

NOTICE

Notice is hereby given that the **Thirty-Fifth Annual General Meeting** of the Members of **ZF STEERING GEAR (INDIA) LIMITED** will be held as scheduled below:

Day : Wednesday
Date : September 23, 2015
Time : 4.00 p.m.
Place : Registered Office of the Company,
Gat Nos. 1242/ 44, Village Vadu Budruk,
Tal. Shirur, Dist. Pune - 412 216.

to transact the following business:

ORDINARY BUSINESS:

1. To consider and adopt the audited financial statement of the Company for the financial year ended March 31, 2015, the reports of the Board of Directors and Auditors thereon.
2. To declare a dividend on equity shares.
3. To appoint a Director in place of Mr. Utkarsh Munot (DIN00049903), who retires by rotation and, being eligible, offers himself for re-appointment.
4. To re-appoint Messrs MGM & Company, Chartered Accountant (Firm Registration Number: 117963W), as the Statutory Auditors of the Company, to hold office from the conclusion of this Annual General Meeting up to the conclusion of the next Annual General Meeting of the Company and approve remuneration of Rs. 410,000 plus service tax and out of pocket expenses.

SPECIAL BUSINESS:

5. To consider and if though fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT, pursuant to the provisions of Section 152 and all other applicable provisions of the Companies Act, 2013 (the Act), and Clause 49 of the Listing Agreement, Mrs. Eitika Munot (DIN: 01396661), who was appointed as an Additional Director pursuant to the Provisions of Section 161 of the Act and the Articles of Association of the Company and 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 Act, from a member proposing her candidature for the office of Director, be and is hereby appointed as Director of the Company, liable to retire by rotation.”

By Order of the Board of Directors
For **ZF Steering Gear (India) Ltd.**

Satish Mehta

Company Secretary

Membership No. : F3219

July 28, 2015

Registered Office:

Gat No. 1242/44, Village Vadu Budruk,

Tal. Shirur, Dist. Pune - 412 216

CIN: L29130PN1981PLC02373

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 INSTEAD OF HIMSELF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING THE PROXY SHOULD, HOWEVER, BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY-EIGHT HOURS BEFORE THE COMMENCEMENT OF THE 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 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) The relevant Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, in respect of the Special Business mentioned in the Notice is annexed hereto.
- 3) Profiles of the Directors being appointed/ re-appointed, as required by the Corporate Governance Code (Clause 49 VI A of the Listing Agreements entered into with the Stock Exchange), are annexed to the Notice.
- 4) Members/ Proxies/ Representatives should bring the enclosed duly filled attendance slip, for attending the Meeting. Copies of the Annual Report or Attendance Slip will not be distributed at the Meeting.

5) Voting through electronic means:

- A. In compliance with the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 and Clause 35 B of the Listing Agreement, the Company is pleased to offer remote e-Voting facility as an alternative mode of voting which will enable the Members to cast their votes electronically. Necessary arrangements have been made by the Company with 'Central Depository Services (India) Limited' (CDSL) to facilitate remote e-voting.

Remote E-voting is optional and members shall have the option to vote either through remote e-voting or through ballot-form (by post) or by way of poll-paper at the Annual General Meeting. Members who have cast their votes by remote e-voting or by way of ballot-form prior to Meeting, may attend the Meeting, but shall not be entitled to cast their votes again.

The Board of Directors have appointed Mr. Sridhar G. Mudaliar, Partner, SVD & Associates, Company Secretaries, who in the opinion of the Company, is a duly qualified person, as a Scrutinizer who will collate the electronic voting process in a fair and transparent manner.

The instructions for shareholders voting electronically are as under:

- I. The voting period begins on September 19, 2015 (9.a.m.) and ends on September 22, 2015 (5 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 of September 16, 2015 (End of Day), may cast their vote electronically. The remote e-voting module shall be disabled by CDSL for voting thereafter.
- II. The shareholders should log on to the e-voting website www.evotingindia.com.
- III. Click on 'Shareholders' tab.
- IV. 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. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- V. Next enter the Image Verification as displayed and Click on Login.
- VI. 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.
- VII. If you are a first time user follow the steps given below:

	For Members 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"> • Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field.
DOB	Enter the Date of Birth as recorded in your demat account or in the Company records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details	Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio. <ul style="list-style-type: none"> • Please enter the DOB or Dividend Bank Details in order to login. If 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(iv)

- VIII. After entering these details appropriately, click on "SUBMIT" tab.

