnel**

R. Krishna Kumar, Managing Director
 Kalyan Dasgupta, Financial Controller
 C. S. Gugliani, Company Secretary

(d) **Others:**

VPFIL Employees' Provident Fund Trust

(B) **Related Party Transactions**

S. No.	Particulars	31 March 2021	31 March 2020
1	Transactions with Holding Company		
	Payment of Dividend (Gross)	16.26	16.26
		<u>16.26</u>	<u>16.26</u>
2	Transactions with Fellow Subsidiaries		
i)	Sale of goods		
	Voith Paper Fabrics Asia Pacific Sdn. Bhd., Malaysia	13.99	23.20
	Voith Paper Fabrics Ipoh Sdn. Bhd., Malaysia	3.12	-
	J M Voith SE & Co. KG VPEZ (Formerly known as Voith Paper Fabrics & Rolls Systems GmbH & Co. KG, Germany)	47.36	39.81
	Voith Paper (China) Co., Ltd., China	-	1.83
	Voith Paper Technology (India) Private Limited, India	0.41	-
	Voith Canada Inc., Canada VPFO	3.37	-
	Voith Paper Fabrics BV, Netherland	1.61	-
	Voith US Inc. VPFS, United State of America	3.21	1.52
		<u>73.07</u>	<u>66.36</u>
ii)	Sale of services		
	Voith Paper Fabrics Asia Pacific Sdn. Bhd., Malaysia	1.79	0.56
	Voith Austria GmbH VPRW (Formerly known as Voith Paper Rolls GmbH & Co KG, Austria)	0.71	1.68
	Voith Austria GmbH VPRL, Austria	-	0.19
	PT. Voith Paper Rolls Indonesia	4.29	4.47
		<u>6.79</u>	<u>6.90</u>
iii)	Sale of capital goods		
	Voith Paper Technology (India) Private Limited, India	0.61	-
		<u>0.61</u>	<u>-</u>
iv)	Lease rent income		
	Voith Paper Technology (India) Private Limited, India	7.74	7.09
		<u>7.74</u>	<u>7.09</u>

Notes to the Financial Statements for the year ended 31 March 2021

(All amounts are in Rs. Million, unless otherwise stated)

S. No.	Particulars	31 March 2021	31 March 2020
v)	Other income		
	Voith Paper Fabrics Ipoh Sdn. Bhd., Malaysia	0.25	-
	Voith Paper (China) Co., Ltd., China	0.12	-
		<u>0.37</u>	<u>-</u>
vi)	Purchase of materials & stores		
	Voith Austria GmbH VPFF (Formerly known as Voith Paper Fabrics GmbH, Austria)	3.51	28.00
	Voith US Inc. (Formerly known as Syn Strand Inc., United State of America)	17.31	34.56
	Voith Paper (China) Co., Ltd., China	11.81	11.23
	Voith Paper Fabrics Högsjö AB, Sweden	0.07	0.06
	Voith Paper Ltd, Manchester	-	1.31
	Voith Paper Fabrics S.A., Spain	0.05	-
	Voith Paper Fabric & Roll Systems Inc. (Shreveport), United State of America	-	2.22
		<u>32.75</u>	<u>77.38</u>
vii)	Purchase of traded goods		
	Voith Paper (China) Co., Ltd., China	55.25	59.27
	Voith Austria GmbH VPFF (Formerly known as Voith Paper Fabrics GmbH, Austria)	12.14	12.43
	Voith Paper Fabrics BV, Netherland	1.75	-
	J M Voith SE & Co. KG VPH (Formerly known as Voith Paper GmbH & Co. KG, Germany)	9.78	8.03
	Voith Paper Fabrics Högsjö AB, Sweden	26.67	25.19
	Voith Paper Fabrics S.A., Spain	2.24	3.18
	Voith Paper (China) Co., Ltd. VPC	3.20	-
	Voith Paper Fabrics Ipoh Sdn. Bhd., Malaysia	12.24	22.75
		<u>123.27</u>	<u>130.85</u>
viii)	Purchase of capital goods & services		
	Voith Austria GmbH VPFF (Formerly known as Voith Paper Fabrics GmbH, Austria)	0.08	-
	Voith Paper Fabrics Högsjö AB, Sweden	0.17	-
	Voith Paper Fabrics Waycross, LLC	3.11	
	J M Voith SE & Co. KG VPH (Formerly known as Voith Paper GmbH & Co. KG, Germany)	0.32	
	Voith US Inc. VPFS, United State of America	-	8.36
	Voith Paper Technology (India) Private Limited, India	0.62	
	Voith Paper Ltd, Manchester	2.97	10.53
		<u>7.27</u>	<u>18.89</u>
ix)	Technical know-how fees/Royalty		
	J M Voith SE & Co. KG VPEZ (Formerly known as Voith Paper Fabrics & Rolls Systems GmbH & Co. KG, Germany)	50.50	48.40
		<u>50.50</u>	<u>48.40</u>
x)	Communication expenses		
	J.M. Voith SE & Co. KG DSG (Formerly known as Voith Digital Solutions GmbH, Germany)	8.66	5.17
	Voith Digital Solutions India Private Ltd., India	0.28	0.23
		<u>8.94</u>	<u>5.40</u>

