

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	01-04-2025	
Date of end of financial year	31-03-2026	
Reporting Quarter Type	Half Yearly	
Date of Quarter Ending	30-09-2025	
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 acquired any shares in the unlisted company during the quarter
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?	Yes	
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	
Whether Annexure I (Part F) of the SEBI Circular dated December 31, 2024 related to Disclosure Of Loans / Guarantees / Comfort Letters / Securities Etc. 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	AAZPM5199H	00049801	Executive Director	Chairperson		08-12-1947
2	Mr	Utkarsh Munot	AFOPM1700J	00049903	Executive Director	Not Applicable	MD	30-12-1980
3	Mrs	Smita Lahoti	AGPPK0002M	08764528	Non-Executive - Independent Director	Not Applicable		20-01-1980
4	Mr	Dinesh Bothra	ABLPB9154C	00049883	Non-Executive - Non Independent Director	Not Applicable		01-06-1967
5	Mr	Rohit Rathi	ABDPR2555D	00018654	Non-Executive - Independent Director	Not Applicable	Shareholder Director	09-08-1974
6	Mr	Shrenik Gandhi	AKYPG4490Q	10929891	Non-Executive - Independent Director	Not Applicable		09-09-1986
7	Mr	Bharat Agarwal	ACRPA6248F	00256915	Non-Executive - Independent Director	Not Applicable		07-08-1981

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
7	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	1	0			
2	NA		31-10-2006	19-05-2021			1	0	2	0			
3	NA		27-06-2020	27-06-2025		60	1	1	1	0			
4	NA		03-02-2024				1	0	1	0			
5	NA		06-08-2024			11	1	1	1	0			
6	NA		01-04-2025			3	1	1	2	2			
7	NA		01-04-2025			3	1	1	1	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	10929891	Shrenik Gandhi	Non-Executive - Independent Director	Chairperson	01-04-2025		
2	08764528	Smita Lahoti	Non-Executive - Independent Director	Member	01-08-2020		
3	00018654	Rohit Rathi	Non-Executive - Independent Director	Member	01-04-2025		
4	00256915	Bharat Agarwal	Non-Executive - Independent Director	Member	01-04-2025		
5	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	00256915	Bharat Agarwal	Non-Executive - Independent Director	Chairperson	01-04-2025		
2	08764528	Smita Lahoti	Non-Executive - Independent Director	Member	21-04-2022		
3	00018654	Rohit Rathi	Non-Executive - Independent Director	Member	01-04-2025		
4	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	10929891	Shrenik Gandhi	Non-Executive - Independent Director	Chairperson	01-04-2025		
2	00049903	Utkarsh Munot	Executive Director	Member	21-04-2022		
3	00049883	Dinesh Bothra	Non-Executive - Non Independent Director	Member	15-09-2024		

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks

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	00256915	Bharat Agarwal	Non-Executive - Independent Director	Member	01-04-2025		

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	17-05-2025				Yes	7	7	4
2		26-07-2025	69		Yes	7	7	4
3		08-09-2025	43		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	17-05-2025				Yes	5	5	4	0
2	Audit Committee	26-07-2025	69			Yes	5	5	4	0
3	Nomination and remuneration committee	24-07-2025				Yes	4	4	3	0
4	Stakeholders Relationship Committee	26-07-2025				Yes	3	3	1	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	Mr. Satish Mehta
2	Designation	Company Secretary and Compliance Officer

Affirmations on Compliance Requirements for AGM (applicable only for the first half-year filing i.e., 2nd quarter)

I. Affirmations				
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, BRSR & BRSR core, if applicable, displayed on website	46(2)	Yes	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
5	Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	Yes	
6	Compliance with the conditions laid down for Secretarial Auditor or the person signing the Secretarial Compliance Report	24A(1A), 24A(1B), 24A(1C)	Yes	
7	Submission of Annual Secretarial Compliance Report	24A(2)	Yes	
8	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
Any other information to be provided				

Annexure III		
1	Name of signatory	Mr. Satish Mehta
2	Designation	Company Secretary and Compliance Officer

Additional Half yearly Disclosure DISCLOSURE OF LOANS / GUARANTEES / COMFORT LETTERS / SECURITIES ETC. (applicable only for half-yearly filings)