- IX. **Members 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 remote 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.
- X. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- XI. Click on the EVSN for < **ZF Steering Gear (India) Limited**>.
- XII. 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.
- XIII. Click on the 'RESOLUTIONS FILE LINK' if you wish to view the entire Resolution details.
- XIV. 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.
- XV. Once you 'CONFIRM' your vote on the resolution, you will not be allowed to modify your vote.
- XVI. You can also take out print of the voting done by you by clicking on 'Click here to print' option on the Voting page.
- XVII. If Demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forget Password & enter the details as prompted by the system.
- XVIII. 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 Corporate.
 - 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 should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.

- 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.

XIX. 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.

B. In the event, the draft resolution is assented to by the requisite majority of Shareholders by means of electronic voting, the date of declaration of result shall be deemed to be the date of passing of the said resolution at the Annual General Meeting.

C. The voting rights of Shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date i.e. September 16, 2015. Shareholders are requested to notify the change in the address, if any, in case of shares held in electronic form to the concerned Depository Participant quoting their Client ID and in case of Physical shares to the Registrar and Transfer Agent.

D. The Scrutinizer shall after the conclusion of voting at the Annual General Meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting and also count the votes received by post through ballot-form, in the presence of at least two witnesses, not in the employment of the Company and shall make, not later than three days of the conclusion of the Annual General Meeting, 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 and declare the result of the voting forthwith.

The Results declared along with the consolidated Scrutinizer's Report shall be placed on the Company's website www.zfindia.com and on the website of CDSL. The results shall simultaneously be communicated to the BSE Limited.

E. For members who wish to vote using ballot form:

Pursuant to Clause 35B of the Listing Agreement, members may fill in the ballot form sent alongwith the Annual Report and submit the same in a sealed envelop to the scrutiniser, Mr. Sridhar G Mudaliar, Partner, SVD & Associates, Company Secretaries, Unit: ZF Steering Gear (India) Ltd. C/o Link Intime India Pvt. Ltd., Block No. 202, A Wing, 2nd Floor, Akshay Complex, Off Dhole Patil Road, Pune- 411 01. so as to reach by 5.00 p.m. on September 22, 2015. Unsigned, incomplete or incorrectly ticked forms are liable to be rejected and the decision of the scrutinsiser on the validity of the forms will be final.

6) A copy of this notice has been placed on the website of the Company and on the website of CDSL

7) The Register of Members and Share Transfer Books of the Company will remain closed from September 17, 2015 to

September 23, 2015 (both days inclusive) for the purpose of payment of dividend to those Members, whose names stand on the Register of Members as on September 16, 2015. The dividend in respect of Equity Shares held in electronic form will be payable to the beneficial owners of the Equity Shares as at the end of business hours on September 16, 2015, as per the details furnished by the depositories for this purpose.

8) Members desirous of obtaining any information concerning the accounts and operations of the Company are requested to address their questions to the Company, so as to reach it at least ten days before the date of the Meeting, so that information can be made available at the Meeting.

9) Members holding shares in physical form are requested to intimate the changes, if any, in their registered addresses, to the Company's Registrar & Share Transfer Agents Link Intime India Pvt. Ltd., Block No. 202, Akshay Complex, Near Ganesh Temple, Off Dhole Patil Road, Pune -411 001.

10) Members are advised that respective bank details and address as furnished by them or by NSDL/ CDSL to the Company, for shares held in physical form and in the dematerialized form respectively, will be printed on their dividend warrants so as to protect against fraudulent encashment.

11) Pursuant to provisions of Section 205A and 205C of the Companies Act, 1956, the amount of dividend remaining unpaid or unclaimed for a period of seven years from the date of transfer to the unpaid dividend account, is required to be transferred to the Investor Education and Protection Fund (IEPF) of the Central Government. Accordingly, unclaimed dividends for the financial years 1995-96 to 2006-07 have been transferred to the IEPF. Unclaimed dividend for financial years 2008-09 and thereafter is still lying with the Company. Shareholders who have not yet encashed the dividend warrants for financial years 2007-08 and thereafter are requested to contact the Company at the earliest since no claim shall lie against the Company or the IEPF after transfer as mentioned above. The details of the unclaimed dividends of the aforesaid years are available on the Ministry of Corporate Affairs website at www.mca.gov.in.

12) The Annual Report 2014-15 of the Company circulated to the Members of the Company, will be made available on the Company's website at www.zfindia.com and also on the website of the BSE Ltd. (Bombay Stock Exchange) at www.bseindia.com

13) The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company/ Registrars and Transfer Agents, Link Intime India Pvt. Ltd.

- 14) All documents referred to in the accompanying Notice and Explanatory Statement are open for inspection at the Registered Office of the Company on all working days up to the date of the 35th Annual General Meeting.
- 15) In this Notice and Annexure thereto, the terms 'Shareholders' and 'Members' are used interchangeably.

