



Fiberweb (India) Limited

Manufacturers of : Spunbond Nonwoven Fabrics

Date: 3rd September, 2020

Dy. General Manager (Corporate Relation Dept.),
BSE Limited,
1st Floor, New Trading Ring, Rotunda Bldg.,
P.J. Towers, Dalal Street, Fort,
Mumbai – 400 001

Sub: Notice of Annual General Meeting Regulation 30 (2) of SEBI (LODR) Reg, 2015.

Scrip code: 507910

Dear Sir,

Pursuant to Regulation 30(2) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 please find enclose herewith Notice of Annual General Meeting of the members of the Company to be held on Wednesday, 30th September, 2020 for the business to be transacted as stated in the notice.

Kindly take note of the same.

Thanking you

Yours faithfully,

For Fiberweb (India) Limited

Dipika Shinde
Company Secretary & Compliance Officer



Encl: Notice of AGM

Product is manufactured in the plant, where the Management system is certified for ISO 9001:2015, 14001:2015, OHSAS 18001:2007

Mumbai : "KIRAN", Ground Floor, 128 Bhaudaji Road, Matunga, Mumbai - 400019.
Phone : 91 (22) 2404 4855 / 76 / 2408 2689 / 90 Fax : 91 (22) 2404 4853
Regd. Office: Airport Road, Kadaiya, Nani Daman, (U.T.) - 396 210.
& Works Phone : 91 (260) 222 0766/0458/1458/1858/0958 Fax : 91 (260) 2220758
E-mail : fiberweb@vsnl.net.fiberweb@fiberwebindia.com
Website : fiberwebindia.com



ISO 9001:2015, 14001:2015, OHSAS 18001:2007

CIN NO. L25209DD1985PLC004694



FIBERWEB (INDIA) LIMITED

CIN: L25209DD1985PLC004694

Registered office: Airport Road, Kadaiya, Nani Daman, Daman (U.T) 396210

Phone: 0260-2221458 Fax: 0260-2220758 Website: www.fiberwebindia.com Email: fiberweb@fiberwebindia.com

NOTICE

Notice is hereby given that the **35th Annual General Meeting** of the members of **Fiberweb (India) Limited** will be held on **Wednesday, 30th September, 2020 at 09.00 a.m.** at the **Hotel Ocean Inn, Plot No. 20, Devka Beach, Nani Daman (U.T.) - 396 210** to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt :

- (a) the Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2020 together with the Reports of the Board of Directors and Auditors thereon.
 - (b) the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2020 and the Report of Auditors thereon.
2. To declare a final dividend on equity shares for the financial year ended 31st March, 2020 and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT a dividend at the rate of Rs. 0.50 (Fifty Paise Only) per equity share of Rs. 10/- (Ten Rupees) each fully paid-up of the Company, as recommended by the Board of Directors, be and is hereby declared for the financial year ended 31st March, 2020 and the same be paid out of the profits of the Company for the financial year ended 31st March, 2020.”

3. To appoint a Director in place of Mr. Bhavesh P. Sheth (DIN: 02862487) who retires by rotation and being eligible offers himself for re-appointment.
4. To appoint a Director in place of Mrs. Soniya P. Sheth (DIN: 02658794) who retires by rotation and being eligible offers herself for re-appointment.

SPECIAL BUSINESS

5. To appoint Mr. Rajesh Umashankar Shukla (DIN: 08690226) as Executive Director, in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 and any other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr. Rajesh Umashankar Shukla (DIN: 08690226), who was appointed as an Additional Executive Director on 06th February, 2020 by the Board of Directors of the Company, pursuant to the provisions of Section 161 of the Companies Act, 2013 and as recommended by the Nomination and Remuneration Committee, who holds office up to the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director, be and is hereby appointed as Executive Director of the Company at such remuneration as may be mutually agreed between the Board of Directors of the Company and Mr. Rajesh Umashankar Shukla and he will be liable to retire by rotation.”

“RESOLVED FURTHER THAT any of the directors of the Company, be and is hereby severally authorized to file necessary forms to the Registrar of Companies and to do all such acts, deeds and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to the aforesaid resolution.”

6. To appoint Mr. C. A. Rege (DIN: 01707700) as an Independent Director and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution:**”

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013, if any and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Regulation 25 of the SEBI Listing Regulations, 2015 and pursuant to the recommendation by the Nomination and Remuneration Committee, Mr. C. A. Rege (DIN: 01707700), who was appointed as an Independent Director of the Company for five consecutive years from 30th Annual General Meeting (AGM) upto to conclusion of the 35th Annual General Meeting and whose term expires at this Annual General Meeting and being eligible, be and is hereby re-appointed as an Independent Director of the Company to hold office for a second consecutive term of 5 (five) years for a term up to the conclusion of the 40th Annual General Meeting of the Company to be held in the calendar year 2025 and he shall not be liable to retirement by rotation.”

