



Commercial Vehicle Solutions

ZF Group - ZF Commercial Vehicle Control Systems India Limited, Chennai 600058

Department Finance
From Muthulakshmi M
Phone +91 044-4224 2000
Email muthulakshmi.m@zf.com
Date January 24, 2025

The Manager
Listing Department
BSE Limited, Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai 400 001

Scrip code: 533023

Listing Department
National Stock Exchange of India Ltd
Exchange Plaza, C-1, Block G
Bandra - Kurla Complex
Bandra (E), Mumbai 400 051

Trading Symbol: ZFCVINDIA

INE342J01019

Dear Sir(s),

Sub: Reconciliation of Share Capital Audit Report for the quarter ended 31st December 2024

Please find enclosed the certificate dated 24th January 2025 issued by Mr. G. Karthikeyan, Company Secretary in Practice relating to Reconciliation of Share Capital Audit Report for the quarter ended 31st December 2024.

Please acknowledge the receipt of the letter.

Thanking you,

Yours sincerely,

For ZF Commercial Vehicle Control Systems India Limited

MANOHARAN
MUTHULAKSHMI

Digitally signed by MANOHARAN MUTHULAKSHMI
DN: cn=Personal, postalCode=600058, st=Tamil
Nadu,
serialNumber=SCT90FACD72A1BEE07CEEC48BC6
86A63E9401DF45895BFC359CA28D0248,
cn=MANOHARAN MUTHULAKSHMI
Date: 2025.01.24 16:38:15 +05'30'

Muthulakshmi M
Company Secretary

Encl:



G. KARTHIKEYAN
Company Secretary in Practice

No. 3, State Bank of India, III Colony,
Nanganallur, Chennai – 600 061.
Mobile : 9677222048
E-mail : karthik.v.ganapathy@gmail.com

RECONCILIATION OF SHARE CAPITAL AUDIT REPORT

{In terms of Regulation 76 of the SEBI (Depositories and Participants) Regulations, 2018}

I have carried out a **“Reconciliation of Share capital Audit”** for the **quarter ended 31st December 2024**, for the purpose of reconciling the total admitted capital with both the depositories namely, National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and the total issued and listed capital in respect of **ZF COMMERCIAL VEHICLE CONTROL SYSTEMS INDIA LIMITED (formerly WABCO India Limited)** (‘the Company’).

In this connection, I have examined the Register of Members, the beneficiary position details furnished by the depositories and other data / records / documents (both in physical and electronic form) maintained by **Integrated Registry Management Services Private Limited, Registrar and Share transfer agents to the Company**, and produced for my verification.

I hereby certify that, in my opinion and to the best of my knowledge and according to the information and explanations furnished to me and based on such verification as I considered necessary, the aggregate number of equity shares of the Company held in dematerialised form in NSDL and CDSL and in physical form, **tallies** with the total number of equity shares in the issued, paid-up, listed and admitted capital of the Company, **as on 31st December 2024**.

I am furnishing the details vide **“Reconciliation of Share capital Audit Report”** Annexure, in respect of the said quarter.

G. Karthikeyan

Company Secretary in Practice

ICSI Membership No.: A19411

C.P. No.21869

[Peer Review Certificate No.6349/2025]

UDIN: A019411F003775438

Place: Chennai

Date: **24th January 2025**



ANNEXURE
RECONCILIATION OF SHARE CAPITAL AUDIT REPORT

[under Regulation 76 of the SEBI (Depositories and Participants) Regulations, 2018]

1.	For quarter ended	31st December 2024					
2.	ISIN	INE342J01019					
3.	Face value	Rs.5/- (Rupees five) per share					
4.	Name of the Company	ZF COMMERCIAL VEHICLE CONTROL SYSTEMS INDIA LIMITED (formerly WABCO India Limited)					
5.	Registered office address	Plot No.3 (SP), III Main Road, Ambattur Industrial Estate, Chennai – 600 058.					
6.	Correspondence address						
7.	Telephone & Fax Nos.	Telephone:	044 – 4224 2000 / 3090 2600				
		Fax:	044 – 4224 2009 / 3090 2609				
8.	E-mail address	muthulakshmi.m@zf.com					
9.	Names of the stock exchanges where the Company's securities are listed	(a) BSE Limited (b) National Stock Exchange of India Limited					
				Number of shares	% of total issued capital		
10.	Issued capital			1,89,67,584			
11.	Listed capital (Exchange-wise)(as per company records)						
	(a) BSE Limited			1,89,67,584			
	(b) National Stock Exchange of India Limited			1,89,67,584			
12.	Held in dematerialised form in CDSL			4,68,228	2.47		
13.	Held in dematerialised form in NSDL			1,84,43,367	97.24		
14.	Held in physical form			55,989	0.29		
15.	Total no. of shares (12+13+14)			1,89,67,584	100.00		
16.	Reasons for difference, if any, between (10 & 11), (10 & 15) and (11 & 15)				Not applicable		
17.	Certifying the details of changes in share capital during the quarter under consideration as per table below:						
	<i>Particulars</i> ***	<i>No. of shares</i>	<i>Applied / not applied for listing</i>	<i>Listed on stock exchanges (specify names)</i>	<i>Whether intimated to</i>		<i>In-principle approval pending from stock exchange (specify names)</i>
					<i>CDSL</i>	<i>NSDL</i>	
No changes							



	***Rights, bonus, preferential issue, ESOP's, amalgamation, conversion, buyback, capital reduction, forfeiture, any other (to specify)			
18.	Register of Members is updated (Yes / No). If not, updated upto which date?	Yes		
19.	Reference of previous quarter with regard to excess dematerialised shares, if any.	Nil		
20.	Has the Company resolved the matter mentioned in Point No.19 above in the current quarter? If not, reason why?	Not applicable		
21.	Mention the total no. of requests, if any, confirmed after 21 days and the total no. of requests pending beyond 21 days with the reasons for delay:			
	Total No. of demat requests	No. of requests	No. of shares	Reasons for delay
	Confirmed after 21 days	Nil	Nil	Not applicable
	Pending for more than 21 days			
22.	Name, Telephone & Fax Nos. of the Compliance officer of the Company	M Muthulakshmi, Company Secretary Telephone: 044 – 4224 2000 / 3090 2600 Fax: 044 – 4224 2009 / 3090 2609		
23.	Name, Address, Telephone & Fax Nos., and Registration No. of the Auditor (Practising Company Secretary)	G. Karthikeyan {C.P. No.21869} , Company Secretary in Practice No.3, State Bank of India III Colony, Nanganallur Chennai – 600 061 Telephone: 9677222048 Fax: _____		
24.	Appointment of common agency for share registry work. If yes, name & address.	Integrated Registry Management Services Private Limited 2 nd Floor, "Kences Towers", No.1, Ramakrishna Street, North Usman Road, T. Nagar, Chennai – 600 017.		
25.	Any other details that the Auditor may like to provide (e.g. BIFR company, delisting from stock exchange, company changed its name etc.)	Nil		

G. Karthikeyan
Company Secretary in Practice
ICSI Membership No.: A19411
C.P. No.21869
[Peer Review Certificate No.6349/2025]

Place: Chennai

UDIN: A019411F003775438

Date: **24th January 2025**