Registered Office:
Voith Paper Fabrics India Limited
113/114 A, Sector-24
Faridabad (Haryana)
Delhi NCR / 121 005 / India
Phone +91 129 4292 200
Fax +91 129 2232 072

15th September, 2026

BSE Limited
Listing Department
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400001

Stock Code: 522122; Company Code: 2407
Sub.: Disclosure under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Postal Ballot Notice

Dear Sir/Madam,

In pursuance of the requirements of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find attached the Notice of Postal Ballot seeking approval of shareholders/members of the Company, on following Special Business Items:

1. Appointment of Mr. Asesh Kumar Mukherjee (DIN:11908288) as a Director of the Company.
2. Appointment of Mr. Asesh Kumar Mukherjee (DIN:11908288) as Managing Director of the Company.

The Postal Ballot Notice is being sent by e-mail only to those eligible Members whose e-mail address were registered in the records of the Company's Registrar and Share Transfer Agent - MCS Share Transfer Agent Limited, New Delhi, as on the "Cut-off" date (Friday, 11th September, 2026). The members of the Company shall be able to cast their vote on the resolutions proposed for the aforesaid business items, by way of Remote E-voting only. **The procedure and manner for casting vote through Remote E-voting are mentioned in the attached Postal Ballot Notice**.

The Remote E-voting will be available during the following period:

- **Commencement of Remote E-voting: From 09:00 a.m. (IST) on Thursday, 17th September, 2026.**
- **End of Remote E-voting: At 5:00 p.m. (IST) on Friday, 16th October, 2026.**

We hope that you will find the above in order.

Thanking you.

For Voith Paper Fabrics India Limited

DEEPAK BEHL
Digitally signed by DEEPAK BEHL
Date: 2026.09.15 19:03:43 +05'30'

Deepak Behl
Company Secretary
ACS No.: 40924
Encl.: As stated.

Voith Paper Fabrics India Limited

(CIN: L74899HR1968PLC004895)

Registered Office: 113/114-A, Sector 24, Faridabad - 121005, Haryana

Phone: +91 129 4292 200; Fax: +91 129 2232 072

Email: Voithfabrics.faridabad@voith.com; **Website:** www.voithpaperfabricsindia.com

NOTICE OF POSTAL BALLOT

[*Pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of Companies (Management and Administration) Rules, 2014; and other applicable Circulars issued by the Ministry of Corporate Affairs, from time to time*]

NOTICE is hereby given pursuant to Section 108 read with Section 110 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with Rule 20 and Rule 22 of Companies (Management and Administration) Rules, 2014; Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), Secretarial Standard - 2 (SS-2), issued by the Institute of Company Secretaries of India (ICSI) on General Meetings, and relevant circulars issued by the Ministry of Corporate Affairs ('MCA') viz., General Circular No. 14/2020 dated April 8, 2020, Circular No. 17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020 and other applicable circulars issued in this regard by MCA, including General 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 ("MCA Circulars") and applicable laws, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof for the time being in force, as amended), for seeking approval of the Members of **Voith Paper Fabrics India Limited** ("**the Company**") by passing the Resolutions appended below, through Postal Ballot and voting through electronic means only ("**Remote e-voting**").

The Explanatory Statement under Section 102 of the Act pertaining to the Special Business, setting out the material facts and reasons for the proposed Resolutions, is also annexed to this Notice of Postal Ballot for your consideration and forms part of this Notice.

The Board of Directors of the Company ("Board"), on August 26, 2026 has appointed CS P C Jain (FCS No. 4103), Managing Partner, M/s. P.C. Jain & Co., Company Secretaries (COP No. 3349), having their office at H. No. 2382, Sector-16, Faridabad-121002, as the Scrutinizer for scrutinizing votes cast through Remote e-voting for the Postal Ballot, in accordance with law and in a fair and transparent manner, and they have communicated their consent for their appointment. The Scrutinizer's decision on the validity of postal ballot shall be final.