Important Communication to Members

The following are the Company's recommendations to shareholders/ investors:

Open Demat Account and Dematerialize your shares

Investors should convert their physical holdings of securities into demat holdings. Holding securities in demat form helps investors to get immediate transfer of securities. No stamp duty is payable on transfer of shares held in demat form and risks associated with physical certificates such as forged transfers, fake certificates and bad deliveries are avoided.

Consolidate Multiple Folios

Investors should consolidate their shareholding held in multiple folios. This would facilitate one-stop tracking of all corporate benefits on the shares and would reduce time and efforts required to monitor multiple folios.

Register NECS Mandate and furnish correct bank account particulars with Company/ Depository Participant (DP)

Investors holding the shares in physical form should provide the national Electronic Clearing Services (NECS) mandate to the Company and investors holding the shares in demat form should ensure that correct and updated particulars of their bank account are available with the Depository Participant (DP). This would facilitate in receiving direct credits of dividends, refunds etc., from Companies and avoid postal delays and loss in transit. Investors must update their new bank account numbers allotted after implementation of Core Banking Solution (CBS) to the Company in case of shares held in physical form and to the DP in case of shares held in demat form.

Submit Nomination Form

Investors should register their nominations in case of physical shares with the Company and in case of dematerialized shares with their DP. Nomination would help the nominees to get the shares transmitted in their favour. Investors must ensure that nomination made is in the prescribed Form and must be witnessed by two witnesses in order to be effective. The Form may be downloaded from the Company's website www.zfindia.com under the section 'Investor'.

Green Initiative

Register e-mail address:

To support the 'Green Initiative' in the Corporate Governance taken by the Ministry of Corporate Governance taken by the Ministry of Corporate Affairs, to contribute towards greener environment and to receive all documents, notices, including Annual Reports and other communications of the Company, investors should register their e-mail addresses with 'Link Intime India Pvt. Ltd.', if shares are held in physical mode or with their DP, if the holding is in electronic mode.

Annexure to the Notice

Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013.

As required by Section 102(1) of the Companies Act, 2013 (the Act), in respect of the item of Special Business in this Notice.

Item No. 5

Mrs. Eitika Munot is a Non-Executive Non-Independent Director of the Company. She was appointed as an Additional Director of the Company by the Board of Directors with effect from September 15, 2014 pursuant to provisions of Section 161 of the Act and the Articles of Association of the Company and holds office up to the date of ensuing Annual General Meeting.

In view of the above, it is proposed to appoint Mrs. Eitika Munot as Non-Executive Non-Independent Director under Section 152 and other applicable provisions of the Act and the Rules made there under read with Clause 49 of the Listing Agreement.

The Company has received a notice in writing from the Member along with the deposit of Rs. 1,00,000 proposing the candidature of Mrs. Eitika Munot for the office of Director of the Company. The Company has received from Mrs. Eitika Munot the –

- I. Consent in writing to act as director in Form DIR 2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules, 2014 (the Rules).
- II. Intimation in Form DIR 8 in terms of the Rules, to the effect that she is not disqualified under sub-section (2) of Section 164 of the Act, confirming her eligibility for such appointment.

A brief resume of Mrs. Eitika Munot, nature of her expertise in specific functional areas, names of companies in which she hold directorships, memberships of the Board's Committees, shareholding in the Company and relationship between directors inter-se as stipulated under Clause 49 of the Listing Agreement with the Stock Exchange, is given herein under and forms part of the Notice.

Mrs. Eitika Munot is interested in the resolution set out at Item No. 5 of the Notice with regard to her appointment. Mrs. Eitika Munot and Mr. Utkarsh Munot and Mr. Dinesh Munot, her relatives may be deemed to be interested in the resolution set out respectively at Item No. 5 of the Notice, to the extent of her shareholding interest, if any, in the Company. Save and except the above, none of the other Directors or key Managerial Personnel of the Company or their relatives is, in any way, concerned or interested, financially or otherwise, in the resolution as set out respectively at Item No. 5 of the Notice.

The Board considers that the continued association of Mrs. Eitika Munot would be of immense benefit to the Company and it is desirable to continue to avail of the services of the proposed Director. Accordingly, the Board recommends the Ordinary Resolution set out at the Item No. 5 of the Notice for approval by the Members of the Company.

Profile of the Directors being appointed/ re-appointed as required under Clause 49 of the Listing Agreement entered into with the Stock Exchange.

