



# ZF STEERING GEAR (INDIA) LTD.

## 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  
Corporate Identity Number (CIN) : L29130PN1981PLC023734



March 28, 2015

The Secretary  
BSE Ltd.  
Phiroze Jeejeebhoy Toweres,  
Dalal Street,  
Mumbai- 400 001.

Company's Scrip Code: 505163

### Sub: Voting Results of the Extraordinary General Meeting

Dear Sir,

In terms of Clause 35A of the Listing Agreement, given below are the subject mentioned details of the Extraordinary General Meeting ('EGM') of the Company held on March 27, 2015 at 4.00 p.m. at the Registered Office & Works: Gat No. 1242/44, Village Vadu Budruk, Tal. Shirur, Dist. Pune - 412216 (India).

<b>Date of Extraordinary General Meeting</b>	<b>Friday, March 27, 2015</b>
<b>Total Number of Shareholders on cut off date (i.e. February 20, 2015)</b>	7314
<b>Number of Shareholders present in the meeting either in person or through proxy</b>	
Promoter and Promoter Group	3
Public	41
<b>Number of Shareholders attending the meeting through Video Conferencing</b>	
Promoter and Promoter Group	Nil
Public	Nil





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## Agenda-wise

In case of Poll/ Postal ballot/ E-voting:

The mode of voting for all resolutions was E-voting and Poll conducted at the Meeting.

Resolution 1: Appointment of Mr. M. L. Rathi (DIN: 00084455) as an Independent Director not liable to retire by rotation. (Ordinary Resolution)

Promoter/ Public	No. of Shares held	No. of Votes polled	% of Votes polled on outstanding shares	No. of votes - in favour	No. of votes- against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	$(3)=\frac{(2)}{(1)} \times 100$	(4)	(5)	$(6)=\frac{(4)}{(2)} \times 100$	$(7)=\frac{(5)}{(2)} \times 100$
Promoter and Promoter Group	6,683,139	4,308,639	64.47	4,308,639	0	100	0.00
Public- Institutional holders	127,646	80,871	63.36	80,871	0	100	0.00
Public-others	2,262,515	46,168	2.04	46,168	0	100	0.00
Total	90,73,300	4,435,678	48.89	4,435,678	0	100	0.00

Resolution 2: Appointment of Mr. Shridhar S. Kalmadi (DIN: 00044301) as an Independent Director not liable to retire by rotation. (Ordinary Resolution)

Promoter/ Public	No. of Shares held	No. of Votes polled	% of Votes polled on outstanding shares	No. of votes - in favour	No. of votes- against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	$(3)=\frac{(2)}{(1)} \times 100$	(4)	(5)	$(6)=\frac{(4)}{(2)} \times 100$	$(7)=\frac{(5)}{(2)} \times 100$
Promoter and Promoter Group	6,683,139	4,308,639	64.47	4,308,639	0	100	0.00
Public- Institutional holders	127,646	80,871	63.36	80,871	0	100	0.00
Public- others	2,262,515	46,168	2.04	46,168	0	100	0.00
Total	90,73,300	4,435,678	48.89	4,435,678	0	100	0.00





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Resolution 3: Appointment of Mr. Ajinkya Arun Firodia (DIN: 00332204) as an Independent Director not liable to retire by rotation. (Ordinary Resolution)

Promoter/ Public	No. of Shares held	No. of Votes polled	% of Votes polled on outstanding shares	No. of votes - in favour	No. of votes- against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	$(3) = \frac{(2)}{(1)} * 100$	(4)	(5)	$(6) = \frac{(4)}{(2)} * 100$	$(7) = \frac{(5)}{(2)} * 100$
Promoter and Promoter Group	6,683,139	4,308,639	64.47	4,308,639	0	100	0.00
Public- Institutional holders	127,646	80,871	63.36	80,871	0	100	0.00
Public- others	2,262,515	46,168	2.04	46,168	0	100	0.00
Total	90,73,300	4,435,678	48.89	4,435,678	0	100	0.00

Resolution 4: Appointment of Mr. Jitendra A. Pandit (DIN: 05359478) as an Independent Director not liable to retire by rotation. (Ordinary Resolution)

Promoter/ Public	No. of Shares held	No. of Votes polled	% of Votes polled on outstanding shares	No. of votes - in favour	No. of votes- against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	$(3) = \frac{(2)}{(1)} * 100$	(4)	(5)	$(6) = \frac{(4)}{(2)} * 100$	$(7) = \frac{(5)}{(2)} * 100$
Promoter and Promoter Group	6,683,139	4,308,639	64.47	4,308,639	0	100	0.00
Public- Institutional holders	127,646	80,871	63.36	80,871	0	100	0.00
Public- others	2,262,515	46,168	2.04	46,168	0	100	0.00
Total	90,73,300	4,435,678	48.89	4,435,678	0	100	0.00





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## Resolution 5: Appointment of Mr. Satish A. Gundecha (DIN: 00220352) as Independent Director (Ordinary Resolution)

Promoter/ Public	No. of Shares held	No. of Votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes- against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	$(3)=\frac{(2)}{(1)} \times 100$	(4)	(5)	$(6)=\frac{(4)}{(2)} \times 100$	$(7)=\frac{(5)}{(2)} \times 100$
Promoter and Promoter Group	6,683,139	4,308,639	64.47	4,308,639	0	100	0.00
Public- Institutional holders	127,646	80,871	63.36	80,871	0	100	0.00
Public- others	2,262,515	46,168	2.04	46,168	0	100	0.00
Total	90,73,300	4,435,678	48.89	4,435,678	0	100	0.00

Note: All the aforesaid resolutions were passed unanimously.

Thanking You.

Yours faithfully,  
For ZF Steering Gear (India) Limited

  
Satish Mehta  
Company Secretary