“RESOLVED FURTHER THAT the Board of Directors and/or the Company Secretary be and are hereby authorised to settle any question, difficulty or doubt that may arise in giving effect to this resolution and to do all such acts, deeds and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution.”

7. To consider, and if thought fit, to pass, the following resolution as a **Special Resolution:**

“RESOLVED THAT pursuant to Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, approval of the Members be and is hereby granted to the continuation of appointment of Mr. Pravin V. Sheth (DIN: 00138797) as a 'Non-Executive, Non-Independent Director' of the Company, liable to retire by rotation.”

8. To consider, and if thought fit, to pass, the following resolution as a **Special Resolution:**

“RESOLVED THAT pursuant to Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, approval of the Members be and is hereby granted to the continuation of appointment of Mr. Gopalji M. Rana (DIN: 01982997) as a 'Non-Executive, Independent Director' of the Company.”

**By order of the Board of Directors
For FIBERWEB (INDIA) LIMITED**

**Dipika Shinde
Company Secretary**

**Place: Mumbai
Date: 10th August, 2020**

Registered Office:
Air Port Road,
Kadaiya, Nani Daman
Daman (U.T.) 396 210.
CIN: L25209DD1985PLC004694
E-mail: fiberweb@fiberwebindia.com
Website: www.fiberwebindia.com

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (THE "MEETING) IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. The Instrument of Proxy, in order to be effective should be deposited at the registered office of the Company, duly completed and signed, not less than 48 Hours before the commencement of the Annual General Meeting.

A PERSON CAN ACT AS A PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL PAID UP SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. A MEMBER HOLDING MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS A PROXY FOR ANY OTHER PERSON OR SHAREHOLDER.

2. Corporate Members intending to send their authorized representative(s) to attend the meeting in terms of Section 113 of the Companies Act, 2013, are requested to send the Company a certified true copy of the Board Resolution authorizing such representative to attend and vote on their behalf at the Meeting.
3. A Statement pursuant to Section 102(1) of the Companies Act, 2013, relating to the Special Business to be transacted at the Meeting is annexed hereto.
4. In terms of the provisions of Section 152 of the Act, Mr. Bhavesh P. Sheth (DIN: 02862487) and Mrs. Soniya P. Sheth (DIN: 02658794), Directors, retire by rotation at the ensuing Annual General Meeting. Nomination and Remuneration Committee and the Board of Directors of the Company recommend their respective re-appointments.

Mr. Bhavesh P. Sheth and Mrs. Soniya P. Sheth are interested in the Ordinary Resolution set out at item Nos. 3 and 4, respectively, of the Notice with regards to their re-appointment. Further both are related to each other, hence interested in the Ordinary Resolution set out at item Nos. 3 and 4 of the Notice. Mr. Pravin V. Sheth, Director / Chairman Emeritus, being related to Mr. Bhavesh P. Sheth and Mrs. Soniya P. Sheth may be deemed to be interested in the resolution set out at item Nos. 3 and 4 of the Notice. Save and except the above, none of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the Ordinary Business set out under Item Nos. 1 to 4 of the Notice.

5. The relevant details as required under Regulation 36(3) of SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") of the persons seeking appointment /re-appointments as Directors /Directors retiring by rotation are provided in Annexure to this Notice.
6. Members holding shares in dematerialised form are requested to intimate any change in their address, bank details etc. to their respective Depository Participants (DPs) and those holding shares in physical form are to intimate the above said changes to the Registrar and Share Transfer Agent of the Company at **Sharex Dynamic (India) Private Limited, C 101, 247 Park, LBS Marg, Vikhroli West, Mumbai 400083**. The Company will not entertain any direct request from such members for this.
7. Pursuant to provisions of Section 91 of Companies Act, 2013, the Share Transfer Books and the Register of Members of the Company will remain close from 24th September, 2020 to 30th September, 2020 (both days inclusive).
8. The relevant documents referred above to in any of the items of the Notice are available for inspection by the members at the Registered Office of the Company on any working day during the business hours of the Company upto the date of the meeting and at the meeting.