Members desiring to exercise their vote through the Remote e-voting process are requested to carefully read the proposed resolutions along with the Explanatory Statement and the instructions given in this Notice, and thereafter **record their Assent (FOR) or Dissent (AGAINST)** to the Resolutions, by following the procedure stated in the Notes forming part of this Notice**. The Remote e-voting period commences on Thursday, 17th September 2026 from 9.00 a.m. (IST) and ends on Friday, 16th October 2026 at 5.00 p.m. (IST) (both days inclusive).** The remote e-voting facility will be disabled by CDSL immediately thereafter for communication of Assent or Dissent by members.

In accordance with the provisions of the MCA Circulars, the Company has made arrangements for the Members to register their email addresses. Therefore, those Members who have not yet registered their e-mail addresses are requested to register the same by following the procedure set out in procedure to register e-mail address in the notes to this Postal Ballot Notice.

In compliance with Regulation 44 of the Listing Regulations and Sections 108 and 110 of the Act read with applicable rules & MCA Circulars, and SS-2, the Company is pleased to provide an option to the Members to cast vote by way of Remote e-voting instead of sending physical Postal Ballot Form. The Company has engaged the services of Central Depository Services (India) Limited (CDSL) to provide Remote e-voting facility to the Members of the Company. The Remote e-voting facility shall be available at the link www.evotingindia.com **beginning at 9:00 a.m. (IST) on Thursday, 17th September 2026 and ending at 5.00 p.m. (IST) on Friday, 16th October 2026 (the last day to cast vote electronically only)**. Please carefully read and follow the instructions on Remote e-voting appended to the Notice. The Notice is also available on the website of Company at www.voithpaperfabricsindia.com.

The Scrutinizer will submit their report to the Chairman of the Company or a person duly authorized by him in writing after completion of the scrutiny of the remote e-voting. The voting results, along with the Scrutinizer's Report will be communicated to the BSE Limited ("BSE"). The voting results along with Scrutinizer's report, shall also be uploaded on the websites of the Company and CDSL.

RESOLUTIONS SET OUT TO BE PASSED THROUGH POSTAL BALLOT

SPECIAL BUSINESS:

ITEM NO. 1:

Appointment of Mr. Asesh Kumar Mukherjee (DIN:11908288) as Director of the Company.

To consider and, if thought fit, to pass - with or without modifications, the following resolution as a **Special Resolution:**

"**RESOLVED THAT** pursuant to the recommendations of the Nomination and Remuneration Committee as well as the Board of Directors of the Company, and pursuant to the provisions of sections 152, 160 & 161 and all other related & applicable provisions, if any, of the Companies Act, 2013 read with Schedule V thereto; the Companies (Appointment and Qualification of Directors) Rules, 2014; and Regulation 17 and all other applicable Regulations of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, as amended from time to time and for the time being in force; and relevant provisions of the Articles of Association of the Company, and in respect of whom the Company has received a notice in writing from a Member proposing his candidature for the office of Director pursuant to Section 160 of the Companies Act, 2013; the appointment of Mr. Asesh Kumar Mukherjee (DIN: 11908288) as a Director of the Company, whose term of office shall be subject to retirement by rotation - be and is hereby approved.

RESOLVED FURTHER THAT Board of Directors of the Company (including any Committee thereof) and the Company Secretary of the Company be and are hereby severally authorized to do and perform all such acts, deeds, matters and things - including to authorize any official of the Company - as may be required or considered necessary, proper, desirable or expedient to give effect to this resolution."

ITEM NO. 2:

Appointment of Mr. Asesh Kumar Mukherjee (DIN:11908288) as Managing Director of the Company.

To consider and, if thought fit, to pass - with or without modifications, the following resolution as a **Special Resolution:**

"**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions, if any of the Companies Act, 2013 ("Act") read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and Schedule V of the Companies Act, 2013, and in accordance with the provisions of Regulation 17 and other applicable regulations, if any, of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modifications or re-enactment thereof, for the time being in force) and the applicable provisions of Articles of Association of the Company and on recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors, consent of the Members of the Company be and is hereby accorded to appoint Mr. Asesh Kumar Mukherjee (DIN: 11908288) as the Managing Director of the Company (liable to retire by rotation in accordance with applicable provisions of the Companies Act, 2013), for a period of five (5) years with effect from 26th August, 2026 to 25th August, 2031 (both days inclusive); on the terms and conditions, including remuneration & perks, as set out in the Explanatory Statement annexed hereto this Notice.