Notes to the Financial Statements for the year ended 31 March 2021

(All amounts are in Rs. Million, unless otherwise stated)

S. No.	Particulars	31 March 2021	31 March 2020
	xi) Reimbursement of expenses from related parties		
	Voith Paper Technology (India) Private Limited, India	2.87	3.82
	Voith Paper Fabrics Asia Pacific Sdn. Bhd., Malaysia	1.29	0.84
	J M Voith SE & Co. KG VPEZ (Formerly known as Voith Paper Fabrics & Rolls Systems GmbH & Co. KG, Germany)	1.06	6.85
	Voith Hydro Private Limited, India	-	0.08
	Voith Turbo Private Limited, India	-	0.09
	Voith Paper (China) Co., Ltd., China	0.90	-
	Voith Canada Inc., Canada VPFO	0.27	-
	Voith US Inc. VPFS, United State of America	0.35	-
	Voith Paper Fabrics Ipoh Sdn. Bhd., Malaysia	0.04	-
	Voith Paper Fabrics BV, Netherland	0.05	-
	Voith Digital Solutions India Private Ltd., India	-	0.04
		6.83	11.72
	xii) Reimbursement of expenses to related parties		
	Voith Paper Technology (India) Private Limited, India	3.83	4.09
	Voith Paper Fabrics Asia Pacific Sdn. Bhd., Malaysia	0.04	-
	Voith Paper Fabrics Asia Pacific Sdn. Bhd., Malaysia	-	0.09
		3.87	4.18
3	Transactions with Key Management Personnel		
	i) Remuneration paid		
	R. Krishna Kumar	15.95	17.08
	Kalyan Dasgupta	5.02	5.06
	C.S. Gugliani	2.26	2.24
		23.23	24.38
	ii) Reimbursement of expenses to related parties		
	R. Krishna Kumar	0.12	0.31
	C.S. Gugliani	0.04	-
		0.16	0.31
4	Transactions with Others		
	i) Contribution by the Company		
	VPFIL Employees' Provident Fund Trust	3.29	3.06
		3.29	3.06

(C) Related Parties' Year End Balances

S. No.	Particulars	31 March 2021	31 March 2020
1	Amount Outstanding - Fellow Subsidiaries		
	i) Trade Receivable		
	Voith Paper Fabrics Asia Pacific Sdn. Bhd., Malaysia	2.00	2.58
	J M Voith SE & Co. KG VPEZ (Formerly known as Voith Paper Fabrics & Rolls Systems GmbH & Co. KG, Germany)	3.55	12.83
	Voith US Inc. VPFS, United State of America	0.35	1.61
	Voith Paper Technology (India) Private Limited, India	4.19	4.65
	Voith Paper Fabrics BV, Netherland	0.92	-
	Voith Canada Inc., Canada VPFO	1.25	-
	Voith Austria GmbH VPRL, Austria	-	0.20
	Voith Digital Solutions India Private Ltd., India	-	0.04
	Voith Turbo Private Limited, India	-	0.09

Notes to the Financial Statements for the year ended 31 March 2021

(All amounts are in Rs. Million, unless otherwise stated)