Particulars	Mr. Utkarsh Munot	Mrs. Eitika Munot
DIN	00049903	01396661
Type	Executive Director	Non- Executive Non-Independent
Age	36 years	36 years
Date of Appointment	October 31, 2006	September 15, 2014
Qualification	B.E. (Mech. & Mfg. Engg.), U.S.A, Diploma in Business Admin., U.S.A.	Master of Business Administration (Human Resources) from Punjab University
Expertise in Specific Functional areas	Mr. Utkarsh Munot is in-charge of entire factory-operations including materials management, marketing, after sales service and logistics etc. He has been instrumental for implementing several New Methods and framing Policies for driving the Company to achieve Higher Goals.	Mrs. Eitika Munot was working as Manager-Co-ordination (S.A.P & H.R.) with the Company. The S.A.P was successfully installed in the Company under her guidance and supervision. Under her direction, the Company has initiated various motivational, health and safety awareness initiative. She has resigned from the services of the Company with effect from September 1, 2014.
Other Directorships held in India	Emtech Solutions Pvt. Ltd. Yelben Engineering Pvt. Ltd. Devashrya Realty Pvt. Ltd. DM South India Hospitality Pvt. Ltd.	Nil
Membership of Committees (in the Company)	-Corporate Social Responsibility Committee. - Risk Management Committee	Stakeholders' Relationship Committee.
Membership of Committees (Others)	Active member of Executive Committee of Automotive Components Manufacturers Association (ACMA)	Nil
No. of Equity Shares held in the Company	11,91,494	Nil
Relationship between directors/ KMP inter-se	Mr.Utkarsh Munot is son of Mr. Dinesh Munot and husband of Mrs. Eitika Munot.	Mrs. Eitika Munot is wife of Mr. Utkarsh Munot and daughter-in-law of Mr. Dinesh Munot.
Number of Board Meetings attended during the financial year	Five out of Five	Two out of Three

By Order of the Board of Directors
For **ZF Steering Gear (India) Ltd.**

July 28, 2015
Registered Office:
Gat No. 1242/44, Village Vadu Budruk,
Tal. Shirur, Dist. Pune - 412 216
CIN: L29130PN1981PLC02373

Satish Mehta
Company Secretary
Membership No. : F3219

s true

RAINBOWS?

10: 12% less than normal

5% of normal average

8% of normal average

02% of normal average

3% of normal average

cast: 90% of normal average

a big recovery in September looks unlikely. Consequently, the revised monsoon forecast... This also means September will not see copious amounts of rainfall and will possibly end up with plus/minus five per cent of the monthly average rainfall of 173 mm," Skymet says on its website.

kg LPG ts online connections

online booking will end hassles customers face in running to gas agencies for getting a new LPG connection.

Already, a refill can be ordered online. The two kilo cylinder will cater to the LPG requirements for all sections of society, including economically weaker families, students and migrant labourers who do not have proof of address due to acquiring residence on temporary basis. Such people can buy five kilo LPG cylinder at market price. He also said about 25 lakh people have voluntarily given up subsidy on LPG, helping widen the reach the scarce fuel. "On an average 50,000 people from all works of life are giving subsidy...the target set by Prime Minister Narendra Modi is one crore," he said.

Also, the scheme to pay subsidy directly in bank accounts of customers, called the Direct Benefit Transfer on LPG, has been recognised by the Guinness Book of World Records as the largest cash transfer programme in the world, he said adding it has eliminated "middlemen and black marketers"

HAVE YOU TAKEN THE BUSINESS STANDARD POLL?

Yes

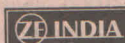
No

Can't say

Have your say on current business issues @ www.business-standard.com/poll

Business Standard

Know More. No Less.



ZF STEERING GEAR (INDIA) LIMITED

Regd. Off.: Gat No. 1242/44, Village Vadu Budruk, Tal. Shirur, Dist. Pune- 412 216. CIN: L29130PN1981PLC023734.
Email Id: enquiry@zfindia.com, Website: www.zfindia.com, Tel: 02137-305100, Fax: 02137-305302

NOTICE OF 35TH ANNUAL GENERAL MEETING, E-VOTING AND BOOK CLOSURE

NOTICE is hereby given that the 35th Annual General Meeting (the Meeting) of the members of ZF STEERING GEAR (INDIA) LIMITED, will be held on Wednesday, the September 23, 2015 at 4.00 p.m. at the registered office of the Company.

Notice is also given pursuant to Section 91 of the Companies Act, 2013 (the Act) the Register of Members and Share Transfer Books of the Company will remain closed from **September 17, 2015 to September 23, 2015** (both days inclusive) for the purpose of payment of Dividend, if any, declared at the Meeting.