RESOLVED FURTHER THAT pursuant to Section 197(1) read with Schedule V of the Companies Act 2013, approval of the members of the company be and is hereby accorded for the payment of remuneration & perks to Mr. Asesh Kumar Mukherjee - as set out in the Explanatory Statement annexed hereto this Notice - irrespective of limits prescribed and prevailing under Section 197(1) read with Schedule V of the Companies Act 2013, during his tenure as Managing Director of the Company.

RESOLVED FURTHER THAT the remuneration payable to Mr. Asesh Kumar Mukherjee shall be subject to the provisions of Section 197(3) read with Schedule V of the Companies Act 2013, as amended and for the time being in force; in case the company has no profit or its profits are inadequate at any time during his tenure as Managing Director of the Company.

RESOLVED FURTHER THAT Mr. Asesh Kumar Mukherjee shall also be a 'Key Managerial Person (KMP)' under the provisions of Companies Act, 2013, as well as the CEO of Company, for the purpose of listing compliance within the applicable provisions, if any, of prevailing SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

RESOLVED FURTHER THAT the Board of Directors of the Company and the Company Secretary of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things as may be necessary, expedient or desirable for giving effect to this Resolution and to furnish certified true copies of this Resolution to such authorities, persons, entities or parties as may be required for their information, records and necessary action."

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

--Sd/--
Deepak Behl
Company Secretary
(ACS No.:40924)

Place: New Delhi
Date: 26th August, 2026

Registered Office:
113/114-A, Sector-24, Faridabad-121005.
Haryana. Delhi NCR. India.
CIN: L74899HR1968PLC004895
Tel: 0129-4292200; Fax: 0129-2232072
Website: www.voithpaperfabricsindia.com
Email: voithfabrics.faridabad@voith.com

NOTES:

1. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 and Rules made thereunder, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations) and Secretarial Standard-2, setting out material facts and reasoning/justification, concerning the Special Business Item Nos. 1 & 2 to be transacted through this Postal Ballot, is annexed herewith.
2. The necessary disclosures required under 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 also annexed to the Explanatory Statement.
3. Pursuant to the provisions of Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 and General Circular No. 14/2020 dated April 8, 2020, General Circular no. 17/2020 dated April 13, 2020 and other relevant circulars, including General Circular No. 09/2023 dated September 25, 2023 issued by the Ministry of Corporate Affairs, Government of India, the Company is permitted to conduct the Postal Ballot process through electronic form/mode.
4. In accordance with the MCA Circulars and in compliance with the provisions of Sections 108 and 110 of the Act, read with the Rules and Regulation 44 of SEBI Listing Regulations and as per the guidelines issued by the MCA vide MCA Circulars, the Notice is being sent **in electronic mode only** to those Members whose names appear in the Register of Members/List of Beneficial Owners as received from the Depositories / Company's Registrar and Transfer Agent ('RTA') - MCS Share Transfer Agent Limited, as on **Friday, 11th September 2026 ('Cut-off Date')** and whose email-addresses are registered with the Company/RTA or who will register their email-addresses in accordance with the procedure outlined in this Notice.
5. A copy of this Postal Ballot Notice is also being made available on the website of the Company at www.voithpaperfabricsindia.com & the website of CDSL, www.evotingindia.com and on the website of BSE Limited at www.bseindia.com. The availability of the Postal Ballot Notice on the Company's website and on the website of the Stock Exchange (BSE Limited), shall be deemed to be issuance of this Notice to all the Shareholders whose email IDs are not registered with the Company.
6. Only those Members whose names appear in the Register of Members as on the Cut-off Date, shall be entitled to vote through Postal Ballot by Remote e-voting in relation to the afore-mentioned Resolutions. The voting rights of Members shall be in proportion to their share of the paid-up equity share capital of the Company as on the 'Cut-off Date'.
7. The Company is **providing only Remote e-voting facility** to its members to enable them to cast their votes electronically. The detailed procedure with instructions to cast votes electronically is appended to this Notice.
8. The right to vote in this Postal Ballot cannot be exercised through a Proxy.
9. **The Remote e-voting period begins on Thursday, 17th September 2026 from 09.00 a.m. (IST) and ends on Friday, 16th October 2026 at 05.00 p.m. (IST) (both days inclusive).** During this period, Members holding