S. No.	Particulars	31 March 2021	31 March 2020
	Voith Austria GmbH VPRW (Formerly known as Voith Paper Rolls GmbH & Co KG, Austria)	0.02	0.09
	PT. Voith Paper Rolls Indonesia	3.10	1.17
		<u>15.38</u>	<u>23.26</u>
ii)	Trade Payable (including capital creditors)		
	Voith Paper Fabrics Ipoh Sdn. Bhd., Malaysia	0.93	-
	Voith Paper (China) Co., Ltd., China	-	0.54
	Voith Paper (China) Co., Ltd. VPC	7.54	-
	J.M. Voith SE & Co. KG DSG (Formerly known as Voith Digital Solutions GmbH, Germany)	0.76	0.39
	Voith Paper Technology (India) Private Limited, India	1.28	0.87
	Voith Paper Fabrics Asia Pacific Sdn. Bhd., Malaysia	-	0.44
	J M Voith SE & Co. KG VPH (Formerly known as Voith Paper GmbH & Co. KG, Germany)	-	2.71
	Voith Austria GmbH VPFF (Formerly known as Voith Paper Fabrics GmbH, Austria)	2.43	10.06
	J M Voith SE & Co. KG VPEZ (Formerly known as Voith Paper Fabrics & Rolls Systems GmbH & Co. KG, Germany)	25.15	22.21
	Voith Paper Fabrics Högsjö AB, Sweden	13.59	-
	Voith US Inc. (Formerly known as Syn Strand Inc., United State of America)	10.40	21.48
	Voith Digital Solutions India Private Ltd., India	0.13	0.10
	Voith Paper Fabrics S.A., Spain	0.04	1.86
	Voith Paper Ltd, Manchester	0.07	3.55
	Voith Paper Fabrics Waycross, LLC	-	0.47
	Voith Paper Fabric & Roll Systems Inc. (Shreveport), United State of America	-	0.09
		<u>62.32</u>	<u>64.77</u>
iii)	Other liabilities (Security Deposit)		
	Voith Paper Technology (India) Private Limited, India	1.50	1.50
	Less: unwinding of discount on security deposit	(0.35)	(0.01)
		<u>1.15</u>	<u>1.49</u>
2	Amount Outstanding - Key Management Personnel*		
i)	Remuneration payable		
	R. Krishna Kumar	0.32	0.46
	Kalyan Dasgupta	0.19	0.21
	C.S. Gugliani	0.09	0.09
		<u>0.60</u>	<u>0.76</u>
ii)	Reimbursement of expenses		
	R. Krishna Kumar	0.13	0.31
	C.S. Gugliani	0.01	-
		<u>0.14</u>	<u>0.31</u>
	* The remuneration of key management personnel as disclosed above does not include provision made for gratuity and compensated absences as they are determined on actuarial basis for the Company as a whole and individual amounts are not available.		
3	Amount Outstanding - Others		
i)	Contribution payable		
	VPFIL Employees' Provident Fund Trust	0.79	0.75
		<u>0.79</u>	<u>0.75</u>

Notes to the Financial Statements for the year ended 31 March 2021

(All amounts are in Rs. Million, unless otherwise stated)

37. Contingent liabilities to the extent not provided for:

A Guarantees

Outstanding guarantees furnished by Banks on behalf of the Company is Rs. 3.10 million (31 March 2020: Rs. 3.83 million).

B Claims against Company, disputed by the Company not acknowledged as debt:

	31 March 2021	31 March 2020
Income Tax	2.64	2.64
	2.64	2.64

- (a) Rs. 2.64 million (31 March 2020 : Rs. 2.64 million) is the amount of demand raised by the assessing officer for assessment year 2009-10 on account of disallowances in respect of shifting expenses & repair building etc.

The Company had filed an appeal with the Commissioner (Appeals) - Income Tax against the said order. The Commissioner (Appeals) had allowed all other grounds in favour of the company except shifting expenses pursuant to which the Company and the department had filed cross appeals in Income Tax Appellate Tribunal. During the earlier years, the Company has received favourable order from Income tax Appellate Tribunal.

- (b) Rs. 49.24 million (31 March 2020 : Rs. 49.24 million) is the amount of demand raised by the assessing officer for assessment years 2009-10, 2012-13, 2013-14, 2014-15 & 2016-17 on account of disallowances in respect of technical know-how fees.

The Company had filed appeals with the Commissioner (Appeals) against the orders of respective years. The Commissioner (Appeals) had decided the matter in favour of the Company for all assessment years pursuant to which department has filed the appeals in Income Tax Appellate Tribunal. In earlier years, the Company had received the favourable orders from ITAT for assessment years 2010-11, 2011-12, 2012-13 and favourable order from Hon'ble High Court in respect of A.Y. 2010-11 and 2011-12. Further during the year, Company has received the favourable order from ITAT for assessment year 2013-14 and 2014-15.

In respect of years where the aforesaid matter is still pending with ITAT, the management is confident of a favorable outcome and has accordingly assessed that the risk of any liability in respect of this matter to be remote.

C Other contingent liabilities

Labour case:

15 ex-contractual employees had filed a case against the Company under Industrial Tribunal cum Labour Court II, Haryana. The dispute pertains to reinstatement of these employees with continuity of service, full back wages and all consequential benefits since the date of termination. The labour court had decided the case in favour of the ex-contractual employees. The Company had filed a writ petition in High Court (Punjab & Haryana) based on a legal opinion sought in the matter. 8 ex- contractual employees out of the above filed an appeal for the execution of the labour court award order decided earlier. The Company brought the High Court (Punjab & Haryana) stay order in notice of the Civil Court, Faridabad but the application against implementation of Labour Court Award has been dismissed for stay on the ground that the stay order by the High Court pertains to criminal prosecution and not the civil execution of the Award. 8 ex- contractual employees have been directed by the Civil Court, Faridabad to file fresh applications as per the prescribed format after objections raised by Company's legal counsel which have been complied with by the ex- contractual employees. The Company's legal counsel has again filed objections against the revised applications submitted by 8 ex- contractual employees and now the same is pending for arguments. The Civil Judge, Jr. Division has appointed Commissioner to calculate back wages of 8 ex- contractual employees and Commissioner has submitted its report to the Civil Judge to which both the parties have filed their objections. Now it is pending for Order. Further, the Company's civil writ petition before the High Court was dismissed in August, 2020. The company has filed LPA against the dismissal before the Double bench of the High Court. Based on the opinion from legal consultants, the Company is of the view that the likelihood of potential favorable judgement in the Company's favour is probable. Further, the financial implications can't be quantified in this case and will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity.