Notice of the Meeting, setting out the Ordinary and Special business to be transacted thereat, together with the Audited Financial Statement for the year ended March 31, 2015, Auditors' Report and Directors' Report has been sent to the members to their registered addresses by post and electronically to those members who have registered their e-mail addresses. Members are hereby informed that, the Notice of the meeting and the aforesaid documents are available on the Company's website (www.zfindia.com) and copies of the said documents are also available for inspection at the Registered Office of the Company on all working days, except Thursdays, during business hours up to the date of the meeting.

A member entitled to attend and vote at the meeting is entitled to appoint a Proxy to attend and vote on a poll instead of himself and the Proxy need not be a member of the Company. The instrument appointing Proxy to be valid should be deposited at the Registered Office of the Company not less than 48 hours before the commencement of the meeting.

REMOTE E-VOTING INFORMATION FOR 35TH ANNUAL GENERAL MEETING (AGM)

The members are hereby informed that pursuant to Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (the Rules), the Company is pleased to provide its Members the facility to cast their vote by electronic means on all the Resolutions set forth in the Notice. Members holding shares either in Physical form or in dematerialized form, as on the **cut-off date of September 16, 2015**, may cast their votes electronically on the Ordinary and Special Business as set out in the Notice of the AGM through electronic voting system of Central Depository Services Limited (CDSL). The details pursuant to the provisions of the Act and the Rules are given hereunder:

- Date of Completion of Sending of Notice: August 28, 2015.
- Date and time of Commencement of e-voting: **September 19, 2015 (9 a.m.)**
- Date and time of end of e-voting: **September 22, 2015 (5 p.m.)**
- Voting through electronic means shall not be allowed beyond 5.00 p.m. on Tuesday, September 22, 2015.
- The Company has appointed Mr. Sridhar G. Mudaliar, Practicing Company Secretary, as the Scrutinizer for conducting the e-voting process in fair and transparent manner.
- The Notice of 35th AGM is available on the website of the Company at <http://www.zfindia.com> and on the website of the Central Depository Services (India) Limited at www.evotingindia.com.
- The results of e-voting along with the Scrutinizer's report shall be placed on the Company's website (www.zfindia.com) within three (3) days of passing of the resolutions at the AGM on September 23, 2015 for information to the Members, and communicated to the BSE Limited.
- For electronic voting instructions, Members may go through the instructions in the Notice of 35th AGM and in case of any queries/grievances connected with electronic voting Members may refer to the Frequently Asked Questions ('FAQs') and e-voting User Manual for Members available at the download section of <https://www.evotingindia.co.in>. For any queries/grievances, in relation to e-voting, Members may contact: Mr. Santhosh More/ Mr. Bhagavant Sawant, Link Intime India Pvt. Ltd., Pune. Email-id: pune@linkintime.co.in, Telephone No. 020-26160084.

Pursuant to Clause 35B of the Listing Agreement, members who do not have access to remote e-voting facility, may exercise their right to vote on business to be transacted at the AGM of the Company by submitting Ballot Form enclosed to the Notice of the AGM in a sealed envelope addressed to the Scrutinizer, Mr. Sridhar G Mudaliar, Partner, SVD & Associates, Company Secretaries, Unit: ZF Steering Gear (India) Ltd. C/o Link Intime India Pvt. Ltd., Block No. 202, A Wing, 2nd Floor, Akshay Complex, Off Dhole Patil Road, Pune 411001, so as to reach by 5.00 p.m. on September 22, 2015. The Ballot Form received thereafter will be strictly treated as not received. A member can opt for only one mode of voting either through remote e-voting or by the Ballot or by Poll. If a member casts votes by all modes, then voting done through remote e-voting shall prevail and the Ballot Form shall be treated as invalid.

For ZF Steering Gear (India) Ltd.

Satish Mehta

Company Secretary

५१ संघांनी सहभाग घेतला होता. स्पर्धेचे यंदा ५१ वे वर्ष आहे. स्पर्धेच्या प्राथमिक फेरीसाठी अभिनेत्री अंजली धारू, लेखक मिलिंद जोगळेकर आणि कवी डॉ. राहुल देशपांडे यांनी परीक्षक म्हणून काम पाहिले. या स्पर्धेची अंतिम फेरी ५ आणि ६ सप्टेंबर

अजय जोशी हे परीक्षक असतील. यंदाच्या स्पर्धेपासून अंतिम नऊ संघांबरोबरच सुमार सादरीकरण करणाऱ्या दहा संघांचीही निवड करण्यात आली असून या संघांना पुढील वर्षीच्या स्पर्धेत प्राधान्याने संधी मिळणार नसल्याचे संयोजकांनी कळविले.