VOITH

shares in physical or electronic mode can cast their votes electronically through the portal of CDSL. **The remote E-voting shall be disabled thereafter.**

10. The Company has appointed CS P C Jain (FCS No. 4103), Managing Partner, M/s. P.C. Jain & Co., Company Secretaries (COP No. 3349), having their office at H.No. 2382, Sector-16, Faridabad-121002, as the Scrutinizer for scrutinizing votes cast through Remote e-voting for the Postal Ballot, in accordance with law, and in a fair and transparent manner.
11. The Scrutinizer will submit his report to the Chairman of the Company, or a person duly authorized by him in writing, after completion of scrutiny and the **result of the Remote e-voting by Postal Ballot will be announced** by the Chairman or such other authorized person, within two working days from the end of voting period, at the Registered Office of the Company; and shall be communicated to BSE Limited where the shares of the Company are listed, besides being placed on the Company's website www.voithpaperfabricsindia.com and also on the website of CDSL (agency for providing Remote e-voting facility) - www.evotingindia.com .
12. The Resolution, if passed by requisite majority, shall be deemed to have been passed at a general meeting of the members convened on that behalf on the last date specified by the Company for Remote e-voting i.e. **Friday, 16th October 2026**.
13. The physical copy of the Postal Ballot Notice along with Postal Ballot Form and prepaid business reply envelope will not be sent to the members for this Postal Ballot, in accordance with the exemptions granted by MCA Circulars. Members are required to communicate their Assent or Dissent through the Remote e-voting system only.
14. Members who have not registered their e-mail address and consequently, could not receive the Postal Ballot Notice, may obtain the same by sending an e-mail to the Company's RTA at admin@mcsregistrars.com or to the Company at investorcare.vffa@voith.com. Post receipt of the e-mail, Member would get soft copy of the Postal Ballot Notice and the procedure for Remote e-voting to enable them to cast the vote. *Such members, holding shares in physical mode are advised to complete their KYC with the RTA of the Company. MCS Share Transfer Agent Limited, 179-180, DSIDC Shed, 3rd Floor, Okhla Industrial Area, Phase–1, New Delhi – 110020; by submitting the requisite Forms ISR-1, ISR-2, etc. together with necessary supporting documents on priority basis. Members holding shares in Demat mode are advised to keep their email ID updated with the Depository/Depository Participant with whom they are maintaining their Demat Account.*
15. In case of any queries, grievances or issues **relating to Postal Ballot**, members are requested to write an email to investorcare.vffa@voith.com or they may write to the Company Secretary at the Registered Office of the Company; and for any queries, grievances or issues **related to e-voting**, members may refer to the Frequently Asked Questions and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com or contact **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 call at toll free no. 1800 2109 911.

    To facilitate such Members to receive this notice electronically and cast their vote electronically, the Company has made arrangements with RTA for the registration of email addresses in terms of the MCA Circulars.

****

THE INSTRUCTIONS FOR SHAREHOLDERS FOR REMOTE E-VOTING ARE AS FOLLOWS:

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 Thursday, 17th September 2026 at 9.00 a.m. (IST) and ends on Friday, 16th October 2026 at 5.00 p.m. (IST)**. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the **'Cut-off Date'** of **Friday, 11th September 2026** may cast their vote electronically. The Remote E-voting module shall be disabled by CDSL for voting thereafter.

(ii) 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.

(iii) 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 relevant SEBI Circulars, Login method for e-Voting for Individual shareholders holding securities in Demat mode in 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. 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.
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. 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 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. 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.
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.

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 21 09911
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.

(iv) Login method for Remote e-Voting for **Physical shareholders and shareholders other than individual holding 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 the 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.