Further, the Company has also certain other labour cases for which the liability is not ascertainable and the Company is of the view that the likelihood of potential favorable judgement in the Company's favour is probable.

Provident Fund

In February 2019, Supreme Court of India in its judgement clarified the applicability of allowances that should be considered to measure obligations under Employees Provident Fund Act, 1952. The Company has been legally advised that there are interpretative challenges on the application of judgement retrospectively and as such does not consider there is any probable obligations for past periods. Accordingly, based on legal advice the Company has made a provision for provident fund contribution from the date of Supreme Court order.

Notes to the Financial Statements for the year ended 31 March 2021

(All amounts are in Rs. Million, unless otherwise stated)

38. Capital Commitments:

Estimated amount of contracts remaining to be executed on capital account (net of advances) Rs. 50.37 million (31 March 2020 : Rs. 21.97 million)

39. Corporate Social Responsibility (CSR) Expense:

Particulars	For the year ended 31 March 2021	For the year ended 31 March 2020
Prescribed CSR expenditure as per Section 135 of the Companies Act, 2013	6.32	5.86
Details of CSR spent during the financial year		
a) Construction / acquisition of any asset		
b) On purposes other than (a) above	6.32	5.86

40. Hedging and derivative instruments:

- i) The Company uses foreign exchange forward contracts to selectively hedge its exposure. These derivative instruments are not used for speculative or trading purposes.

a) Forward contract outstanding

Purpose	Currency hedged	As at 31 March 2021	
		(in original currency)	(in Million Rupees)
Trade payable	USD	30,751	2.25
Trade receivable	EUR	26,150	2.24
Trade receivable	USD	23,656	1.73
Against open purchase orders	USD	106,396	7.79
Against open purchase orders	EUR	277,146	23.78
Against open sales order	USD	40,470	0.43
Purpose	Currency hedged	As at 31 March 2020	
		(in original currency)	(in Million Rupees)
Trade payable	EUR	62,692	5.20
Trade payable	USD	216,057	16.35
Trade receivable	EUR	118,484	9.82
Trade receivable	USD	30,033	2.27
Against open purchase orders	USD	134,945	10.21
Against open purchase orders	EUR	7,772	0.64
Against open purchase orders	CNY	143,468	1.53

b) Foreign currency exposure not hedged by forward contracts

Purpose	Currency	As at 31 March 2021	
		(in original currency)	(in Million Rupees)
Trade payable	EUR	41,339	3.55
Trade payable	USD	483,665	35.40
Trade payable	SEK	25,170	0.21
Trade payable	GBP	19	-
Creditor for capital goods	EUR	14,212	1.22
Creditor for capital goods	GBP	647	0.07
Open purchase orders	EUR	674,442	57.88
Open purchase orders	USD	852,422	62.39
Open purchase orders	GBP	85,200	8.58
Open purchase orders	NOK	19,780	0.17
Open purchase orders	SEK	284,482	2.38

Notes to the Financial Statements for the year ended 31 March 2021

(All amounts are in Rs. Million, unless otherwise stated)

Purpose	Currency	As at 31 March 2021	
		(in original currency)	(in Million Rupees)
Open purchase orders	CNY	157,456	1.76
Trade receivable	EUR	51,548	4.42
Trade receivable	USD	63,150	4.62
Open sales orders	USD	34,268	2.51
Cash & cash equivalents	EUR	35,577	3.05
Cash & cash equivalents	USD	44,751	3.28

Purpose	Currency	As at 31 March 2020	
		(in original currency)	(in Million Rupees)
Trade payable	EUR	132,260	10.96
Trade payable	USD	164,353	12.44
Trade payable	SEK	41,000	0.31
Trade payable	CNY	128	-
Creditor for capital goods	EUR	19,606	1.63
Creditor for capital goods	GBP	37,924	3.55
Creditor for capital goods	USD	4	-
Open purchase orders	EUR	91,331	7.57
Open purchase orders	USD	113,449	8.58
Open purchase orders	SEK	40,251	0.30
Open purchase orders	CAD	26,264	1.39
Open purchase orders	CNY	212,768	2.27
Trade receivable	EUR	52,093	4.32
Trade receivable	USD	40,196	3.04
Open sales orders	USD	11,413	0.86
Cash & cash equivalents	EUR	31,626	2.62
Cash & cash equivalents	USD	77,939	5.90

- ii) Mark to market loss/ (gain) amounting to Rs. 2.49 million (31 March 2020: Rs. (3.13) million) in respect of forward contracts have been credited/charged to the Statement of Profit and Loss. The mark to market losses/(gain) on forward contract outstanding as at 31 March 2021 is Rs. 1.08 million (31 March 2020: Rs. 1.40 million)

41. The Company has established a comprehensive system of maintenance of information and documents as required by the transfer pricing legislation under sections 92-92F of the Income-tax Act, 1961. Since the law requires existence of such information and documentation to be contemporaneous in nature, the Company is in the process of updating the documentation for the specified domestic transactions entered into with the specified persons and the international transactions entered into with the associated enterprises during the current financial year and expects such records to be in existence before the due date of filing of income tax return. The management is of the opinion that its international transactions are at arm's length so that the aforesaid legislation will not have any impact on financial statements, particularly on the amount of tax expense and that of provision for taxation.