र डॉ. अलका देव-मारुलकर यांना जाहीर



ग्वाल्हेर, जयपूर आणि किराणा या तीनही घराण्यांच्या शैलीदार गायनाची परंपरा समर्थपणे सादर करणाऱ्या डॉ. अलका देव-मारुलकर यांना वडील पं. राजाभाऊ देव आणि पं.

रिलेशन ऑफ द बंदिश इड विथ द रागाज अँड द स्कोप फॉर द नरवसाज इन बंदिशोज' या विषयावर त्यांनी पीएच. डी. संपादन केली आहे. जोगेश्री, आनंदकल्याण, पंचमगौरी या रागांची निर्मिती केली असून त्यांनी देशात आणि परदेशात संत कबीर आणि सूरदास यांच्या रचनांवर आधारित कार्यक्रमांचे सादरीकरण केले आहे.

सूदन कानेटकर यांच्याकडून तालीम झाली. उपशास्त्रीय संगीतावरील चे प्रभुत्व उल्लेखनीय आहे. 'को-

हुरी

मावना

सन २०१५-१६ पासून सुरू वेशा प्रक्रिया खाली दिलेल्या म्या maha-agriadmission.in राज्यस्तरीय गुणवत्ता यादीतील येथे प्रवेश घेणेकरिता वरील यात येते. प्रवेश प्रक्रियासंबंधी

दिनांक
२०१५ ते ०४/०९/२०१५
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२०१५ (सायं. ५.३० पर्यंत)
२०१५
२०१५ (सायं. ५.३० पर्यंत)
२०१५
२०१५
निमखेडी रोड, जळगाव येथे
सही/- कुलसचिव मा फुले कृषी विद्यापीठ, राहुरी

Ministry of MSME (Govt. of India)

सी.बी.कोरा ग्रामोद्योग संस्थान शिंपोली युनिसेपल शाळेसमोर, बोरिवली (प.), मुंबई-११.

फायबर FRP मोल्डींग प्रशिक्षण

रेग्युलर बॅच दि. १८ ऑगस्ट २०१५ पासून
प्रात्यक्षिकांसह प्रशिक्षणात - फायबर, रबर व प्लास्टर मोल्ड
बनविणे, मूर्ती, वॉटरफॉल, दरवाजा, बोट, केमिकल टँक, पाईप,
बागेतील खेळणी व औद्योगिक वापरातल्या वस्तू, गाड्यांचे विविध
भाग, फिनिशिंग व पेंटिंगसहीत बनविणे.

प्लास्टिक मोल्डींग प्रशिक्षण

शनि. व रवि. बॅच दि. ५ सप्टेंबर ते ११ ऑक्टोबर २०१५
प्लास्टिकचे व्यावसायिक प्रात्यक्षिकांसह मोल्डींग मशिनवर
प्रशिक्षण. इंजेक्शन, ब्लो, एक्सट्रूजन, कॉम्प्रेसन मोल्डींग पद्धती.
प्लास्टिक मोल्ड व डाईज, मटेरियल टेस्टिंग व क्वालिटी कंट्रोल,
मशीन मॅटेन्स, प्लास्टिक प्रकल्प उभारण्यास सहकार्य इ.
वयोमर्यादा : किमान १६ वर्षांपासून पुढे

मर्यादित प्रवेश **KVIC** ची
अधिक माहितीकरिता संपर्क साधा २५ ताखापर्यंतची कर्ज योजना
9321113816 / 7219691476 /
7030530986 / 9561187176

ZFININDIA **झेडएफ स्टिअरिंग गिअर (इंडिया) लिमिटेड**
रजि. ऑफिस : गट नं. १२४२/४४, वडू बुद्रुक, ता. शिरूर, जि. पुणे - ४१२ २१६. CIN: L29130PN1981PLC023734,
Email Id: enquiry@zfindia.com, Website: www.zfindia.com, टेलि: 02137-305100, फॅक्स: 02137-305302

३५वी सर्वसाधारण सभा, ई-व्होटींग आणि बुक वलोजर संदर्भात सूचना

सर्व संबंधितांना या सूचनेद्वारे कळविण्यात येते की झेडएफ स्टिअरिंग गिअर (इंडिया) लिमिटेड या कंपनीच्या सभासदांची ३५ वी वार्षिक सर्वसाधारण सभा बुधवार, २३ सप्टेंबर २०१५ रोजी दु. ४ वा. कंपनीचे नोंदणीकृत कार्यालय येथे बोलावण्यात आली आहे.

कंपनीज अॅक्ट, २०१३च्या, सेक्शन ११ नुसार, सभासदांचे रजिस्टर व कंपनीचे शेअर ट्रान्सफर बुक्स, लाभांश (कंपनीने सभेमध्ये जाहीर केला असल्यास) देण्याचे कामानिमित्त दिनांक १७ सप्टेंबर २०१५ ते दिनांक २३ सप्टेंबर २०१५ (दोन्ही दिवसांसहीत) बंद ठेवण्यात येतील.