(v) **Additional Facility for Non-individual Shareholders and Custodians - For 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; corporatelegal@cspcjain.com / 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.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/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), AADHAR (self-attested scanned copy of Aadhar Card) by email to Company/RTA email id.

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 through Depository.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or call at toll free no. 1800 21 09911.

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 at toll free no. 1800 21 09911.

****

<u>Explanatory Statement attached to the Notice of Postal Ballot, pursuant to Section 102 of the Companies Act, 2013:</u>

As required under section 102 of the Companies Act, 2013 the following Explanatory Statement sets out all material facts relating to the Special Business Items mentioned in the accompanying Notice:

<u>Item Nos. 1 & 2:</u>

Based on the recommendations of the Nomination and Remuneration Committee (NRC), the Board of Directors have approved the appointment of Mr. Asesh Kumar Mukherjee (DIN: 11908288) as an Additional Director of the Company, at its meeting held on 26th August 2026. Mr. Mukherjee holds the office of Additional Director until the conclusion of next Annual General Meeting or within a time period of three months from the date of appointment, whichever is earlier; and whose term of office shall be liable to retirement by rotation in accordance with the provisions of Companies Act, 2013.

A notice under Section 160 of the Companies Act, 2013 has been received from a member for proposing the candidature of Mr. Asesh Kumar Mukherjee (DIN: 11908288) as a Director of the Company. However, the requirement of deposit of ₹1,00,000/- (Rupees One Lakh only), pursuant to the provisions of Section 160 of the Companies Act, 2013, read with the rules made thereunder, is not applicable as the candidature of Mr. Mukherjee is recommended by both the NRC and the Board of Directors.

Based on the recommendations of the NRC, the Board has also approved to appoint Mr. Asesh Kumar Mukherjee as the Managing Director of the Company for a term of 5 (Five) years with effect from 26th August 2026 to 25th August 2031 (both days inclusive), subject to the approval of shareholders and the Central Government, if so required; and whose term of office shall be liable to retirement by rotation in accordance with the applicable provisions of the Companies Act, 2013 and applicable Rules and Regulations made thereunder.

Brief Profile of Mr. Asesh Kumar Mukherjee (DIN: 11908288) including nature of expertise in specific functional area:

Mr. Asesh Kumar Mukherjee holds a Bachelor of Engineering degree in Mechanical Engineering from Jadavpur University, Kolkata, where he graduated with First Class Honours. He earned his executive PGDBM from the University of Indianapolis, USA and is a Fellow of The Institution of Engineers (India). He is also a Chartered Engineer (India), having been conferred the professional designation by The Institution of Engineers (India). He has additionally completed a Diploma in International Marketing Management from the All India Institute of Management Studies and has also received various trainings on Leadership & Management topics at IIM Bangalore and ISB Hyderabad.

He is a senior management professional with over 3.5 decades of diverse leadership experience across manufacturing-led industries, including Paper & Paperboard, Packaging & Printing, Chemicals and Steel, with extensive experience in the Indian Paper & Paperboard industry. His career combines strong operational leadership with P&L ownership, growth strategy, sales & distribution and business development.

He has held senior leadership positions with reputed Indian and multinational organisations including ITC Limited, Ballarpur Industries Limited (BILT), DIC India Limited, Siegwerk India Private Limited, Kuantum Papers Limited and MN Dastur Private Limited.

Mr. Asesh Kumar Mukherjee (DIN: 11908288) has given his consent (DIR-2) to act as a Director and declaration that he is not disqualified from being appointed as Director (DIR-8) in terms of Section 164 of the Companies Act, 2013 and other required certificates/declarations; affirming his eligibility to hold the position of a Director in the Company. Mr. Asesh Kumar Mukherjee (DIN: 11908288) is not debarred from holding the office of Director pursuant to any SEBI order or any such statutory authority.

His other particulars, as required to be disclosed in pursuance of the Regulation 36 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 read with Secretarial Standard - 2 on General Meetings are annexed herewith for the reference of Members.

