NOTICE

Notice is hereby given that the **Fifty-sixth Annual General Meeting** of the members of **Voith Paper Fabrics India Limited** will be held on **Wednesday, 19th August, 2026 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 businesses:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements for the financial year ended 31st March, 2026, together with the reports of the Board of Directors and Auditor's thereon.

2. To declare a dividend of Rs.10/- per equity share, of face value of Rs.10/- each fully paid-up, for the financial year 2025-26.

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

SPECIAL BUSINESS

4. **Approval of Material Related Party Transactions.**

   To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

   "RESOLVED THAT pursuant to Regulation 23 and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('SEBI Listing Regulations'), the applicable provisions of the Companies Act, 2013 ('Act'), if any, read with related rules made thereunder, other applicable laws, if any, and Industry Standards on "Minimum Information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions" ("RPT Industry Standards"), each as amended from time to time, and the Company's Policy on Related Party Transaction(s); approval of the Members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the 'Board', which term shall be deemed to include any Committee empowered/constituted/to be constituted by the Board, from time to time, to exercise the powers conferred by this Resolution) to enter into and/or to carry out new contract(s)/arrangement(s)/agreement(s)/transaction(s) during the financial year 2026-27 (whether by way of an individual transaction or transactions taken together or series of transactions or otherwise (deemed as material transactions, though carried out at arm's length basis and in the normal / ordinary course of business), with the fellow subsidiary companies, and accordingly related parties of the Company under Regulation 2(1)(zb) of SEBI Listing Regulations and Section 2(76) of the Companies Act, 2013, read with related rules in this regard; as mentioned in the explanatory statement annexed herewith.

   RESOLVED FURTHER THAT the Board be and is hereby authorized to execute all such agreements, documents, instruments and writings as deemed necessary, with power to alter and vary the terms and conditions of such contracts/ arrangements/ agreements/ transactions, settle all queries, difficulties, doubts that may arise in this regard, as they may in their sole and absolute discretion deem fit or expedient, file requisite forms with regulatory authorities and to do or cause to be done all such acts, deeds, matters and things as may be necessary and appropriate and to delegate all or any of its powers herein conferred to any person(s), to give effect to this resolution.

   RESOLVED FURTHER THAT all actions taken by the Board in connection with any matter referred in this resolution, be and are hereby approved, ratified and confirmed in all respects."

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: New Delhi
Date: 20th May, 2026

By Order of the Board
For **Voith Paper Fabrics India Limited**

Deepak Behl
Company Secretary & Compliance officer
ACS No. 40924

NOTES:

1. In view of the situation arising due to COVID-19 global pandemic, the Extra-ordinary/Annual General Meetings (AGM) of the companies were permitted to be conducted through Video Conferencing (VC) or Other Audio Visual Means (OAVM), in accordance with 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, Circular No. 20/2020 dated May 05, 2020, Circular No. 02/2021 dated January 13, 2021, Circular No. 19/2021 dated December 08, 2021, Circular No. 02/2022 dated May 05, 2022, Circular No. 10/2022 dated December 28, 2022, Circular No. 09/2023 dated September 25, 2023, Circular No. 09/2024 dated September 19, 2024 and Circular No. 03/2025 dated September 22, 2025 (collectively referred as "MCA Circulars"), without the physical presence of Members/Shareholders at a common venue. The forthcoming AGM will thus be held through VC/OAVM and Members can attend and participate in the ensuing AGM through VC/OAVM.

   SINCE THE 56th AGM OF THE COMPANY IS BEING CONVENED TO BE HELD THROUGH VC/OAVM, CONSEQUENTLY THE MAP TO REACH THE AGM VENUE IS NOT BEING SENT ALONG WITH THIS NOTICE. THE DEEMDED VENUE FOR THE AGM SHALL BE THE REGISTERED OFFICE OF THE COMPANY.

2. 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 (AS PER SECTION 105 OF COMPANIES ACT, 2013). 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 THIS AGM AND HENCE THE ATTENDANCE SLIP AND PROXY FORM ARE NOT ANNEXED TO THIS NOTICE.

3. 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.

4. As per the provisions of clause 3.A.II. of the General Circular No. 20/2020 dated May 5, 2020, issued by the MCA, the matters of Special Business as appearing at Item Nos. 4 of the accompanying Notice, are considered to be unavoidable by the Board and hence, form part of this Notice.

