

General information about company	
Scrip code	505163
NSE Symbol	NOTLISTED
MSEI Symbol	NOTLISTED
ISIN	INE116C01012
Name of the entity	ZF Steering Gear (India) Limited
Date of start of financial year	01-04-2024
Date of end of financial year	31-03-2025
Reporting Quarter Type	Quarterly
Date of Quarter Ending	31-12-2024
Type of company	Equity
Whether Annexure I (Part A) of the SEBI Circular dated December 31, 2024 related to Compliance Report on Corporate Governance is applicable to the entity?	Yes
Whether Annexure I (Part B) of the SEBI Circular dated December 31, 2024 related to Investor Grievance Redressal Report is Applicable to the entity?	Yes
Whether Annexure I (Part C) of the SEBI Circular dated December 31, 2024 related to Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies is Applicable to the entity?	No The Company has not made any undisclosed acquisition.
Whether Annexure I (Part D) of the SEBI Circular dated December 31, 2024 related to Disclosure of Imposition of Fine or Penalty is Applicable to the entity?	No There are no Fines or Penalties imposed on the Company for Q3 of FY 2024-25
Whether Annexure I (Part E) of the SEBI Circular dated December 31, 2024 related to Disclosure of Updates to Ongoing Tax Litigations or Disputes is Applicable to the entity?	Yes
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Top 2000 listed entities
Is SCORE ID Available ?	Yes
SCORE Registration ID	Z00015
Reason For No SCORE ID	
Type of Submission	Original
Remarks (website dissemination)	
Remarks for Exchange (not for Website Dissemination)	

Annexure I**Annexure I to be submitted by listed entity on quarterly basis****I. Composition of Board of Directors**

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson

Yes

Whether Chairperson is related to MD or CEO

Yes

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth
1	Mr	Dinesh Munot			Executive Director	Chairperson		08-12-1947
2	Mr	Utkarsh Munot			Executive Director	Not Applicable	MD	30-12-1980
3	Mr	Shridhar Kalmadi			Non-Executive - Independent Director	Not Applicable		26-11-1947
4	Mrs	Smita Lahoti			Non-Executive - Independent Director	Not Applicable		20-01-1980
5	Mr	Dinesh Bothra			Non-Executive - Non Independent Director	Not Applicable		01-06-1967
6	Mr	Rohit Rathi			Non-Executive - Independent Director	Not Applicable	Shareholder Director	09-08-1974

I. Composition of Board of Directors

Disqualification of Directors under section 164 of the Companies Act, 2013

Sr	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status
1	No				Active
2	No				Active
3	No				Active
4	No				Active
5	No				Active
6	No				Active

I. Composition of Board of Directors

Sr	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	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 [with reference to proviso to regulation 17A(1) & reg. 17A(2)]	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)	Reason for Cessation	Notes for not providing PAN	Notes for not providing DIN
1	NA		08-11-1986	28-07-2021			1	0	0	0			
2	NA		31-10-2006	19-05-2021			1	0	2	0			
3	Yes	20-09-2019	26-05-2009	01-04-2020		57	1	1	2	2			
4	NA		27-06-2020			54	1	1	1	0			
5	NA		03-02-2024				1	0	1	0			
6	NA		06-08-2024			5	1	1	0	0			

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00044301	Shridhar Kalmadi	Non-Executive - Independent Director	Chairperson	01-04-2024		
2	08764528	Smita Lahoti	Non-Executive - Independent Director	Member	01-08-2020		
3	00049903	Utkarsh Munot	Executive Director	Member	01-04-2020		

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00044301	Shridhar Kalmadi	Non-Executive - Independent Director	Chairperson	01-04-2024		
2	08764528	Smita Lahoti	Non-Executive - Independent Director	Member	21-04-2022		
3	00049883	Dinesh Bothra	Non-Executive - Non Independent Director	Member	15-09-2024		

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00044301	Shridhar Kalmadi	Non-Executive - Independent Director	Chairperson	01-04-2020		
2	00049903	Utkarsh Munot	Executive Director	Member	21-04-2022		
3	00049883	Dinesh Bothra	Non-Executive - Non Independent Director	Member	15-09-2024		

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00049801	Dinesh Munot	Executive Director	Chairperson	29-09-2014		
2	00049903	Utkarsh Munot	Executive Director	Member	29-09-2014		
3	00044301	Shridhar Kalmadi	Non-Executive - Independent Director	Member	15-01-2019		

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

Annexure 1

Annexure 1

III. Meeting of Board of Directors

Disclosure of notes on meeting of board of directors explanatory								
Sr. No.	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	06-08-2024				Yes	7	6	3
2	10-08-2024		3		Yes	7	7	4
3		11-11-2024	92		Yes	6	6	3

Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory										
Sr	Name of Committee	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)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	06-08-2024				Yes	4	3	2	0
2	Audit Committee	11-11-2024	96			Yes	3	3	2	0
3	Nomination and remuneration committee	03-08-2024				Yes	3	3	3	0
4	Stakeholders Relationship Committee	03-08-2024				Yes	3	3	2	0

Annexure 1

V. 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 1000 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 1

Sr	Subject	Compliance status
1	Name of signatory	Satish Mehta
2	Designation	Company Secretary and Compliance Officer

Details of Cyber security incidence

Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter		No
Number of cyber security incidence or breaches or loss of data event occurred during the quarter		
Sr.	Date of the event	Brief details of the event

Signatory Details	
Name of signatory	Satish Mehta
Designation of person	Company Secretary and Compliance Officer
Place	Pune
Date	03-02-2025