42. Earning per share

	31 March 2021	31 March 2020
Profit for basic and diluted earnings per share of Rs. 10 each	270.70	245.42
Weighted average number of equity shares used in computing earnings per share :		
For basic earnings per share	4.39	4.39
For diluted earnings per share	4.39	4.39
Earnings per share (Face value of Rs. 10 each)		
Basic	61.66	55.90
Diluted	61.66	55.90

Notes to the Financial Statements for the year ended 31 March 2021

(All amounts are in Rs. Million, unless otherwise stated)

43. During the current year, the Company's operation were impacted partially in the month of April 2020, due to temporary shutdown of its plant following nationwide lockdown by Government of India in view of COVID-19, a pandemic caused by the novel corona-virus.

In view of the pandemic relating to COVID-19, the Company has performed a detailed assessment of its liquidity position, the recoverability and carrying value of property plant and equipment, capital work in progress, trade receivables and other current and non current assets, liabilities for any possible impact on the Financial Statements as at the balance sheet. The Company has also assessed the impact of this whole situation on its capital and financial resources, profitability, internal financial reporting controls etc. and is of the view that the Company expect to recover the carrying amount of these assets and has concluded that no material adjustments are required to be made in the financial statements. However, the actual impact of COVID-19 on the financial statement may differ from the estimates and the Company will continue to closely monitor any material changes to future economic conditions and impact on its business.

44 Operating segment

Operating segments are defined as components of an enterprise for which discrete financial information is available that is evaluated regularly by the chief operating decision maker, in deciding how to allocate resources and assessing performance. The Company's chief operating decision maker is the Managing Director and the Company has only one reportable business segment i.e. manufacturing and trading of paper machine clothing for pulp, paper and board industry.

Accordingly, the disclosure requirements of Ind AS 108 are not applicable.

Entity wide disclosure details as per Ind AS 108 on Operating segments are given below:

Information about geographical areas :

The following table shows the distribution of the Company's operating revenue by geographical location of customers, regardless of where the goods were produced/services were rendered from:

(A) Revenues by geography*

	For the year ended 31 March 2021	For the year ended 31 March 2020
India	1,046.56	1,030.96
Outside India	125.13	132.57
Total	1,171.69	1,163.53

*Disclosure relating to revenues by geography has been made with respect to location of customers.

(B) The carrying amounts of all non-current segment assets of the Company is located within India.

(C) There is no customer which constitute 10% or more of total revenue of the Company.

45. Exceptional items in statement of Profit & Loss account comprises capital work-in-progress written off amounting to Rs. 8.53 million during the previous year ended March 2020.

46. Specified Bank Notes

The disclosures regarding details of specified bank notes held and transacted during 8 November 2016 to 30 December 2016 has not been made in these financial statements since the requirement does not pertain to financial year ended 31 March 2021.

For B S R & Co. LLP

ICAI Firm Registration Number: 101248W/W-100022

Chartered Accountants

Ankush Goel

Partner

Membership No. 505121

Place : New Delhi

Dated : 14 June 2021

For and on behalf of the Board of Directors of

Voith Paper Fabrics India Limited

R. Nath

Director

DIN : 00062186

Kalyan Dasgupta

Finance Controller

CMA No. : 25152

Place : Faridabad

Dated : 14 June 2021

R. Krishna Kumar

Managing Director

DIN : 05344619

C.S. Gugliani

Company Secretary

FCS No. : 4301

Voith Paper Fabrics India Limited

Registered Office: 113/114-A, Sector-24

Faridabad 121005 (Haryana)

Delhi NCR, India

CIN: L74899HR1968PLC004895

Tel. + 91 129 4292200; Fax + 91 129 2232072

www.voithpaperfabricsindia.com

email: voithfabrics.faridabad@voith.com

VOITH

NOTICE

Notice is hereby given that the Fifty-first Annual General Meeting of the members of Voith Paper Fabrics India Limited will be held on **Friday, 17th September, 2021 at 3:30 p.m. IST**, through Video Conferencing (VC) and/or Other Audio Visual Means (OAVM) at the deemed venue, at the Registered Office of the Company at 113/114-A, Sector-24, Faridabad - 121005, Haryana, to transact the following business:

ORDINARY BUSINESS

- To receive, consider and adopt the Audited Financial Statements for the financial year ended 31st March, 2021, together with the reports of the Board of Directors & Auditor's thereon.
- To declare a dividend.
- To consider the re-appointment of Mr. Ravinder Nath (DIN: 00062186) as a Director, who retires by rotation and being eligible, offers himself for re-appointment.