5. Corporate members (i.e. other than individuals, HUFs, NRI, etc) who are intending to appoint their authorized representatives pursuant to Section 112 or 113 of the Companies Act, 2013, as the case may be, to attend and vote at the AGM being convened through VC/OAVM, are requested to send a duly certified copy of the Board Resolution / Authorization Letter to the Company at its registered address, or upload the same on VC Portal / e-voting portal.

6. An explanatory statement pursuant to section 102 of Companies Act, 2013, setting out the material facts concerning the special business with respect to Item No. 4 to be transacted at AGM forms part of this Notice.

7. The necessary disclosures required in respect of the Director seeking appointment/ re-appointment at this AGM to be made under Regulation 36(3) and other relevant provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings ('SS-2) issued by the Institute of Company Secretaries of India is furnished as **Annexure-1** to this notice.

8. Only registered Members of the Company may attend and vote at the AGM through VC facility.

9. In case of joint holders attending the AGM, only such joint holder whose name appears as the first holder in the order of names as per the Register of Members of the Company as on the cut-off date i.e. Wednesday, 12th August, 2026 will be entitled to vote at the AGM.

10. The Register of Members and Share Transfer Books of the Company will remain closed from Thursday, 13th August, 2026 to Wednesday, 19th August, 2026 (both days inclusive) in terms of the provisions of Section 91 of the Companies Act, 2013.

11. The Register of Directors and Key Managerial Personnel of the Company and their shareholding maintained under Section 170 of the Companies Act, 2013, the Register of Contracts and Arrangements in which Directors are interested maintained under Section 189 of the Companies Act, 2013 and all other documents referred to in the Notice will be available for inspection during business hours in the electronic mode from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents can send the e-mail to investorcare.vffa@voith.com from their registered e-mail address by mentioning their name, DP ID and Client ID/Folio No. and Mobile No.

12. The Registrar and Transfer Agent of the Company and its' contact details are as below:
    MCS Share Transfer Agent Limited
    179-180, 3rd Floor, DSIDC Shed
    Okhla Industrial Area, Phase - I,
    New Delhi - 110020
    E-mail address helpdeskdelhi@mcsregistrars.com OR admin@mcsregistrars.com

13. Pursuant to SEBI Master Circular dated February 6, 2026 issued to the RTA read with other related SEBI Circulars and Regulation 12 of the SEBI Listing Regulations, SEBI has mandated that dividend as recommended by the Board of Directors, if approved by the members at AGM, shall be paid only through electronic mode to those members who are KYC compliant and have updated their bank account details with the Company or its RTA and whose name would appear in the Register of Members as at Wednesday, 12th August, 2026. 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 Wednesday, 12th August, 2026 as per details furnished by the depositories for this purpose.

    For members whose KYC and 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 NOT be sent in pursuance of instructions/ clarifications from SEBI in this regard. 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.

    Accordingly, the members are advised to always keep their KYC and 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. Further, Members holding shares in physical form are requested to ensure that their PAN is linked to their Aadhaar card.**

14. As per the provisions of Section 72 of the Companies Act, 2013 read with SEBI Master Circular dated February 6, 2026 issued to RTA the facility for making nomination is available to the Members in respect of the shares held by them. Members who have not yet registered their nominations are requested to register the same by submitting Form No. SH-13. If a Member desires to opt-out or cancel the earlier nomination and record a fresh nomination, the Member may submit the requisite application in Form ISR-3 or Form SH-14, as the case may be.

    The said forms can be downloaded from the Company's website at https://www.voithpaperfabricsindia.com/. Members are requested to submit the said form to their DPs in case the shares are held in electronic form and to the RTA at helpdeskdelhi@mcsregistrars.com OR admin@mcsregistrars.com in case the shares are held in physical form, quoting their folio no(s).

15. Members may also take note that dividend income is now taxable in the hands of shareholders and the Company is required to deduct tax at source (TDS) from the dividend paid to the members at relevant rates as provided in the applicable provisions of the Income Tax Act, 2025, as amended, 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 2026-27 does not exceed Rs.10,000/- and also where a member has provided the necessary declaration in Form 121 (together with self-attested copy of valid and operative PAN) , subject to conditions specified in the Income Tax Act, 2025, in this regard, or where the member has submitting a valid documentary evidence substantiating exemption from deduction of tax at source Please send your documents at the registered address of the Company to enable the Company to determine the appropriate TDS/withholding tax rate applicable to the Member verify the documents and provide exemption.