9. In case of joint holders attending the meeting, only such a joint holder who is higher in the order of names will be entitled to vote.
10. Members who hold shares in dematerialized form are requested to bring their CLIENT ID AND DP ID numbers for easy identification of attendance at the meeting. Only bona fide members of the Company whose names appear on the Register of Members / Proxy holders, in possession of valid attendance slips duly filled and signed along with the identity proof will be permitted to attend the meeting. The Company reserves its right to take all steps as may be deemed necessary to restrict non-members from attending the meeting.
11. Members seeking any information with regard to accounts of the Company are requested to send their queries so as to reach the registered office at least 10 days before the meeting to enable the management to keep the information ready for clarification.
12. Copies of the Annual Report shall not be distributed at the meeting and therefore members are requested to bring their copies of Annual Report to the meeting.
13. Annual Report for the financial year 2019-20 along with the Notice of 35th Annual General Meeting, remote e-voting, proxy form and attendance slip will be sent through electronic mode to the Members whose email ids are registered with the Company / Depositories for communication purpose unless any Member has requested for a physical copy of the same. Physical copy of the Notice along with the aforesaid documents will be sent by the permitted mode to those Members whose email ids are not registered with the Company / Depositors. Further the aforesaid documents can also be accessed on the Company's website i.e. www.fiberwebindia.com and website of BSE Limited i.e. www.bseindia.com
14. The Ministry of Corporate Affairs (vide circular nos. 17/2011 and 18/2011 dated April 21 and April 29, 2011 respectively), has undertaken a Green Initiative in Corporate Governance and allowed companies to serve documents to its shareholders through electronic mode. Members are requested to support this green initiative by registering/updating their e-mail address, in respect of shares held in dematerialized form with their respective Depository Participants and in respect of shares held in physical form with company/its Share Transfer Agents.
15. In terms of provisions of Section 72 of the Companies Act, 2013, nomination facility is available to individual shareholders. The shareholders who are holding shares in physical form and are desirous of availing this facility may kindly write to the Company's **Share Transfer Agent, M/s. Sharex Dynamic (India) Private Limited, C 101, 247 Park, LBS Marg, Vikhroli West, Mumbai 400083** for nomination form quoting their folio number. Shareholders holding shares in the dematerialized form may contact their Depository Participant for recording nomination in respect of their shares.

16. DIVIDEND AND RECORD DATE

The **Record Date** for determining the name of the members eligible for Dividend on Equity shares, if declared at this meeting is Wednesday, 23rd September, 2020.

Dividend for financial year ended 31st March, 2020, as recommended by the Board of Directors at their meeting held on 10th August, 2020, if approved at this Annual General meeting, will be paid/dispatched on due dates to those shareholders whose names appear in the Register of Members on Wednesday, 23rd September, 2020. In case of Members holding shares in physical form, whose names appear in the Register of Members of the Company on Record date i.e. Wednesday, 23rd September, 2020 and in case of Members holding shares in electronic form, to all Beneficial Owners as per the details furnished by National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) at the close of business hours on Wednesday, 23rd September, 2020

PAYMENT OF DIVIDENDS THROUGH ELECTRONIC MODE

The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 have directed that, listed companies shall make all payments to investors including dividend to shareholders, by using any RBI approved electronic mode of payment.

In order to receive the dividend without loss of time, all the eligible shareholders holding shares in demat mode are requested to update with their respective Depository Participants before 23rd September, 2020, their correct Bank Account Number, including 9 Digit MICR Code and 11 digit IFSC Code, E- Mail ID and Mobile No(s). This will facilitate the remittance of the dividend amount as directed by SEBI in the Bank Account electronically.

Shareholders holding shares in physical form may communicate details relating to their Bank Account, 9 Digit MICR Code, 11 digit IFSC Code, E- Mail ID and Mobile No(s) to the Registrar and Share Transfer Agents i.e. Sharex Dynamic (India) Private Limited before 23rd September, 2020 by quoting the reference folio number and attaching a photocopy of the Cheque leaf of their Active Bank account and a self-attested copy of their PAN card.

Members may note that the Income Tax Act, 1961, (“the IT Act”) as amended by the Finance Act, 2020, mandates that dividends paid or distributed by a Company after 1st April, 2020 shall be taxable in the hands of members. The Company shall therefore be required to deduct tax at source (TDS) at the time of making the payment of final dividend. In order to enable us to determine the appropriate TDS rate as applicable, members are requested to submit the following documents in accordance with the provisions of the IT Act.

FOR RESIDENT SHAREHOLDERS, taxes shall be deducted at source under Section 194 of the IT Act as follows-

Members having valid PAN	7.5% or as notified by the Government of India
Members not having PAN / valid PAN	20% or as notified by the Government of India

However, no tax shall be deducted on the dividend payable to a resident individual if the total dividend to be received by them during Financial Year 2020-21 does not exceed Rs. 5,000 and also in cases where members provide Form 15G / Form 15H (applicable to individuals aged 60 years or more) subject to conditions specified in the IT Act. Resident shareholders may also submit any other document as prescribed under the IT Act to claim a lower / Nil withholding tax. Registered members may also submit any other document as prescribed under the IT Act to claim a lower / Nil withholding tax. PAN is mandatory for members providing Form 15G / 15H or any other document as mentioned above.

