



ZF STEERING GEAR (INDIA) LTD.

Corporate Office :

A-601/602, ICC Trade Tower, Senapati Bapat Road,
Shivajinagar, Pune-411 016 (India), Tel. : 020 - 6728 9900
Corporate Identity Number (CIN) : L29130PN1981PLC023734



August 28, 2021

**BSE Ltd.
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001.**

Company's Scrip Code: 505163

Dear Sir/ Madam,

Sub: Disclosure under Regulation 30(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

- Summary of Proceedings of 41st Annual General Meeting of the Company held on Saturday August 28, 2021

41st Annual General Meeting (AGM) of the Members of ZF Steering Gear (India) Limited ('the Company') was held on Saturday, August 28, 2021, at 10.30 a.m. through Video Conference ('VC')/ Other Audio Visual Means ('OAVM'). The meeting was held in compliance with the General Circular nos. 20/ 2020, 14/ 2020, 17/ 2020 and 02/ 2021 issued by the Ministry of Corporate Affairs (MCA) and Circular number SEBI/ HO/ CFD/ CMD1/ CIR/ P/ 2020/ 79 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 issued by the Securities and Exchange Board of India ('SEBI') and as per the applicable provisions of the Companies Act, 2013 and the Rules made thereunder.

All the Directors were present except Mr. Manish Motwani and Mr. Sandeep Nelamangala.

Mr. Dinesh Munot – Chairman of the Company, took the chair

The Company Secretary welcomed the Members and briefed the Members regarding the arrangements made for the Meeting. He informed that the Company had enabled the Members to participate in the 41st AGM through the VC facility provided by Central Depository Services Limited (CDSL). It was further informed that the Members were provided with the facility to exercise their rights to vote by electronic means, through remote e-voting and e-voting at the AGM in accordance with the provisions of the Companies Act, 2013 and SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

Regd. Office & Works :

Gat No. 1242/44, Village Vadu BK., Tal. Shirur, Dist. Pune-412 216 (India), Tel. : 02137-305100, Fax : 02137-305302
Web : www.zfindia.com, Email Id : enquiry@zfindia.com





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Members who had joined the Meeting through VC and who had not cast their votes through remote e-voting were provided the option to vote through e-voting facility made available at the AGM. The e-voting facility at the AGM was available during the AGM and 15 minutes thereafter.

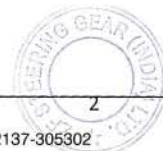
The Chairman welcomed the Members and introduced the Directors of the Company. The Chairman stated the reasons for inability of Mr. Manish Motwani and Mr. Nelamangala, Directors of the Company, to attend the Meeting. Further, the Chairman recorded the presence of Mr. S.A. Gundecha, Chairman of the Audit Committee, Nomination and Remuneration Committee and Stakeholders' Relationship Committee; Mr. Prakash Apte and Mr. Kaustubh Deshpande, Partners, M/s Joshi Apte and Co, Chartered Accountants, Statutory Auditors of the Company; Mr. I.U. Thakur, Secretarial Auditor of the Company and Scrutiniser for this AGM. The Chairman also recorded presence of the Company Secretary, Chief Financial Officer and other Senior Executives of the Company at the Meeting.

It was confirmed that the Company had taken all feasible efforts to ensure that the Members are provided an opportunity to participate at the AGM.

After ascertaining the presence of requisite quorum, Chairman called the Meeting in order.

Thereafter, the Chairman mentioned that the Notice of the 41st AGM along with the Annual Report for FY 2020-2021 had been sent through electronic mode to the Members. The Chairman informed that since there are no qualifications, observations or adverse comments in the (Statutory) Auditors' Report, this Report of the Auditors was taken as read.

It was also informed that the Statutory registers/ documents were available for inspection by the Members electronically.



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The Chairman then commenced his speech and gave an overview of the operations and the financial performance of the Company for the financial year 2020-2021 and the first Quarter of the current financial year. He also threw light upon the demand scenario and challenges faced by the Company during the year. The Chairman asked Company Secretary to elucidate the procedure of remote e voting and e voting during the AGM, followed by the Company.

Further, the Company Secretary briefed the Members about the procedure on remote e-voting and e-voting at the Meeting by the Members.

The Company Secretary then narrated the business to be conducted at the Meeting

The following items of business as set out in the Notice of the 41st AGM were transacted:

Sr. No.	Resolutions	Type of Resolution
Ordinary Business		
1	Adoption of the Audited Financial Statements of the Company for the financial year ended March 31, 2021, together with the Reports of the Board of Directors and the Auditors thereon;	Ordinary
2	Appointment of a Director in place of Mrs. Eitika Munot (DIN 01396661) who retires by rotation and, being eligible, offers herself for reappointment.	Ordinary
Special Business		
3.	Reappointment of Mr. Dinesh Munot (DIN 00049801) as the Chairman and Whole – Time Director of the Company, for five consecutive years, with effect from the date of his reappointment July 28, 2021.	Special
4.	Reappointment of Mr. Utkarsh Munot (DIN 00049903) as the Managing Director of the Company, for five consecutive years, with effect from the date of his reappointment May 19, 2021.	Special

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On invitation of the Chairman, Members, who had registered themselves as Speakers, offered their queries, comments and sought clarifications.

The Chairman requested the Managing Director to address/ reply to the Speaker-shareholders' queries. The Managing Director replied to all the queries/ comments in detail.

After the Question/ Answer session, the Chairman concluded his speech by placing on record his appreciation and gratitude for all the stakeholders for having reposed their trust and confidence in the Company. He thanked his colleagues on the Board for their support.

The Chairman announced that the e-voting results along with the consolidated Scrutinizer's Report shall be informed to the Stock Exchange and also be placed on the website of the Company within two working days from the conclusion of the Meeting.

The e-voting module was kept open during the AGM and for another 15 minutes after conclusion of the proceedings of the Meeting.

The Quorum was present throughout the Meeting.

The meeting commenced at 10.30 a.m. (IST) and concluded at 11:44 a.m. (IST) (including time allowed for e-voting at AGM).

This is for your information and records.

Thanking You,

Yours faithfully,
for **ZF STEERING GEAR (INDIA) LIMITED**


Company Secretary



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