Investor Grievance Details

No. of investor complaints pending at the beginning of Quarter	0
No. of investor complaints received during the Quarter	3
No. of investor complaints disposed off during the Quarter	3
No. of investor complaints those remaining unresolved at the end of the Quarter	0

Disclosure of Updates to Ongoing Tax Litigations or Disputes The updates on tax litigations or disputes in terms of sub-para 8 of para B of Part A of Schedule III read with corresponding provisions of Annexure 18 of the Master Circular are given below:

Any Other Information for Disclosure of Updates to Ongoing Tax Litigations or Disputes				
Sr. No.	Name of the opposing party	Date of initiation of the litigation / dispute	Status of the litigation / dispute as per last disclosure	Current status of the litigation / dispute
1	Income Tax Department	04-08-2006	Pune Tribunal vide their various orders for the AY 1995-96 to AY 2004-05 restored the matter back to the file of CIT(A) for fresh examination of issue related to claim of deduction u/s 80-IA of the Income Tax Act, 1961. Presently pending before Commissioner of Income Appeal - 28, Delhi	Necessary submission have been filed, now at hearing stage.
2	Income Tax Department	29-09-2021	Appeals have been filed before Commissioner of Income Appeal - 28, Delhi, against the assessment orders passed u/s 153A of the Income Tax Act for the AY 2014-15 to AY 2019-20 and u/s 143(3) of the Income Tax Act for the AY 2020-21.	Necessary submission have been filed, now at hearing stage.
3	Income Tax Department	03-11-2017	Appeal have been filed before Commissioner of Income Appeal - 28, Delhi, against TDS order passed u/s 154 of the Income Tax Act for AY 2013-14	Necessary submission have been filed, now at hearing stage.
4	Income Tax Department	24-02-2023	The Income Tax Department has challenged the order passed by the Hon'ble Pune Tribunal's order dt. 08.02.2022 for AY 2013-14 before the Hon'ble Bombay High Court	At admission stage
5	Income Tax Department	06-06-2023	Appeal have been filed against the order passed by the Hon'ble Pune Tribunal's order dt. 07.02.2023 for AY 2014-15 before the Hon'ble Bombay High Court	At admission stage
6	Income Tax Department	18-06-2024	Writ Petition have been filed before Hon'ble Bombay High Court, against the notice issued by the Assessing Officer dt. 26.03.2012 u/s 148 of the Income Tax Act read with the reason disposal Order dt. 06.06.2024 and Show Cause Notice dt. 12.06.2024 for the AY 2005-06	Ad-interim stay has been granted by the Hon'ble Bombay High Court vide order dt. 19.06.2024. Now under admission stage.
7	Sales Tax Department	11-12-2020	Appeal have been filed before Joint Commissioner Appeal, Sales Tax, against the Assessment Order u/s 23 of the Maharashtra Value Added Act, 2002 for the FY 2016-17	Necessary submission have been filed, now at hearing stage.
8	Central Excise Department	09-02-2022	Appeal has been filed before CESTAT, Mumbai, against the order passed by the Commissioner (Appeals-I), Central Tax, Pune order dt. 29.10.2021 Order-in-Appeal No. PUN-EXCUS-001-APP-81/2021-22	At admission stage
9	Goods & Service Tax Department	14-10-2023	Show Cause Notice dt. 14.10.2023 issued in Form GST DRC-01 in respect of Pithampur Plant, Madhya Pradesh, on conclusion fo GST Audit for the period FY 2017-18 to FY 2021-22, for adjudication before the Adjudication Officer, Assistant Commissioner, CGST, Commissionerate -Ujjain	Necessary submission have been filed, now at hearing stage.
10	Goods & Service Tax Department	17-10-2023	Appeal has been filed before GST Appellate Authority, Rudrapur, against the order passed u/s 129(3) of the CGST Act on 07.09.2023 for the FY 2023-24	Not yet listed for hearing
11	Goods & Service Tax Department	21-09-2024	Appeal has been filed before GST Appellate Authority, Madhya Pradesh, against the ORDER-IN-ORIGINAL issued on dated 25.06.2024 under section 73(1) of CGST Act, 2017 read with MPGST Act, 2017 and IGST Act, 2017 for the FY 2019-20	Not yet listed for hearing
12	Goods & Service Tax Department	26-11-2024	Show Cause Notice dt. 26.11.2024 in Form DRC-01 SCN No. 14/Adj-SCN/Div-V/R-V/AC/24-25 issued by the Assistant Commissioner, Central Tax (GST), Pune for adjudication before the Adjudication Officer, Assistant Commissioner, CGST, Commissionerate -Pune for the FY 2020-21	Necessary submission have been filed, now at hearing stage.
13	ZF Steering Gear (I) Ltd v/s ZF Friedrichshafen AG and others	30-06-2023	The Company has filed 2 (two) commercial suits 22/2023 & 23/2023 against ZF Friedrichshafen AG and others, before the Hon'ble District Court, Pune claiming damages of Rs. 200 crore in each suit, for permanent injunction Section under section 142 of the Trade Marks Act, 1999 and for for passing off under section 134 of the Trade Marks Act, 1999	Presently, the said 2 suits are pending for adjudication before the Hon'ble District Court, Pune.

14	ZF Friedrichshafen AG and others v/s ZF Steering Gear (I) Ltd	10-09-2024	ZF Friedrichshafen AG has filed Commercial IP Suit No. (L): 27382 of 2024 along with Interim Application No. (L): 28099 of 2024 before the Hon'ble Bombay High Court, inter-alia alleges an infringement and passing off, of the trademark/mark "ZF" and/or "ZF India" and a claim of Rs.100 Crores as damages	Pending at ad-interim stage
----	---	------------	--	-----------------------------