FOR NON-RESIDENT SHAREHOLDERS, taxes are required to be withheld in accordance with the provisions of Section 195 and other applicable sections of the IT Act, at the rates in force. The withholding tax shall be at the rate of 20% (plus applicable surcharge and cess) or as notified by the Government of India on the amount of dividend payable. However, as per Section 90 of the IT Act, non-resident shareholders have the option to be governed by the provisions of the Double Tax Avoidance Agreement (DTAA) between India and the country of tax residence of the member, if they are more beneficial to them. For this purpose, i.e. to avail the benefits under the DTAA, non-resident shareholders will have to provide the following:

- Copy of the PAN card allotted by the Indian Income Tax authorities duly attested by the member
- Copy of Tax Residency Certificate (TRC) for the FY 2020-21 obtained from the revenue authorities of the country of tax residence, duly attested by member
- Self-declaration in Form 10F

- Self-declaration by the shareholder of having no permanent establishment in India in accordance with the applicable tax treaty
- Self-declaration of beneficial ownership by the non-resident shareholder
- Any other documents as prescribed under the IT Act for lower withholding of taxes if applicable, duly attested by member

Further members who have either not claimed or have not yet encashed their dividend warrant(s) for interim dividend for FY 2017-18 or for final dividend for FY 2018-19, can submit the dividend warrant(s) if any available with them for revalidation to the Company/RTA. Shareholders are requested to ensure that they claim the dividend(s) from the Company before transfer of said dividend amount to the IEPF.

17. The Equity Shares of the Company are listed at the following stock exchange:

BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai - 400001

The listing fee to the above exchange has been paid.

The Ahmedabad Stock Exchange Ltd., Ahmedabad, Kamdhenu Complex, Opp. Sahajanand College, Panjara Pole, Ahmedabad - 380 015 – This Stock Exchange was derecognized by SEBI.

18. **Information and other instruction relating to e-voting are as under:**

- In compliance with provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as substituted vide notification dated 19th March, 2015 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide its Shareholders the facility to exercise their right to vote at the Thirty fifth Annual General Meeting of the Company by electronic means and the business may be transacted through e-voting services provided by CDSL.
- For Shareholders attending the Meeting who have not cast their vote by remote e-voting, the Company shall be making arrangements for the Shareholders to cast their votes in respect to the business stated in this Notice through ballot form. The Shareholders who have cast their votes by remote e-voting prior to the Meeting may also attend the Meeting but shall not be entitled to cast their vote again.
- The Company has engaged the services of Central Depository Service Limited (“CDSL”) as the Agency to provide e-voting facility.
- The Board of Directors of the Company has appointed **K. Pratik & Associates Company Secretary in practice, Mumbai** as Scrutinizer to scrutinise the remote e-voting process in a fair and transparent manner and he has communicated his willingness to be appointed and will be available for same purpose.
- Voting rights shall be reckoned on the paid-up value of shares registered in the name of the member / beneficial owner (in case of electronic shareholding) as on the cut-off date i.e. **23rd September, 2020**.
- A person, whose name is recorded in the register of member or in the register of beneficial owners maintained by the depositories as on the cut-off date, i.e. **23rd September, 2020** only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through Ballot paper.
- Any person who acquires shares and become member of the Company after dispatch of the notice and holding shares as on the cut-off date may obtain the login ID and password by sending a request at www.evotingindia.com or issuer / RTA.

(viii) Once the vote on a resolution is cast by a member, the member shall not be allowed to change it subsequently or cast the vote again.

The instructions for shareholders voting electronically are as under:

- (i) The voting period begins on **Sunday, 27th September, 2020 at 9.00 a.m.** and ends on **Tuesday, 29th September, 2020 at 5.00 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 **Wednesday, 23rd September, 2020**, may cast their vote electronically. The 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) The shareholders should log on to the e-voting website www.evotingindia.com.
 - (iv) Click on "Shareholders" module.
 - (v) 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.
- OR
- Alternatively, if you are registered for CDSL's EASI/EASIEST e-services, you can log-in at <https://www.cdslindia.com> from Login - Myeasi using your login credentials. Once you successfully log-in to CDSL's EASI/EASIEST e-services, click on e-Voting option and proceed directly to cast your vote electronically.
- (vi) Next enter the Image Verification as displayed and Click on Login.
 - (vii) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any Company, then your existing password is to be used.
 - (viii) If you are a first time user follow the steps given below:

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

(ix) After entering these details appropriately, click on "SUBMIT" tab.