16. In pursuance of NSDL circular no. NSDL/CIR/II/03/2023 dated January 11, 2023, resident non-individual members such as Insurance companies, Mutual Funds, Alternative Investment Fund (AIF) and other domestic financial institutions established in India and non-resident non-individual members such as Foreign Portfolio Investors may submit the relevant form, declarations and documents through their respective custodians who are registered with NSDL for tax services, at the online platform provided by NSDL, in order to determine the applicability and rate of TDS in respect of dividend.

17. Members holding shares in physical form are requested to promptly notify the change in their respective address and/or their NECS/ bank details, including **PAN, KYC and Nomination details etc. always updated** with the RTA of the Company.

18. **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.**

19. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised to not leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified from time to time.

20. Members are requested to note that SEBI vide its Circular No. SEBI/ HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022 has mandated the Listed Companies to issue securities in demat form only while processing service requests viz. Issue of duplicate securities certificate; claim from Unclaimed Suspense Account; Renewal/ Exchange of securities certificate; Endorsement; Sub-division/ Splitting of securities certificate; Consolidation of securities certificates/ folios; Transmission and Transposition.

Members seeking any of the above service requests, are required to submit a duly filled and signed Form ISR-4, the format of which is available on the Company's website at www.voithpaperfabricsindia.com. **It may be noted that any service request can only be processed after the folio is fully KYC compliant**.

21. Members may also kindly note that the equity shares of the company are to be compulsorily traded in dematerialized form and, SEBI vide amendment in the Regulation 40 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, has mandated that with effect from 1st April, 2019, the transfer of securities would be carried out in dematerialized form only. Accordingly, members are advised to immediately dematerialize their shareholding to avoid any inconvenience in future.

22. 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.

23. Pursuant to SEBI Circulars dated July 2, 2025 and January 6, 2026 read with SEBI Master Circular issued to RTAs dated February 6, 2026, Members who had submitted transfer deeds for physical shares before April 1, 2019, and whose requests were rejected, returned, or remained unprocessed due to deficiencies, have been provided a special re-lodgement window till February 4, 2027, to re-lodge the transfer requests.

    Transfers would be approved if all the requisite documents are in place. Transfer of shares under this window will be credited only in dematerialised form and will carry a one-year lock in period from the date of transfer registration. Members are requested to contact the Company or the RTA for assistance in this regard.

24. The SEBI Circular dated December 24, 2025 has simplified the framework for issuance of duplicate share certificates and related procedures. The documentation requirements have been standardized, Letter of Confirmation ('LOC') will not be issued effective April 2, 2026 and shares will be credited directly to the shareholder's demat account by the RTA, subject to due diligence. Shareholders are requested to provide a Client Master List not older than two months, duly attested by their DPs. Any LOC issued before April 2, 2026, may be submitted by the shareholders to DP for dematerialisation within 120 days from the date of issuance of LOC.

25. Pursuant to section 124 of the Companies Act 2013, unpaid/unclaimed dividends up to the financial year 2017-18, 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, by writing to the Company/RTA and submitting the required documents for issue of Entitlement Letter. The Members may then make an application to the IEPF Authority in web Form IEPF-5 (available on www.iepf.gov.in) by attaching the Entitlement Letter and other documents.

26. Vide the Master Circular (dated 17th May, 2023) for Registrars to an Issue and Share Transfer Agent, SEBI has simplified the procedure for updating of PAN, KYC details (i.e., Postal Address with Pin Code, email address, mobile number, etc.), Nomination details, Bank details and Specimen signature by all holders of securities in physical mode with the Company/RTA. However, **Members holding shares in electronic mode are requested to submit / update these details with the Depository Participants with whom they are maintaining their demat accounts.**

    On or after 1st October 2023, in case any of the above cited documents/ details are not available in respect of physical Folio(s), no service requests or complaints received from a member, will be processed by RTA till the aforesaid details/ documents are provided to RTA. Relevant details and forms prescribed by SEBI in this regard are available on the website of Company at www.voithpaperfabricsindia.com

27. Electronic copy of the Annual Report for the year ended 31st March, 2026 along with the Notice of the 56th 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 circular / notification issued by MCA / SEBI in this regard, this year also the companies are not required to send physical copy of the Annual Report for the financial year 2025-26 to the shareholders, unless specifically asked.