Registered Office:

113/114-A, Sector - 24,

Faridabad - 121005 (Haryana) Delhi NCR, India.

CIN: L74899HR1968PLC004895

Telephone: +91 129 4292200; Fax: +91 129 2232072

Website: www.voithpaperfabricsindia.com, E-mail: investorcare.vffa@voith.com

Place: Faridabad

Date: 14th June, 2021

By Order of the Board
For Voith Paper Fabrics India Limited

C. S. Gugliani
Company Secretary
FCS No. 4301

NOTES

- Pursuant to the General Circular Numbers 14/2020, 17/2020, 20/2020 and Circular No. 02/2021 issued by the Ministry of Corporate Affairs (MCA) and Circular Number SEBI/HO/CFD/CMD2/CIR/P/2021/11 issued by the Securities and Exchange Board of India (SEBI) (hereinafter collectively referred to as "the Circulars"), this year also, Companies are allowed to hold their Annual General Meeting (AGM) through Video Conferencing (VC) or Other Audio Visual Means (OAVM), without the physical presence of members at a common venue. HENCE, IN COMPLIANCE WITH THESE CIRCULARS, THE 51ST AGM OF THE COMPANY IS BEING HELD THROUGH VC/OAVM AND CONSEQUENTLY THE MAP TO REACH THE AGM VENUE IS NOT BEING SENT ALONG WITH THE NOTICE.
- NORMALLY, A MEMBER ENTITLED TO ATTEND AND VOTE AT THE AGM IS ENTITLED/ELIGIBLE TO APPOINT A PROXY, TO ATTEND AND VOTE ON HIS/HER BEHALF AT THE AGM, AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. SINCE THE AGM IS BEING HELD PURSUANT TO MCA CIRCULARS THROUGH VC/OAVM, PHYSICAL ATTENDANCE OF MEMBERS HAS BEEN DISPENSED WITH. ACCORDINGLY, THE FACILITY FOR APPOINTMENT OF PROXIES BY THE MEMBERS WILL NOT BE AVAILABLE FOR THE AGM AND HENCE THE ATTENDANCE SLIP AND PROXY FORM ARE NOT ANNEXED TO THIS NOTICE.
- As per Section 103 of the Companies Act, 2013, participation of members through VC/OAVM will be considered for ascertaining the quorum at the AGM.
- Corporate members are requested to send a duly certified copy of the Board Resolution / Authorization Letter to the Company or upload the same on VC Portal / e-voting portal, authorizing their Representatives to attend and vote at the AGM being convened through VC/OAVM.
- The necessary disclosures required to be made under the provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, in respect of Director who is proposed to be re/appointed at the forthcoming AGM of the Company, are appearing in the 'Board's Report'; and details of his shareholding are as follows:-

Name of the Director	Shares of the Company held in own name	Shares of the Company held by relatives	Shares of the Company held by/for any other person on a beneficial basis	Aggregate shareholding in the Company
Mr. Ravinder Nath	NIL	NIL	NIL	NIL

- The Register of Members and Share Transfer Books of the Company will remain closed from Saturday, 4th September, 2021 to Friday, 17th September, 2021 (both days inclusive) in terms of the provisions of Section 91 of the Companies Act, 2013.
- The Dividend as recommended by the Board of Directors, if declared at the meeting, would be paid electronically through various online transfer modes to those members who have updated their bank account details with the Company or its RTA and whose name would appear in the Register of Members as at Friday, 17th September, 2021. In respect of shares held in dematerialized mode, dividend would be paid to the beneficial owners of shares as at the end of business hours on Friday, 3rd September, 2021 as per details furnished by the depositories for this purpose.

For members whose bank details are not updated and/or to whom the electronic payment of dividend could not be made successfully, necessary dividend warrants / demand drafts / cheques would be sent by post in accordance with the prevailing guidelines of postal authorities.

Hence, members are advised to keep their bank account details updated with either their depository participant (where the shares are held in demat mode) or with the RTA (where shares are held in physical mode) of the Company - MCS Share Transfer Agent Limited, New Delhi, to receive the dividend directly in their designated bank account.