- (x) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, members 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.
- (xi) For Shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xii) Click on the EVSN for the **FIBERWEB (INDIA) LIMITED** on which you choose to vote.
- (xiii) 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.
- (xiv) Click on the "**RESOLUTIONS FILE LINK**" if you wish to view the entire Resolution details.
- (xv) 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.
- (xvi) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvii) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xviii) If Demat account holder has forgotten the same password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xix) Shareholders can also cast their vote using CDSL's mobile app "m-Voting". The m-Voting app can be downloaded from respective Store. Please follow the instructions as prompted by the mobile app while Remote Voting on your mobile.
- (xx) **Note for Non – Individual Shareholders and Custodians**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - 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.
 - 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.
- (xxi) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com

- I. At the Annual General Meeting at the end of the discussion of the Resolution on which voting is to be held, the Chairman shall with the assistance of the Scrutinizer, order voting for those members who are present but have not cast their vote electronically using the Remote e-voting facility.
- II. A copy of this notice has been placed on the website of the Company and the website of CDSL.
- III. The Scrutinizer shall immediately after the conclusion of voting at the Annual General Meeting, first count the votes at the Annual General Meeting. The Scrutinizer shall not later than 48 hours of conclusion of the meeting, make a consolidated Scrutinizer's report of the total votes cast in favour or against, if any to the Chairman or a person authorized by him in writing who shall countersign the same.

The Chairman or a person authorized by him in writing shall declare the result of voting forthwith.

- IV. The Results shall be declared after the conclusion of the AGM of the Company. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website www.fiberwebindia.com and on the website of CDSL within two (2) days of passing of the resolutions at the AGM of the Company and communicated to BSE Limited.

MANDATORY REQUIREMENT

Updation of Bank Account Details for Payment of Dividend

SEBI vide its Circular dated 20th April, 2018, made it mandatory to incorporate Bank details in dividend warrants. Shareholders holding shares in physical or demat form and not provided the bank details are requested to submit the bank details along with original cancelled cheque leaf to the Company's Share Transfer Agent at the address mentioned here in above in Note 15. The cancelled cheque leaf shall have the shareholder's name printed on it. If cheque leaf does not contain the name of shareholder, then along with cancelled cheque leaf, shareholder is required to submit copy of bank passbook page / bank statement having the name of shareholder, address and bank account number, duly attested by the officer of the same Bank with his signature, name, employee code, designation, bank seal & address stamp, phone no. and date of attestation.

Updation of PAN details

Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members having shares in electronic form are therefore, requested to submit their PAN details to their depository participant. Members holding shares in physical form are required to submit their selfattested copy of PAN card to the Company's Share Transfer Agent at the address mentioned hereinabove in Note 15.

No Effect of Transfer of Shares in Physical Form

Securities and Exchange Board of India has amended the Regulation 40 of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, in accordance with the provisions of the said regulation, transfer of shares would be carried out only in dematerialized form and no transfer of shares in physical form will be processed except in case of transmission or transposition.

Shareholders holding shares in Physical form are urged to have their shares in dematerialized form, as it be able to freely transfer and facilitates easy liquidity, change in particulars of Shareholders such as bank details, address, no loss of share certificates, etc.

The details of various banks and agencies providing dematerialization of shares services are available on the website of NSDL and CDSL.

STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item Nos. 5

Pursuant to the provisions of Section 161(1) of the Act and the Articles of Association of the Company and on recommendation of Nomination and Remuneration Committee, the Board of Directors of the Company appointed, Mr. Rajesh Umashankar Shukla (DIN: 08690226), as an Additional Executive Director of the Company with effect from 06th February, 2020. In terms of the provisions of Section 161(1) of the Act, Mr. Rajesh Umashankar Shukla would hold office up to the date of the ensuing Annual General Meeting.

Accordingly, in terms of the requirements of the provisions of Companies Act, 2013 approval of the members of the Company is required for regularization of Mr. Rajesh Umashankar Shukl as Executive Director of the Company.

The Company has received a notice in writing from a member along with the deposit of requisite amount under Section 160 of the Act proposing the candidature of Mr. Rajesh Umashankar Shukla for the office of Director of the Company. Mr. Rajesh Umashankar Shukla is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as Executive Director.

Brief profile of Mr. Rajesh Umashankar Shukla is given below for reference of the member:

Mr. Rajesh Umashankar Shukla: Age: 56 years, Qualification: B.Com. Graduation, Nature of Expertise: He is having vast experienced in the field of Trading and Marketing. Name of Company in which he holds Directorship other than Fiberweb (India) Ltd. : None. He is not holding any shares of the Company in his name.

Keeping in view his vast experience and knowledge, it will be in the interest of the Company that Mr. Rajesh Umashankar Shukla is appointed as Executive Director.

Save and except Mr. Rajesh Umashankar Shukla and his relatives, to the extent of their shareholding interest, if any in the Company, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at item no. 5 of the Notice.

The Board recommends the Ordinary Resolution set out at Item Nos .5 of the Notice for approval of the members.

Item Nos. 6

Pursuant to the provisions of Sections 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Regulation 25 of the SEBI Listing Regulations, 2015 and as per the recommendation of the Nomination and Remuneration committee, Mr. C. A. Rege (DIN: 01707700), who was appointed as an Independent Director of the Company for five consecutive years from 30th Annual General Meeting (AGM) upto to conclusion of the 35th Annual General Meeting and whose term expires at this Annual General Meeting.