    Accordingly, a member desirous of obtaining hard copy of the Annual Report for the financial year 2025-26 together with the Notice of 56th Annual General Meeting of the Company, may send a request to the Company in this regard, mentioning their Folio No./DP ID and Client ID.

    Members may further note that the Notice of 56th Annual General Meeting and the Annual Report for the year ended 31st March, 2026 will also be available on the Company's website at https://www.voith.com/corp-en/vp_india_website_ar_2025-2026.pdf. These can also be accessed on the website of BSE Limited, www.bseindia.com and website of CDSL (agency for providing Remote e-voting facility and e-voting facility during the AGM), at www.evotingindia.com for their reference.

28. 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. Such questions by the members shall be taken up during the meeting.

29. SEBI has established a common Online Dispute Resolution Portal ('ODR Portal') for resolution of disputes arising in the Indian Securities Market. Post exhausting the option to resolve their grievance with the RTA/Company directly and/or through the SEBI SCORES platform, the investors can initiate dispute resolution through the ODR Portal (https://smartodr.in/login) and the same can also be accessed through the Company's website at www.voithpaperfabricsindia.com

30. **Members must always mention their Folio No. or DPID & Client ID Number in all correspondence with the Company or the RTA.**

31. **CDSL e-Voting System – For Remote E-voting; E-voting during AGM and joining Virtual Meeting**

    a. In view of the permissions granted by MCA Circulars to the companies, the forthcoming AGM will 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 the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's 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 15 minutes before and 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 atleast 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 Circulars 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 requirements of MCA Circulars, 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 website 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 Circulars.

    h. The Board of Directors has appointed M/s. P.C. Jain & Co., Company Secretaries, Faridabad, (FCS No.: 4103; CP No.: 3349) as the Scrutinizer for conducting the E-voting process in fair and transparent manner.

    i. 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	Sunday, 16th August, 2026, at 9:00 a.m.
End of Remote E-voting	Tuesday, 18th August, 2026, at 5:00 p.m.

    k. **The cut-off date (record date) for the purpose of E-voting is, Wednesday, 12th August, 2026**. 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 from the conclusion of 56th 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 INSTRUCTIONS FOR SHAREHOLDERS FOR REMOTE E-VOTING & E-VOTING DURING AGM AND JOINING VIRTUAL MEETING THROUGH VC/OAVM ARE AS UNDER:

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

i. **The remote E-voting period begins on 16/08/2026 at 09:00 a.m. and ends on 18/08/2026 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 **12th August, 2026**, may cast their vote electronically. The remote E-voting module shall be disabled by CDSL for voting thereafter.

ii. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

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.

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

iv. In terms of SEBI Circulars 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 CDSL/NSDL is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with **CDSL Depository**	1) 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 users to login to Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & My Easi New (Token) Tab. 2) 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 are also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & My Easi New (Token) Tab and then click on registration option. 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from the 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.

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with **NSDL Depository**	1) 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. 2) 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 3) 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 4) For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. 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 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.
Individual Shareholders (holding securities in demat mode) login through their **Depository Participants (DP)**	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 abovementioned 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 toll free No. 1800 210 99 11
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: 022 - 4886 7000 and 022 - 2499 7000

Step 2: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

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

1. The shareholders should log on to the E-voting website www.evotingindia.com
2. Click on "Shareholders" module.
3. Now enter your User ID
   a) For CDSL: 16 digits beneficiary ID
   b) For NSDL: 8 Character DP ID followed by 8 digits Client ID
   c) Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
4. Next enter the Image Verification as displayed and Click on Login.
5. 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.
6. If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat form.
PAN	Enter your 10-digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) > 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)	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. > 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.

7. After entering these details appropriately, click on "SUBMIT" tab.
8. 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.
9. For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
10. Click on EVSN of "Voith Paper Fabrics India Limited".
11. On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same, the 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.
12. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
13. After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
14. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
15. You can also take a 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 & enter the details as prompted by the system.
17. There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

Additional Facility for Non-individual Shareholders and Custodians – Remote Voting only.

> 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 will be mapped automatically & can be delink in case of any wrong mapping.