8. Members may also take note that the payment of dividend shall be subject to deduction of tax at source at such rates as provided in the applicable sections of the Income Tax Act, 1961, as amended by the Finance Act, 2020, in accordance with the conditions specified therein. However, no tax shall be deducted at source on dividend payable to a resident individual, if the total dividend to be received by them during the financial year 2021-22 does not exceed Rs.5,000/- and also where a member has provided the Form 15G / Form 15H (applicable to individuals aged 60 years or above), subject to conditions specified in the Income Tax Act, 1961, in this regard.
9. Members holding shares in physical form are requested to promptly notify the change in their respective address and/or their NECS/ bank details to the RTA of the Company.
10. Members holding shares in electronic / dematerialized mode are requested to notify the change, if any, in their respective address and/ or their NECS / bank details, to their respective Depository Participant (DP) **and not to the company or RTA.**
11. Members are requested to note that the equity shares of the company are compulsorily traded in dematerialized form. Members are therefore advised to immediately dematerialize their shareholding to avoid any inconvenience in future. Members may kindly note that the SEBI vide amendment in the Regulation 40 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, has mandated that the transfer of securities would be carried out in dematerialized form only with effect from 1st April, 2019.
12. In order to render better and efficient service, we request you to consolidate the multiple folios existing in the same name and in identical order. Please note that consolidation of folios does not amount to transfer of shares and therefore, no stamp duty will be payable for the same. In case you wish to consolidate your folios, kindly forward your request along with the relevant share certificates to the company or its RTA, MCS Share Transfer Agent Limited, New Delhi.
13. Pursuant to the applicable provisions of the Companies Act, 2013, unpaid/unclaimed dividends up to the financial year 2012-13, stand transferred to the Investor Education and Protection Fund (IEPF) as at the end of year under review. Besides the dividend so transferred, Company has also transferred relevant shares to the demat account of IEPF Authority, in accordance with the applicable provisions of Companies Act, 2013 and Rules made thereunder. It may be noted that once the unclaimed / unpaid dividend and/or shares are so transferred; the same can only be reclaimed from the IEPF Authority in accordance with the applicable provisions of the Companies Act, 2013 and relevant Rules made thereunder, by following the prescribed procedure in this regard. The IEPF Rules and the application Form (Form IEPF-5), as prescribed by the Ministry of Corporate Affairs, are available on the website of the Ministry of Corporate Affairs at www.iepf.gov.in
14. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market, vide its Circular No. SEBI/HO/MIRSD/DOP1/CIR/2018/73 dated 20th April, 2018. Members holding shares in electronic mode are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in the physical form are requested to submit their PAN details to the RTA.
15. Electronic copy of the Annual Report for the year ended 31st March, 2021 along with the Notice of the 51st Annual General Meeting of the Company is being sent to all the members whose email IDs are registered with RTA/Depository Participants. **Please be informed that as per the MCA circular issued in this regard, this year also the companies are not required to send physical copy of the Annual Report for the financial year 2020-21 to the shareholders.**
16. Members may further note that the Notice of 51st Annual General Meeting and the Annual Report for the year ended 31st March, 2021 will also be available on the Company's website www.voithpaperfabricsindia.com. These documents can also be accessed from the websites of the BSE Limited, www.bseindia.com and from the website of CDSL (agency for providing Remote e-voting facility and e-voting facility during the AGM), at www.evotingindia.com for their download.
17. Members wishing to seek further information or clarification on the Financial Statements or operations of the Company at the Meeting are requested to send their queries, **at least 15 days before the date of the meeting**, addressed to the Company Secretary at the registered office of the company.
18. Members must always mention their Folio or DP-ID & Client ID Number in all correspondence with the Company or the RTA.
19. **CDSL e-Voting System – For Remote E-voting and E-voting during AGM**
 - a. As you are aware, in view of the situation arising due to COVID-19 global pandemic, the general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020, as well as and Circular No. 02/2021 dated January 13, 2021. The forthcoming AGM will thus be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.
 - b. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014 (as amended), and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended); and aforesaid Circulars issued by MCA, the company is providing facility of remote E-voting to its Members in respect of business to be transacted at the AGM. For this purpose, the Company has engaged the services of

Central Depository Services (India) Limited (CDSL), for facilitating voting through electronic means, as the authorized E-voting agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.

- c. The Members can join the AGM in the VC/OAVM mode **30 minutes before and 15 minutes after** the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. **The facility of participation at the AGM through VC/OAVM will be made available to at least 1000 members on first come first served basis.** This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
- d. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
- e. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.
- f. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.voithpaperfabricsindia.com. The Notice can also be accessed from the websites of the Stock Exchange i.e. BSE Limited at www.bseindia.com. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. www.evotingindia.com.
- g. The AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.
- h. In continuation of the Ministry's **General Circular No. 20/2020**, dated 05th May, 2020 and after due examination, it has been decided to allow companies whose AGMs were due to be held in the year 2020, or become due in the year 2021, to conduct their AGMs on or before 31.12.2021, in accordance with the requirements provided in paragraphs 3 and 4 of the General Circular No. 20/2020 as per MCA Circular No. 02/2021 dated January 13, 2021.
- i. The Board of Directors has appointed M/s. P.C. Jain & Co., Company Secretaries, Faridabad, as the Scrutinizer for conducting the E-voting process in fair and transparent manner.
- j. The remote E-voting Facility will be available during the following voting period after which the portal will be blocked and shall not be available for E-voting. Once the vote on the resolution is cast by any member, he/she shall not be allowed to change it subsequently.