Mr. C. A. Rege (DIN: 01707700) is a Non-Executive, Independent Director of the Company not liable to retire by rotation.

Brief profile of C. A. Rege is given below for reference of the member:

Mr. C. A. Rege, Age: 56 years, Qualification: Engineering & Management. Nature of expertise: Engineering & Plastics with the Management & Business working experience as professional with leading industries in plastics at higher management level. Mainly expertise in global Marketing with knowledge of financial field. Name of the companies in which he also holds Directorship: 1. AM Globalhub Pvt. Ltd. 2. AM Realty Pvt. Ltd.

3. AM Entertainment & Broadcasting Pvt. Ltd. Name of other Companies in which he holds Membership/ Chairmanship: None

The Nomination and Remuneration Committee of the Board of Directors has recommended the reappointment of appointment of Mr. C. A. Rege as a "Non-Executive, Independent Director" of the Company for second consecutive term, considering his vast experience, expertise and immense contribution made to the Board of Directors of the Company.

The Company has also received declarations from Mr. C. A. Rege, that he meet the criteria of independence as prescribed under both, sub-section (6) of Section 149 of the Act and under Regulation 25 of the Listing Regulations.

The Members are, therefore, requested to grant their approval by way of a Special Resolution for the continuation of appointment of Mr. C. A. Rege (DIN: 01707700) as a "Non-Executive, Independent Director" of the Company, who is not liable to retire by rotation.

None of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at item no. 6 of the Notice.

Item Nos. 7

Pursuant to sub-regulation (1A) of Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 inserted by the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018, approval of the Members by way of a Special Resolution is necessary for appointment / continuation of appointment of any Non-Executive Director who has attained the age of 75 (Seventy Five) years.

Mr. Pravin V. Sheth is a Non-Executive, Non-Independent Director, of the Company liable to retire by rotation.

Brief profile of Mr. Pravin V. Sheth is given below for reference of the member:

Mr. Pravin V. Sheth Age: 81 years, Qualification: B.Com. LL.B., F.C.A. Practicing Chartered Accountant, Nature of expertise: Expert in field of Finance, Management, Accounting, Auditing, Taxation and Law. Having good knowledge about plastic industries for last 30 years. Name of other Companies in which also holds directorship: 1) M/s. Sun Properties P. Ltd., 2) M/s. Star Developers P. Ltd., 3) M/s. Parijat Pvt. Ltd., 4) M/s. Sun Capital and Consultancy P. Ltd. Name of Companies in which he holds Membership/Chairmanship: Chairman Emeritus of Fiberweb (India) Ltd.

The Nomination and Remuneration Committee of the Board of Directors has recommended the continuation of appointment of Mr. Pravin V. Sheth as a "Non-Executive, Non-Independent Director," of the Company, considering his vast experience, expertise and immense contribution in the growth of the Company since its incorporation, the Members are, therefore, requested to grant their approval by way of a Special Resolution for the continuation of appointment of Mr. Pravin V. Sheth (DIN: 00138797) as a 'Non-Executive, Non-Independent Director' of the Company, liable to retire by rotation.

Mr. Pravin V. Sheth and Mrs. Soniya Pravin Sheth are related as husband and wife. Mr. Bhavesh P. Sheth, son of Mr. Pravin V. Sheth being related may be deemed to be interested in the said resolution set out at Item No. 7 of the Notice, to the extent of his shareholding interest, if any, in the Company.

Save and except Mr. Pravin V. Sheth and his relatives, to the extent of their shareholding interest, if any in the Company, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at item no. 7 of the Notice.

The Board recommends the Special Resolution set out at Item Nos. 7 of the Notice for approval of the members.

Item Nos. 8

Pursuant to sub-regulation (1A) of Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 inserted by the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018, approval of the Members by way of a Special Resolution is necessary for appointment / continuation of appointment of any Non-Executive Director who has attained the age of 75 (Seventy Five) years.

Mr. Gopalji M. Rana (DIN: 01982997) is a Non-Executive, Independent Director of the Company not liable to retire by rotation.

Brief profile of Gopalji M. Rana is given below for reference of the member:

Mr. Gopalji M. Rana Age: 78 years, Qualification: B.E. Bachelor of Engineering, M.B.A. Nature of expertise: Management & Marketing, Name of the companies in which he also holds Directorship: None. Name of companies in which he holds Membership/ Chairmanship: None.

The Nomination and Remuneration Committee of the Board of Directors has recommended the continuation of appointment of Mr. Gopalji M. Rana as a "Non-Executive, Independent Director" of the Company, considering his vast experience, expertise and immense contribution made to the Board of Directors of the Company.

The Company has also received declarations from Mr. Gopalji M. Rana that he meet with the criteria of independence as prescribed under both, sub-section (6) of Section 149 of the Act and under Regulation 25 of the Listing Regulations.