> It is Mandatory that, 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 mandatory 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.; fcspcjain@gmail.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 attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for 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 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 atleast 15 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at (company email id). 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** mentioning their name, demat account number/folio number, email id, mobile number; at investorcare.vffa@voith.com and the same will be replied by email / during the AGM.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting. **To maintain decorum of the meeting and to provide a fair chance to fellow shareholders also, speaker shareholders are advised to conclude their viewpoints within 5 minutes**.
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 may 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 ADDRESS / 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 toll free no. 1800 210 99 11

/All grievances connected with the facility for voting by electronic means may be addressed to **Mr. Rakesh Dalvi, AVP, (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 toll free no. 1800 210 99 11.

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. on Wednesday, 12th August, 2026, may follow the same instructions as mentioned above for e-voting.

The result declared, along with the Scrutinizer's Report shall be placed on Company's website, www.voithpaperfabricsindia.com within two days of passing of the resolutions at the 56th AGM of the Company and shall also be communicated to BSE Limited - where shares of the company are listed.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

ITEM NO.4:

Pursuant to the provisions of Section 188 of the Companies Act, 2013 ("the Act"), read with the Companies (Meetings of Board and its Powers) Rules, 2014 ('Rules'), the Company is required to obtain consent of the Board of Directors and approval of the members by way of a resolution, in case certain transactions with related parties exceeds such sum as is specified in the said Rules. The aforesaid provisions are not applicable in respect of transactions which are in the ordinary course of business and on arm's length basis.

However, pursuant to Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations), prior approval of the Shareholders through ordinary resolution is required for all Material Related Party Transactions, even if they are in the ordinary course of business and on arm's length basis.

Pursuant to Schedule XII of SEBI Listing Regulations a Related Party Transaction (RPT) will be considered Material, if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year exceed 10% of the annual consolidated turnover as per the last audited financial statements of the Company. As the proposed Related Party Transactions (RPTs) were approved by the Audit Committee and the Board of Directors at their respective meetings held on 4th February 2026, the threshold for determining the Materiality Limit, as per Regulation 23 read with Schedule XII of SEBI Listing Regulations, was arrived at after considering the audited financials of Financial Year 2024/25 - basis which the annual standalone turnover of the Company was INR 1,898.68 million and accordingly, the materiality threshold was INR 189.87 million. *The value of actual transactions carried out with concerned Related Party during FY 2025/26, given under disclosures as per "RPT Industry Standards" at Sr. No. A(3) 1; and proposed transactions as percentage of Company's turnover of FY 2025/26, given under disclosures as per "RPT Industry Standards" at Sr. No. A(4) 4, are for reference purpose only*.

In the financial year 2026-27, the aggregate RPTs as mentioned in following pages are expected to cross the applicable materiality threshold as mentioned above. Accordingly, as per the SEBI Listing Regulations, prior approval of the shareholders is required for all such arrangements/transactions to be undertaken by the Company. Besides these proposed Material RPTs, Company would also be paying Royalty/Technical Know-how Fee to JM Voith SE & Co. KG, within the separate limit specified under Regulation 23(1A) of SEBI Listing Regulations.

The Company has established a well-defined and governance-driven policy and process for the identification, review and approval of Related Party Transactions ("RPTs"), aligned with the applicable provisions of the Companies Act, 2013 and SEBI Listing Regulations. The Company has also ensured compliance with **SEBI circular no. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/135 dated October 13, 2025 on Minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions** for each proposed transaction, thereby enabling an informed and independent evaluation.

The Audit Committee comprises majority of Independent Directors as its members, which helps in providing an objective judgment to all transactions proposed for approval. The Audit Committee has considered the information placed before it in the prescribed format, to the extent applicable, and has also reviewed the certificate submitted by the Managing Director & CEO and the CFO of the Company (appended as **Annexure 2** to this Notice), as mandated under the "RPT Industry Standards".

The Audit Committee and the Board, after reviewing all necessary information, are satisfied that the proposed RPTs are in the ordinary course of business, will be undertaken at arm's length basis, and are in the interest of the Company; and would not benefit the Promoter at the expense of public shareholders. The Audit Committee and the Board have accordingly granted their approval for entering into the proposed Material RPTs, subject to the approval of Shareholders.