In pursuance of the provisions of sections 196, 197, 198 and other applicable provisions read with Schedule V of the Companies Act, 2013, the broad terms and conditions of appointment of Mr. Mukherjee as the Manging

Director shall be as follows, and he shall be paid the following remuneration & perks during his tenure, subject to applicable taxes and statutory deductions:

> **Salary** (including Basic; House Rent Allowance; Other Allowance including Car lease rental; Leave Travel Allowance; National Pension Scheme/Superannuation; Provident Fund; Gratuity), Management Compensation Directive/ Variable Compensation, etc. not exceeding INR 2.90 million per month, aggregating to INR 34.80 million per annum, with authority to the Chairman of the Board / Nomination & Remuneration Committee to determine and regulate the remuneration within the aforesaid limit, from time to time; **and**

> **Other perquisites and/or benefits:** encashment of leave; employee loan; healthcare; personal accident insurance policy; health insurance policy; travel insurance; group term life insurance; club memberships; car on lease, and driver/fuel; facility of mobile/telephone or any other communication devices, including telephones installed at his residence; and any other perquisite as per the prevailing policy/rules of the company and/or as may be decided and approved by the Board of Directors or Nomination & Remuneration Committee, from time-to-time.

> During his tenure as the Managing Director of the Company, the remuneration stated above shall be payable to Mr. Mukherjee, even if it exceeds the prevailing limits specified under section 197(1) of the Companies Act 2013, read with Schedule V attached thereto. However, in case of loss or inadequacy of profit in any year, the remuneration payable to him shall be governed by the prevailing provisions of section 197(3) of the Companies Act 2013, read with Schedule V attached thereto.

Mr. Asesh Kumar Mukherjee, being the appointee, may be deemed to be interested in both the proposed resolutions.

Save and except the above, none of the other Directors / 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 in the Notice.

The Board of Directors considers that the appointment of Mr. Asesh Kumar Mukherjee (DIN:11908288) on the Board shall be in the interest of the Company and recommends the Special Resolutions proposed at Item No. 1 & 2 of the Notice, for the approval of shareholders.

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

--Sd/--
Deepak Behl
Company Secretary
(ACS No.:40924)

Place: New Delhi
Date: 26th August 2026

Registered Office:
113/114-A, Sector-24, Faridabad-121005.
Haryana. Delhi NCR. India.
CIN: L74899HR1968PLC004895
Tel: 0129-4292200; Fax: 0129-2232072
Website: www.voithpaperfabricsindia.com
Email: voithfabrics.faridabad@voith.com

Annexure to Item Nos. 1 & 2 of the Postal Ballot Notice

(Disclosure in pursuance of Regulation 36 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015; read with Secretarial Standard - 2 on General Meetings)

Name of Director	Mr. Asesh Kumar Mukherjee
DIN	11908288
Designation/category of the Director	Managing Director
Date of Birth	17th September, 1965
Age	60 years
Qualifications	• B.E. (Mechanical Engineering), Jadavpur University. • PGDBM (Executive), University of Indianapolis, USA. • Fellow of The Institution of Engineers (India). • Chartered Engineer (India).
Brief resume and experience / nature of expertise in specific functional area	Refer to the brief profile given under Explanatory Statement
Date of Appointment on the Board	26th August 2026
Terms and conditions of appointment	Appointed as a Director and also Managing Director of the Company, for a consecutive term of 5 (Five) years, commencing from **26th August 2026 to 25th August 2031 (both days inclusive),** liable to retire by rotation in accordance with the applicable provisions of the Companies Act, 2013. *(For further details, kindly refer the Notice/Explanatory Statement).*
Remuneration last drawn / Remuneration sought to be paid	As the Managing Director of the Company, Mr. Mukherjee shall be entitled to receive the remuneration as appearing in the explanatory statement.
Number of shares held in the Company including shareholding as a beneficial owner	Nil
Name of Listed entities from which resigned in last 3 years (excluding Foreign companies)	None
List of Directorships held in other Listed companies (excluding foreign, private and Section 8 companies)	None
Chairmanships / Memberships of Committees in other companies (only statutory committees under Companies Act, 2013 or SEBI Listing Regulations)	None
Relationship between Directors inter se, Manager and Key Managerial Personnel	None
Number of Board Meetings attended during the year	1 (One), Board Meeting held on 26th August 2026.

* * * * * * * * * * *