The Members are, therefore, requested to grant their approval by way of a Special Resolution for the continuation of appointment of Mr. Gopalji M. Rana (DIN: 01982997) as a "Non-Executive, Independent Director" of the Company, who is not liable to retire by rotation.

None of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at item no. 8 of the Notice.

The Board recommends the Special Resolution set out at Item Nos. 8 of the Notice for approval by the members.

By order of the Board of Directors
For FIBERWEB (INDIA) LIMITED

Dipika Shinde
Company Secretary

Place: Mumbai
Date: 10th August, 2020

Registered Office:
Air Port Road,
Kadaiya, Nani Daman,
Daman (U.T.) 396 210.
CIN: L25209DD1985PLC004694
E-mail: fiberweb@fiberwebindia.com
Website: www.fiberwebindia.com

Annexure
DETAILS OF DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT AT THE FORTHCOMING ANNUAL GENERAL MEETING

(In pursuant of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Name of the Director	Mr. Bhavesh P. Sheth	Mrs. Soniya P. Sheth	Mr. Rajesh Umashankar Shukla
DIN	02862487	02658794	08690226
Date of Birth	24th October, 1963	14th February, 1985	27th August, 1964
Date of appointment	30th January, 2010	30th September, 2015	6th February, 2020
Qualification	Chartered Accountant	M.A.	B. Com. Graduation
Nature of Expertise	Financial Systems & other Software Development and implementation experience, Business development, an organization strategy experience, Business process, Re-engineering, Management consulting and project management.	Interior Decorator, Investment consultant & Dynamic professional alsohaving good marketing experience.	Experienced in Trading and Marketing
Directorship held in other Public and Private Companies	NIL	<ul style="list-style-type: none"> - Kunststoffe Industries Ltd. - Bharat Capital and Holdings Ltd. - Stallion Breweries Ltd. - Chemical & Alkali Distributors Ltd. - Parijat Pvt. Ltd. - Star Developers Pvt. Ltd. - Sun Capital and Consultancy Pvt. Ltd. - Sun Properties Pvt. Ltd. 	NIL

List of Memberships/ Chairmanship of the Committees* of other Board as at 31st March, 2020	NIL	NIL	NIL	NIL
Shareholding in Fiberweb (India) Limited as on 31st March, 2020	62,49,596 equity shares	11,000 equity shares		NIL
Relationship between directors inter-se	Son of Pravin V. Sheth, Chairman Emeritus.	Spouse of Pravin V. Sheth, Chairman Emeritus.		-
Terms and Conditions of appointment	As per Nomination and Remuneration Policy of the Company	As per Nomination and Remuneration Policy of the Company		As per Nomination and Remuneration Policy of the Company
Name of the Director	Mr. C. A. Rege	Mr. Pravin V. Sheth		Mr. Gopalji M. Rana
DIN	01707700	00138797		01982997
Date of Birth	30th November, 1964	19th August, 1939		24th June, 1942
Date of appointment	30th September, 2015	30th September, 2018		25th September, 2018
Qualification	Engineering & Management	B.Com. LL.B., F.C.A. Practicing Chartered Accountant		B.E. Bachelor of Engineering, M.B.A.
Nature of Expertise	Engineering & Plastics with the Management & Business working experience as professional with leading industries in plastics at higher management level. Mainly expertise in global Marketing with knowledge of financial field	Expert in field of Finance, Management, Accounting, Auditing, Taxation and Law also having good knowledge about plastic industries for last 29 years.		Management & Marketing
List of Directorships of other Companies as at 31st March, 2020	- AM Globalhub Pvt. Ltd. - AM Realty Pvt. Ltd - AM Entertainment & Broadcasting Pvt. Ltd.	- Sun Properties Pvt. Ltd., - Star Developers Pvt. Ltd., - Parijat Pvt. Ltd., - Sun Capital & Consultancy Pvt. Ltd.		NIL

List of Membership/ Chairmanship of the Committees* of other Board as at 31st March, 2020	NIL	NIL	NIL
Shareholding in Fiberweb (India) Limited	NIL	35,54,873 equity shares	NIL
Relationship between directors inter-se	-	Mr. Pravin V. Sheth and Mrs. Soniya Pravin Sheth are related as husband and wife. Mr. Bhavesh P. Sheth son of Mr. Pravin V. Sheth.	-
Terms and Conditions of appointment	As per Nomination and Remuneration Policy of the Company	As per Nomination and Remuneration Policy of the Company	As per Nomination and Remuneration Policy of the Company

*Only Audit and Stakeholders Relationship Committees are considered.