The relevant minimum disclosures as per "RPT Industry Standards" and information required under Regulation 23 of SEBI Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/135 dated October 13, 2025 and the Companies Act, 2013 is provided hereunder, for the consideration of members:

Sr. No.	Particulars of information	Information provided by the Management		
A.	**Details of the related party and transactions with the related party**			
A(1)	**Basic details of related party**			
1.	Name of the related party	JM Voith SE & Co. KG	Voith Paper (China) Co. Ltd.	Voith US Inc.
2.	Country of Incorporation	Germany	China	USA
3.	Nature of Business of related party	Operates with a focus on providing products, solutions, and services for various industries, particularly in the fields of energy, paper, raw materials, and transport & automotive.	Manufacturing and service capabilities to provide comprehensive solutions to the pulp and paper industry, including stock preparation systems, paper machines of different grades, consumables such as fabrics and rolls, spare parts, and automation services.	Operates as a diversified engineering and technology company serving the paper, hydropower, transportation, and industrial sectors, focusing on equipment supply, raw material and lifecycle services.
A(2)	**Relationship and ownership of related party**			
1.	Nature of Relationship between the Company and the related party	Fellow Subsidiary	Fellow Subsidiary	Fellow Subsidiary
	Shareholding of the company, whether direct or indirect, in the related party.	The Company does not hold any share in JM Voith SE & Co. KG, Voith Paper (China) Co. Ltd. and Voith US Inc.		
	Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the Company.	This field is not applicable as none of the related parties fit in the category		
	Shareholding of related party, whether direct or indirect, in the Company.	None of the related parties hold any shares in the Company both directly or indirectly		

Sr. No.	Particulars of information	JM Voith SE & Co. KG			Voith Paper (China) Co. Ltd.				Voith US Inc.		
A(3)	**Details of previous transactions with the related party**										
	Type of transaction	Sale of goods	Purchase of goods	Purchase of services	Sale of goods	Purchase of goods	Purchase of materials & stores	Purchase of capital goods	Sale of goods	Purchase of materials & stores	Purchase of capital goods
1.	Total amount (INR-Million) of all transactions undertaken by the Company with related party during last Financial Year i.e., 2024/25	80.34	16.24	14.8	3.32	72.34	10.16	13.54	69.23	58.79	-
	Total amount (INR-Million) of all transactions undertaken by the Company with related party during the Financial Year 2025/26.	76.44	21.15	17.15	16.31	89.34	-	-	132.65	86.89	-

2.	Total amount (INR-Million) of all transactions undertaken by the Company with related party during the current Financial Year upto quarter immediately preceding the quarter in which approval is being sought i.e, upto December, 2025	53.05	14.13	12.43	8.89	66.92	-	-	109.53	63.74	-
3.	Default, if any, made by the related party concerning the transactions to be entered with Company (YES/NO)	NO			NO				NO		

A(4)	Amount of proposed transactions									
		JM Voith SE & Co. KG			Voith Paper (China) Co. Ltd.			Voith US Inc.		
		Sale of goods	Purchase of goods	Purchase of services	Sale of goods	Purchase of goods	Purchase of materials & stores	Sale of goods	Purchase of materials & stores	Purchase of capital goods
1.	Total amount (INR) of proposed transactions being placed for approval for FY 2026/27	165	60	20	50	220	60	320	150	40
	Aggregate sum (INR) of transactions proposed for FY 2026/27	245			330			510		
2.	Whether the proposed transactions taken together with transactions in the current FY are Material RPT? (Material Transaction if value exceeds INR 189.87 Mn)	YES			YES			YES		
3.	Value of the proposed transactions as percentage of the Company's annual turnover for the immediately preceding FY i.e., 2024/25 (Annual Turnover FY 2024/25 INR 1,898.68 Mn) Note: Annual consolidated turnover not stated as the Company does not have any subsidiary.	12.90%			17.38%			26.86%		
4.	Value of the proposed transactions as percentage of the Company's annual turnover for the Current FY i.e., 2025/26 (Annual Turnover FY 2025/26 INR 2084.85 Mn) Note: Annual consolidated turnover not stated as the Company does not have any subsidiary.	11.75%			15.83%			24.46%		

5.	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover for the immediately preceding Financial Year.	0.07%	0.02%	0.01%	0.14%	0.60%	0.16%	0.50%	0.24%	0.06%