सदर सभेच्या नोटीस सोबत, सभेच्या कामकाजामध्ये अंतर्भूत केलेल्या सर्वसाधारण आणि विशेष व्यवसायविषयक व्यवहारांची माहिती तसेच ३१ मार्च २०१५ अखेरचे लेखांकित आर्थिक पत्रक (ऑडिटेड फायनान्सियल स्टेटमेंट), लेखापालांचा अहवाल (ऑडिटेड रिपोर्ट) आणि संचालकांचा अहवाल (डायरेक्टर्स रिपोर्ट) इत्यादी कागदपत्रे, सभासदांना त्यांच्या नोंदणीकृत पत्त्यावर पोस्टाने आणि ज्या सभासदांनी आपले ई-मेल पते कंपनीकडे नोंद केले आहेत अशा सभासदांना, ई-मेल द्वारे पाठविण्यात आली आहेत. सभासदांना याद्वारे सूचित करण्यात येते की सभेची नोटीस आणि वर उद्धृत केलेली कागदपत्रे कंपनीच्या वेबसाईटवर (www.zfindia.com) उपलब्ध आहेत. तसेच सदर कागदपत्रांच्या प्रती तपासणीसाठी कंपनीच्या नोंदणीकृत कार्यालयात, गुरुवार वगळता कामकाजाच्या अन्य दिवशी, कार्यालयीन वेळेत, सभेच्या तारखेपर्यंत उपलब्ध आहेत.

सभेला उपस्थित राहण्यासाठी व मतदानासाठी पात्र असलेला सभासद स्वतःऐवजी सभेला हजर राहण्यासाठी व मतदानाचा हक्क बजावण्यासाठी आपला प्रतिनिधी (प्रॉक्सि) नेमू शकेल आणि असा प्रतिनिधी कंपनीचा सभासद असणे आवश्यक नाही. सदर प्रतिनिधीने नेमणुकीसाठी आवश्यक असलेले अधिकारपत्र कंपनीच्या नोंदणीकृत कार्यालयात मिटींग सुरू होण्यापूर्वी किमान ४८ तास आधी सादर करणे आवश्यक आहे.

३५ व्या वार्षिक सर्वसाधारण सभेकरिता रिमोट ई-व्होटींग विषयी माहिती

सभासदांना याद्वारे सूचित करण्यात येते की संबंधित कायद्यातील सेक्शन १०८ व त्याच्या अनुषंगाने येणाऱ्या कंपनीज (मॅनेजमेंट अँड अॅडमिनिस्ट्रेशन) रूल्स, २०१४ मधील नियम २० अन्वये, नोटीशीद्वारे सभेच्या कामकाजात समाविष्ट केलेल्या सर्व ठरावांवर, इलेक्ट्रॉनिक माध्यमांद्वारे सभासदांना मतदानाचा हक्क प्रदान करण्यात आनंद होत आहे. ज्या सभासदांकडे कंपनीचे समभाग प्रत्यक्ष स्वरूपात अथवा अप्रत्यक्ष स्वरूपात दिनांक १६ सप्टेंबर २०१५ या कट ऑफ तारखेपर्यंत उपलब्ध आहेत असे सभासद कंपनीच्या सर्वसाधारण सभेमध्ये अंतर्भूत केलेल्या, सर्वसाधारण व विशेष व्यवसाय विषयक बाबींसंबंधात आपला मतदानाचा हक्क सेंट्रल डिपॉझिटरी सर्व्हिसेस लिमिटेड यांचेमार्फत, इलेक्ट्रॉनिक माध्यमांद्वारे बजावू शकतील. या संबंधीच्या कायद्यातील व नियमातील तरतुदीनुसार आवश्यक तपशील खाली दिला आहे.