By order of the Board of Directors
For **FIBERWEB (INDIA) LIMITED**


Dipika Shinde
Company Secretary

Place: Mumbai
Date: 10th August, 2020

Registered Office:
Air Port Road,
Kadaiya, Nani Daman,
Daman (U.T.) 396 210.
CIN: L25209DD1985PLC004694
E-mail: fiberweb@fiberwebindia.com
Website: www.fiberwebindia.com

FIBERWEB (INDIA) LIMITED



 Hotel Ocean Inn, Plot No. 20,
Devka Beach, Nani Daman
(U.T.) - 396 210

**FIBERWEB (INDIA) LIMITED**

CIN L25209DD1985PLC004694

Registered office: Airport Road, Kadaiya, Nani Daman, Daman (U.T) 396210

Website: www.fiberwebindia.com Email: fiberweb@fiberwebindia.com Tel: 0260-2221458 Fax: 0260-2220758**ATTENDANCE SLIP****Only Shareholders or the Proxies will be allowed to attend the meeting**

D. P. ID*	
Client ID*	

Folio No.	
No. of Shares held	

I/We hereby record my/our presence at the 35th Annual General Meeting of the Company being held on Wednesday, 30th September, 2020 at 9.00 a.m. at the Hotel Ocean Inn, Plot No. 20, Devka Beach, Nani Daman, (U.T.) - 396 210.

Name of the Shareholder(s) 1. 2. 3.

Signature of Shareholder(s) 1. 2. 3.

Signature of Proxy holder

*Applicable for Investors holding shares in electronic form.

Only Member / Proxy holder can attend the meeting.

Note: Member/ Proxy attending the Meeting must fill-in this attendance slip and hand it over at the entrance of the venue of the Meeting.

FIBERWEB (INDIA) LIMITED

CIN L25209DD1985PLC004694

Registered office: Airport Road, Kadaiya, Nani Daman, Daman (U.T) 396210

Website: www.fiberwebindia.com Email: fiberweb@fiberwebindia.com Tel: 0260-2221458 Fax: 0260-2220758**FORM NO. MGT-11****PROXY FORM**

(Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014)

CIN: L25209DD1985PLC004694

Name of the Company: FIBERWEB (INDIA) LTD.

Registered office: Airport Road, Kadaiya, Nani Daman, Daman (U.T) 396210.

Name of the Member(s)	
Registered Address	
E-mail ID	
Folio No/Client Id	
DP/ ID	

I/We, being the member(s) of Shares of the above named Company, hereby appoint:

(1) Name: Address:

E-mail Id:Signature:or failing him;

(2) Name: Address:

E-mail Id:Signature:or failing him;

(3) Name: Address:

E-mail Id:Signature:

as my/our proxy to attend and vote (on a poll) for me/us and on my/ our behalf at the 35th Annual General Meeting of the Company to be held on Wednesday, 30th September 2020 at 9.00 a.m. at the Hotel Ocean Inn, Plot No. 20, Devka Beach, Nani Daman (U.T.) - 396 210 and at any adjournment thereof in respect of such resolutions as are indicated below:

Optional*

Resolution No.	Resolution	For	Against	Abstain
Ordinary Business				
1	To receive, consider and adopt : (a) The Audited Standalone Financial Statements of the Company for the financial year ended 31 st March, 2020 together with the Reports of the Board of Directors and Auditors thereon. (b) The Audited Consolidated Financial Statements of the Company for the financial year ended 31 st March, 2020 and the Report of Auditors thereon.			
2	To declare a final dividend on equity shares for the financial year ended 31 st March, 2020			
3	To appoint a Director in place of Mr. Bhavesh P. Sheth (DIN: 02862487), who retires by rotation and being eligible offers himself for re-appointment.			
4	To appoint a Director in place of Ms. Soniya P. Sheth (DIN: 02658794), who retires by rotation and being eligible offers herself for re-appointment.			
Special Business				
5	To appoint Mr. Rajesh Umashankar Shukla (DIN: 08690226) as Executive Director. (Ordinary Resolution)			
6	To appoint Mr. C. A. Rege (DIN: 01707700) as an Independent Director (Special Resolution)			
7	To approve the continuation of Mr. Pravin V. Sheth (DIN: 00138797) as a Non-Executive Non Independent Director of the Company, pursuant to provisions of Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.(Special Resolution)			
8	To approve the continuation of Mr. Gopalji M. Rana (DIN: 01982997) as a Non-Executive Independent Director of the Company, pursuant to provisions of Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.(Special Resolution)			

Signed this..... day of2020.

Signature of shareholder (s).....

Signature of Proxy holders (s).....

Affix
1 Rupee
Revenue
Stamp

Notes:

(1) This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the meeting.

(2) For the Resolution, Statement and Notes, please refer to the Notice of the 35th Annual General Meeting.

*(3) It is optional to put 'X' in the appropriate column against the Resolutions indicated in the Box. If you leave the 'For' or 'against' column blank against any or all Resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.

(4) Please complete all details including details of member(s) in above box before submission.