6.	Financial Performance of the related party for the immediately preceding Financial Year.	Financial Year	October to September Local Currency - Euro		January to December Local Currency - CNY		October to September Local Currency - USD	
		Exchange rate applied	1 Euro = 104.2548 INR (As at 30-Sep-2025)		1 CNY = 12.84 INR (As at 31-Dec-2025)		1 USD = 88.796 INR (As at 30-Sep-2025)	
		Particulars	EUR-Million	Equivalent INR-Million	CNY-Million	Equivalent INR-Million	USD-Million	Equivalent INR-Million
		Turnover	2,358.56	245,891.09	2,854.19	36,647.74	717.50	63,711.43
		Profit After Tax	78.83	8,218.19	184.16	2,364.59	43.68	3,878.39
		Net Worth	165.86	17,291.20	923.08	11,852.31	336.08	29,842.76

A(5)	**Basic details of proposed transactions**									
1.	Specific type of the proposed transaction	JM Voith SE & Co. KG			Voith Paper (China) Co. Ltd.			Voith US Inc.		
		Sale of goods	Purchase of goods	Purchase of services	Sale of goods	Purchase of goods	Purchase of materials & stores	Sale of goods	Purchase of materials & stores	Purchase of Capital goods
2.	Details of each type of proposed transactions	Company would be entering into transactions for sale/purchase of finished/semi-finished goods on contract manufacturing basis by respective related party, and raw materials/machinery spares/ components etc.; as well as IT services rendered by the related party. Capital goods would include purchase of new/used machine/equipment.								
3.	Tenure of the proposed transactions	FY 2026-27			FY 2026-27			FY 2026-27		
4.	Whether Omnibus Approval Sought	Yes			Yes			Yes		
5.	Value of proposed transaction during the financial year. If the proposed transaction will be executed over more than one financial year	Not applicable, as tenure of none of the proposed transaction is exceeding one year.								
6.	Justification as to why the RPTs proposed to be entered into are in interest of the listed entity	The Company has been buying, selling goods and also availing/rendering services from/to the Group company in normal course of business, with assured quality & delivery at competitive prices and at arm's length basis. The Company intends to explore the opportunities available by accessing a wider customer base in foreign markets, enabling the company to utilize its full potential in a cost effective manner. However, these markets can be accessed only through the local Voith Group companies operating in that region. This is likely to result in increased turnover and profits for our company.								
7.	Details of Promoter(s) / Directors(s) / Key Managerial Personnel(s) of the Company who have interest, directly or indirectly, in the transaction.	Being a nominee of the Holding Company (VP Auslandsbeteiligungen GmbH), Mr. Martin Bassmann, Chairperson of the Board of the Company, is deemed to be concerned or interested.								

<table>
<tr><td>8.</td><td>Copy of valuation report or other external party report, if any</td><td>N.A</td><td>N.A</td><td>N.A</td></tr>
<tr><td>9.</td><td>Other information relevant for decision making</td><td>None</td><td>None</td><td>None</td></tr>
<tr><td>B</td><td colspan="4">Information to be provided only if specific type of RPT as mentioned below is proposed to be undertaken and is in addition to Part A</td></tr>
<tr><td>B(1)</td><td colspan="4">Disclosure only in case of transactions relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances</td></tr>
<tr><td>1.</td><td>Bidding or other process, if any, applied for choosing a party for sale, purchase, supply of goods or services</td><td colspan="3">Counterparty is selected after considering various aspects such as confidentiality of design, technology requirements, proximity-related supply chain efficiencies, etc.</td></tr>
<tr><td>2.</td><td>Basis of determination of price for sale, purchase, supply of goods or services.</td><td>As Negotiated</td><td>As Negotiated</td><td>As Negotiated</td></tr>
<tr><td rowspan="4">3.</td><td>In case of Trade Advance, if any, proposed to be extended to RP in relation to the transaction, specify the following;</td><td colspan="3" rowspan="4">In relation to the proposed transactions, no Trade Advances are currently envisaged to be extended to the related party. Accordingly, the details are presently not applicable.</td></tr>
<tr><td>a) Amount of Trade Advance</td></tr>
<tr><td>b) Tenure</td></tr>
<tr><td>c) Whether same is self-liquidating?</td></tr>
<tr><td colspan="5">Point B(2) to B(7) and C(1) to C(6) is not applicable</td></tr>
</table>