Commencement of Remote E-voting	Tuesday, 14 th September, 2021, 9:00 a.m.
End of Remote E-voting	Thursday, 16 th September, 2021, 5:00 p.m.

- k. **The cut-off date (record date) for the purpose of E-voting is, Friday, 10th September, 2021.** The voting rights of members shall be in proportion to their equity shareholding in the paid up equity share capital of the company as on cut-off date.
- l. The results of remote E-voting and E-voting at the Annual General Meeting along with scrutinizers' report shall be communicated within two working days of passing of the resolutions at the 51st AGM of the Company, to the Stock Exchange (BSE Limited) and shall also be placed on the website of the company viz. www.voithpaperfabricsindia.com

THE INTRUCTIONS FOR SHAREHOLDERS FOR REMOTE E-VOTING AND E-VOTING DURING AGM AND JOINING MEETING THROUGH VC/OAVM ARE AS UNDER:

- i. **The voting period begins on 14/09/2021 at 09:00 a.m. and ends on 16/09/2021 at 05:00 p.m.** During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of **10th September, 2021**, may cast their vote electronically. The remote E-voting module shall be disabled by CDSL for voting thereafter.
- ii. The shareholders who have already voted prior to the meeting date, would not be entitled to vote at the meeting.
- iii. Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders / retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts / websites of Depositories / Depository**

Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

- iv. In terms of **SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings for **Individual shareholders holding securities in Demat mode** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"> Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with NSDL	<ol style="list-style-type: none"> If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at above mentioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 and 22-23058542-43.
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

v. Login method for e-Voting and joining virtual meeting for shareholders other than individual shareholders holding in Demat form and physical shareholders.

- The shareholders should log on to the E-voting website www.evotingindia.com
- Click on Shareholders / Members module.
- Now enter your User ID
 - For CDSL: 16 digits beneficiary ID
 - For NSDL: 8 character DP ID followed by 8 digits Client ID
 - Members holding shares in physical form should enter Folio Number registered with the Company.
- Next enter the image verification as displayed and Click on Login.
- If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- If you are a first-time user follow the steps given below:

	For Shareholders holding shares in Demat Form other than individual and Physical Form
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (3).

- After entering these details appropriately, click on "SUBMIT" tab.
- Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- Click on EVSN of "Voith Paper Fabrics India Limited".
- On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- Click on "RESOLUTION FILE LINK" if you wish to view the entire resolution details.
- After selecting the resolution you have to decide to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click "OK", else to change your vote, click "CANCEL" and accordingly modify your vote.
- Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- You can also take print of the votes cast by clicking on "Click here to print" option on the voting page.

16. If a demat account holder has forgotten the login password then enter the User ID and the image verification code and click on Forgot Password and enter the details as prompted by the system.

vi. **Facility for Non-individual Shareholders and Custodians – Remote Voting**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively, Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company, at the email address viz.; corporatelegal@cspcjain.com & investorcare.vffa@voith.com respectively, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM AND E-VOTING DURING THE AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for Remote e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. Shareholders who would like to express their views / ask questions during the meeting may register themselves as a speaker by sending their request in advance at least 15 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number, at investorcare.vffa@voith.com. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 15 days prior to meeting date, mentioning their name, demat account number/folio number, email id, mobile number at investorcare.vffa@voith.com. These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

PROCESS FOR THOSE SHAREHOLDERS WHOSE E-MAIL / MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY / DEPOSITORIES.

1. **For Physical shareholders** – Please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAAR (self-attested scanned copy of Aadhaar Card) by email to Company (investorcare.vffa@voith.com) / RTA email id (helpdeskdelhi@mcsregistrars.com OR admin@mcsregistrars.com)
2. **For Demat shareholders** – Please update your email id & mobile no. with your respective Depository Participant (DP).

3. **For Individual Demat shareholders** – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at 022- 23058738 or 022-23058542/43.

All grievances connected with the facility for voting by electronic means may be addressed to **Mr. Rakesh Dalvi, Sr. Manager, (CDSL)** Central Depository Services (India) Limited, 'A' Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on 022-23058542/43.

Any person, who acquires shares of the Company and becomes Member of the Company after dispatch of the Notice and holding shares as on the cut-off date i.e. 10th September, 2021, may follow the same instructions as mentioned above for e-voting.

Registered Office:

113/114-A, Sector - 24,
Faridabad - 121005 (Haryana) Delhi NCR, India.
CIN: L74899HR1968PLC004895
Telephone: +91 129 4292200; Fax: +91 129 2232072
Website: www.voithpaperfabricsindia.com, E-mail: investorcare.vffa@voith.com
Place: Faridabad
Date: 14th June, 2021

By Order of the Board
For Voith Paper Fabrics India Limited

C. S. Gugliani
Company Secretary
FCS No. 4301