

General information about company

Scrip code	505163
NSE Symbol	
MSEI Symbol	
ISIN	INE116C01012
Name of the entity	ZF STEERING GEAR (INDIA) LIMITED
Date of start of financial year	01-04-2019
Date of end of financial year	31-03-2020
Reporting Quarter	Quarterly
Date of Report	30-09-2019
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Top 1000 listed entities

Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Sr	Title (Mr / Ms)	Name of the Director	Category 1 of directors	Category 2 of directors	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
	Mr	Dinesh Hirachand Munot	Executive Director	Chairperson	08-11-1986	28-07-2016			2	1	1	0
	Mr	Utkarsh Dinesh Munot	Executive Director	Not Applicable	31-10-2006	19-05-2016			1	0	0	0
	Mr	Manish Mohan Motwani	Non-Executive - Independent Director	Not Applicable	23-06-1998	01-04-2019		6	1	1	1	0
	Mr	Shridhar Shamrao Kalmadi	Non-Executive - Independent Director	Not Applicable	26-05-2009	01-04-2019		53	1	1	0	0
	Mr	Ajinkya Arun Firodia	Non-Executive - Independent Director	Not Applicable	14-07-2010	01-04-2015		53	2	1	0	0
	Mr	Jitendra Anil Pandit	Non-Executive - Independent Director	Not Applicable	29-01-2013	01-04-2015		53	1	1	2	1

Mr	Satish Amolakchand Gundecha	Non-Executive - Independent Director	Not Applicable	15-09-2014			0	1	1	2	1
Mrs	Eitika Munot	Non-Executive - Non Independent Director	Not Applicable	15-09-2014	27-08-2018			1	0	1	0
Mr	Soumitra Bhattacharya	Non-Executive - Non Independent Director	Not Applicable	04-11-2015		27-08-2019		2	0	1	0
Mr.	Adit Madhusudan Rathi	Non-Executive - Independent Director	Not Applicable	20-09-2019				1	1	0	0
Mr.	Sandeep Nelamangala	Non-Executive - Non Independent Director	Not Applicable	20-09-2019				1	1	0	0

Annexure I

Audit Committee Details

Whether the Audit Committee has a Regular Chairperson			– Yes			
Sr No	Name of Committee Members	Category 1 of Directors	Category 2 of Directors	Date of Appointment	Date of Cessation	Remarks
1	Mr. S A Gundecha	Non-Executive - Independent Director	Chairperson	15-01-2019		
2	Mr. Jitendra A Pandit	Non-Executive - Independent Director	Member	29-09-2014		
3	Mr. Manish Motwani	Non-Executive - Independent Director	Member	29-09-2014		

Nomination and Remuneration Committee Details						
Whether the Nomination and Remuneration Committee has a Regular Chairperson				– Yes		
Sr No	Name of Committee Members	Category 1 of Directors	Category 2 of Directors	Date of Appointment	Date of Cessation	Remarks
1	Mr. S A Gundecha	Non-Executive - Independent Director	Chairperson	15-01-2019		
2	Mr. Jitendra A Pandit	Non-Executive - Independent Director	Member	29-09-2014		
3	Mr. Manish Motwani	Non-Executive - Independent Director	Member	29-09-2014		

Stakeholders Relationship Committee Details						
Whether the Stakeholders Relationship Committee has a Regular Chairperson – Yes						
Sr No	Name of Committee Members	Category 1 of Directors	Category 2 of Directors	Date of Appointment	Date of Cessation	Remarks
1	Mr. Jitendra A Pandit	Non-Executive - Independent Director	Chairperson	29-09-2014		
2	Mrs. Eitika Munot	Non-Executive – Non- Independent Director	Member	29-09-2014		
3	Mr. S A Gundecha	Non-Executive - Independent Director	Member	15-01-2019		

Corporate Social Responsibility Committee Details						
Whether the Corporate Social Responsibility Committee has a Regular Chairperson – Yes						
Sr No	Name of Committee Members	Category 1 of Directors	Category 2 of Directors	Date of Appointment	Date of Cessation	Remarks
1	Mr. Dinesh Munot	Executive Director	Chairperson	29-09-2014		
2	Mr. Utkarsh Munot	Executive Director	Member	29-09-2014		
3	Mrs. Eitika Munot	Non-Executive - Non Independent Director	Member	10-03-2016		
4	Mr. Shridhar S Kalmadi	Non-Executive - Independent Director	Member	15-01-2019		

Annexure I					
MEETING OF BOARD OF DIRECTORS					
Sr	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
1	28-05-2019		Yes	5	3
2	30-05-2019	1	Yes	7	4
3	13-06-2019	13	Yes	7	4
4	31-07-2019	47	Yes	7	4

Annexure I							
MEETING OF COMMITTEES							
Sr No.	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter	Maximum gap between any two consecutive (in number	Name of other committee	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*

		in chronological order)	of days)				
1	Audit Committee	28-05-2019			Yes	2	2
2	Audit Committee	30-05-2019			Yes	3	3
3	Audit Committee	13-06-2019	13		Yes	3	3
4	Audit Committee	31-07-2019	47		Yes	3	3
4	Nomination and remuneration committee	13-06-2019			Yes	3	3
	Nomination and remuneration committee	31-07-2019			Yes	3	3

Annexure I			
Related Party Transactions			
Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	Yes	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

Annexure 1

VI. Affirmations

Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 100 listed entities)	NA
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes

Annexure III

III. Affirmation

Sr	Particulars	Regulation Number	Compliance Status (Yes/No/NA)	IF Status is 'NO' details of non-compliance may be given here.
1	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	No	Mr. S.A. Gundecha, Chairman of the Committee is a senior Advocate, He had urgent hearing in the Court, which was not possible to adjourn. Therefore, he was not present at the Annual General Meeting.
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting.	19(3)	No	Mr. S.A. Gundecha, Chairman of the Committee is a senior Advocate, He had urgent hearing in the Court, which was not possible to adjourn. Therefore, he was not present at the Annual General Meeting.
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	No	Mr. Jitendra A Pandit, Chairman of the Committee, could not attend the Annual General Meeting due to ill-health of his father
5	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	

Signatory Details

Name of signatory	Satish Mehta
Designation of person	Company Secretary and Compliance Officer
Place	Pune
Date	07-10-2019