In the financial year 2026-27, the aforesaid proposed transactions, individually or in aggregate may cross the applicable materiality threshold under Regulation 23 of the SEBI Listing Regulations. Accordingly, prior approval of the shareholders is being sought for grant of authority to the Board of Directors (hereinafter referred to as the "Board", which term shall be deemed to include any Committee(s) constituted/ empowered/ to be constituted by the Board from time to time to exercise its powers conferred by this resolution) for all these RPTs to be undertaken (whether individual transaction or transactions taken together or series of transactions or otherwise) with the related parties, as fresh and independent transaction(s) or otherwise, in the financial year 2026-27.

Any subsequent 'material modification' in the proposed transactions, as defined by the Audit Committee as a part of Company's 'Policy on Related Party Transactions' will be placed before the Shareholders for approval, in terms of Regulation 23(4) of the SEBI Listing Regulations, 2015.

Except as mentioned, none of the other Directors and/or Key Managerial Personnel of the Company and/or their relatives are in any way concerned or interested, financially or otherwise, in the resolution set out at Item No. 4 of the Notice.

The Members may please note that in terms of the provisions of the SEBI Listing Regulations, the related parties as defined thereunder (whether such related party is a party to the aforesaid transactions or not), shall not vote to approve resolution for such transactions. Accordingly, the Holding Company (VP Auslandsbeteiligungen GmbH), is not entitled to approve the resolution set out at Item No. 4 of the Notice.

The Board recommends passing of the resolution set out at Item No. 4 of the Notice by way of an Ordinary Resolution by remaining Shareholders.

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: New Delhi
Date: 20th May, 2026

By Order of the Board
For **Voith Paper Fabrics India Limited**

Deepak Behl
Company Secretary & Compliance officer
ACS No. 40924

ANNEXURE 1

Additional information on director seeking re-appointment as required under Regulation 36(3) of the SEBI Listing Regulation, 2015 and Secretarial Standard on General Meetings (SS-2).

Name of the Director	Mr. R. Krishna Kumar
DIN	05344619
Age in years	50
Date of initial Appointment in the Company	23rd July, 2014
Date of Reappointment	Lastly, reappointed as a Director liable to retire by rotation, and as Managing Director, by shareholders of the Company, at the 54th AGM held on 9th August, 2024.
Term of Reappointment / Remuneration last drawn / Remuneration sought to be paid	In accordance with existing terms of appointment as Managing Director, as approved by the shareholders of the Company at the 54th AGM held on 9th August, 2024; and subject to retirement by rotation. Remuneration last drawn by the Managing Director is appearing in Annexure III of the Board Report.
Expertise in Specific Functional Areas / Brief Resume	Engineering and Administration. He has been associated with the Company since January, 2010 in various capacities, and as it's Managing Director since 1st August, 2014, he has been instrumental in consistent growth of Company.
Qualification	He holds the degree of B.E. and is an alumnus of BITS Pilani, IIM Calcutta and Harvard.
Experience	He possesses a total experience of about 30 years.
Inter-se Relationship with Directors/Key Managerial Personnel	None
Number of Board Meetings attended during current FY 2026-27	1
Number of Board Meetings attended during previous FY 2025-26	4
Directorships held in other companies in India, as on 31/03/2026	Voith Paper Technology (India) Private Limited
Chairmanship / Membership of Statutory Committees of other Companies, in which he is a Director, as on 31/03/2026	Nil
Listed entities from which resigned in past three years	None
No. of shares held in the Company (Including those held by relatives), directly or as a beneficial owner, as on 31/03/2026	NIL

ANNEXURE 2

The Members of Audit Committee / Board of Directors
Voith Paper Fabrics India Limited
113/114-A, Sector - 24,
Faridabad, Haryana - 121005

Sub.: Confirmation Certificate on Proposed Related Party Transactions

In compliance with the applicable requirements of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, it is hereby confirmed and certified that the Related Party Transactions (RPTs) - proposed to be carried out on an arm's length basis, and in the ordinary course of business - during the coming Financial Year (FY) 2026/27, are in the interest of the Company.

For Voith Paper Fabrics India Limited

-Sd/-	-Sd/-
R. Krishna Kumar	Kalyan Dasgupta
Managing Director	Finance Controller (CFO)

Dated: 02-02-2026