- कंपनीने २८ ऑगस्ट २०१५ रोजी कंपनीच्या सदस्यांना सदर सर्वसाधारण सभेची सूचना पाठवण्याचे काम पूर्ण केले आहे.
- ई-व्होटींग प्रक्रिया सुरू होण्याची तारीख व वेळ : १९ सप्टेंबर, २०१५, सकाळी ९.०० वा.
- ई-व्होटींग प्रक्रिया पूर्ण होण्याची तारीख व वेळ : २२ सप्टेंबर, २०१५, सायं. ५.०० वा.
- मंगळवार, दि. २२ सप्टेंबर २०१५ रोजी सायं. ५ नंतर ई-व्होटींगद्वारे मतदान करू दिले जाणार नाही.
- ई-व्होटींग द्वारे होणारी मतदान प्रक्रिया पारदर्शीपणे व योग्यरित्या पूर्ण होण्यासाठी निरीक्षक म्हणून कंपनीने श्री. श्रीधर जी. मुदलियार, व्यावसायिक कंपनी सेक्रेटरी, यांची नियुक्ती केली आहे.
- ३५ व्या सर्वसाधारण सभेची सूचना कंपनीचे संकेतस्थळ <http://www.zfindia.com> आणि सेंट्रल डिपॉझिटरी सर्व्हिसेस (इंडिया) लि. चे संकेतस्थळ www.evotingindia.com वर उपलब्ध आहे.
- जाहीर झालेले निकाल तसेच निरीक्षकांचा अहवाल दिनांक २३ सप्टेंबर, २०१५ रोजी होणाऱ्या सर्वसाधारण सभेमध्ये ठराव मंजूर झाल्यानंतर ३ दिवसांचे आत कंपनीच्या संकेतस्थळ www.zfindia.com वर सभासदांच्या माहितीसाठी उपलब्ध करून देण्यात येतील तसेच BSE (बॉम्बे स्टॉक एक्सचेंज लि.) ला कळविण्यात येतील.
- इलेक्ट्रॉनिक मतदान प्रक्रियेसंदर्भातील सूचना अवगत करून घेण्यासाठी भागधारकांनी ३५व्या सर्वसाधारण सभेच्या सूचना वाचाव्यात आणि ई-व्होटींग संदर्भात काही शंका/तक्रारी असतील तर सभासदांनी FAQ (Frequently Asked Questions) सर्वसाधारणपणे नेहमी विचारले जाणारे प्रश्न' यामध्ये त्याबाबत माहिती घ्यावी. सभासदांसाठी <http://www.evotingindia.co.in> या लिंकद्वारे 'ई-व्होटींग यूजर मॅनुअल' डाउनलोड करता येईल. ई-व्होटींग संदर्भातील सूचना अथवा तक्रारी संदर्भात सभासदांनी श्री. संतोष मोरे/श्री. भगवंत सावंत, लिंक इनटाईम प्रा.लि., पुणे यांच्याशी ई-मेलद्वारे (pune@linkintime.co.in) अथवा टेलिफोन (०२०-२६१६००८४) द्वारे संपर्क साधावा.

लिस्टिंग अॅग्रीमेंट मधील कलम ३५-बी नुसार ज्या सभासदांना रिमोट व्होटींग सुविधा उपलब्ध नाही, असे सभासद आपला मतदानाचा हक्क, कंपनीच्या सर्वसाधारण सभेमध्ये, सभेच्या नोटीस सोबत जोडलेल्या मतपत्रिकेद्वारे सीलबंद पाकिटातून बजावू शकतील. सदरचा सीलबंद लिफाफा सभेचे निरीक्षक, श्री. श्रीधर जी. मुदलियार, पार्टनर एस.व्ही.डी. अँड असोसिएट्स, कंपनी सेक्रेटरीज युनिट : झेड. एफ. गिअर (इंडिया) लि., द्वारा लिंक इनटाईम इंडिया प्रा. लि., ब्लॉक नं. २०२, ए-बिंग, दुसरा मजला, अक्षय कॉम्प्लेक्स, बोलेपाटील रोड समोर, पुणे - ४११ ००१ या पत्त्यावर दिनांक २२ सप्टेंबर २०१५ रोजी सायंकाळी ५.०० वाजेपर्यंत पोहोचेल अशा पद्धतीने पाठवावा. उपरोक्त मुदतीनंतर प्राप्त झालेल्या मतपत्रिका पोहोचलेल्या नाहीत असे स्पष्टपणे ग्राह्य धरण्यात येईल. तथापि सभासद कोणत्याही एका मतदान पद्धतीचा अवलंब करू शकेल, म्हणजे रिमोट ई-व्होटींग पद्धत किंवा सीलबंद लिफाफ्याद्वारे पाठविण्यात आलेल्या मतपत्रिका. जर एखादा सभासदाने मतदानाच्या सर्व पद्धतींचा अवलंब केला तर त्याचे रिमोट व्होटींग पद्धतीद्वारे दिलेले मत ग्राह्य धरले जाईल व मतपत्रिकेद्वारे केलेले मतदान अवैध समजण्यात येईल.

झेडएफ स्टिअरिंग गिअर (इंडिया) लि. करिता,
सतीश मेहता
कंपनी सेक्रेटरी
पुणे
२९ ऑगस्ट, २०१५

Loksatva - 31/08/15