Any Other Information for Disclosure of Loans / Guarantees / Comfort Letters / Securities Etc.			Textual Information(1)
I. Disclosure of Loans/ guarantees/comfort letters /securities etc. Refer note below			
(A)Any loan or any other form of debt advanced by the listed entity directly or indirectly to			
Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months	
Promoter or any other entity controlled by them	338600000	1240900000	
Promoter Group or any other entity controlled by them	0	0	
Directors (including relatives) or any other entity controlled by them	0	0	
KMPs or any other entity controlled by them	0	0	
(B) Any guarantee / comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed By			
Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months(taking into account any invocation)
Promoter or any other entity controlled by them	Guarantee/ undertaking given for Loans availed by Subsidiaries	150000000	670000000
Promoter Group or any other entity controlled by them	NA	0	0
Directors (including relatives) or any other entity controlled by them	NA	0	0
KMPs or any other entity controlled by them	NA	0	0
(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by			
Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	Mutual Funds	151859308	696444805
Promoter Group or any other entity controlled by them	NA	0	0
Directors (including relatives) or any other entity controlled by them	NA	0	0
KMPs or any other entity controlled by them	NA	0	0
(D) Additional Information			Textual Information(2)
II. Affirmations			
Affirmations	Compliance Status	Company Remarks	
All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by			

the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.		Yes	Textual Information(3)
Name	Jinendra Jain		
Designation	CFO		
Place	Pune		
Date	09-10-2025		

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	Mr. Satish Mehta
Designation of person	Company Secretary and Compliance Officer
Place	Pune
Date	09-10-2025

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 Imposition of Fine or Penalty The details of imposition of fine or penalty during the quarter in terms of sub-para 20 of para A of Part A of Schedule III are given below:

Any Other Information for Disclosure of Imposition of Fine or Penalty					
Sr. No.	Name of the authority	Nature and details of the action(s) taken or order(s) passed	Date of receipt of direction or order, including any ad interim or interim orders, or any other communication from the authority	Details of the violation(s)/ contravention(s) committed or alleged to be committed	Impact on financial, operation or other activities of the listed entity, quantifiable in monetary terms to the extent possible
1	Commissioner of Income Tax Appeal - 26, Delhi	On 05.08.2025 Appeal has been filed before Income Tax Appellate Tribunal, Delhi, challenging the penalty order passed by the Hon'ble APPEAL CIT (A), Delhi- 26 order dated- 30.06.2025 for AY2014-15	30-06-2025	Penalty is confirmed under Section 271(1) (c) of Income Tax Act, 1961 of Rs. 7,51,902/- basis of assessment order passed.	Appeal has been filed before Income Tax Appellate Tribunal, Delhi. There is no material impact on financials of the Company.

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 has 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	Necessary submission have been filed, now at hearing stage.
3	Income Tax Department	03-11-2017	Appeal has 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 has 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	Ad-interim stay has been granted by the Hon'ble Bombay High Court vide order dt. 19.06.2024. Now under admission stage.
7	Income Tax Department	05-08-2025	On 05.08.2025 Appeal has been filed before Income Tax Appellate Tribunal, Delhi, challenging the Penalty order passed by the Hon'ble APPEAL CIT (A), Delhi- 26 order dt. 30.06.2025 for AY 2014-15	Not yet listed for hearing.
8	Sales Tax Department	11-12-2020	Appeal has 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	Not yet listed for hearing.
9	Central Excise Department	09-02-2022	Appeal has been filed before CESTAT, Mumbai, agaist 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	Necessary submission have been filed, now at hearing stage.
10	Goods & Service Tax Department	18-02-2025	Appeal has been filed on 09.05.2025 before the GST Appellate Authority against the Adjudication Order passed dt. 18.02.2025 in respect of Pithampur Plant for the financial year(s) (FY) from 2017-18 (July 2017 to March 2018) to FY 2021-22.	Not yet listed for hearing
11	Goods & Service Tax Department	02-05-2025	The GST Audit is completed in respect of Pithampur Plant (GSTN – 23AAACZ0549G1ZJ) for the financial year (FY) 2022-23. The Department has issued Show Cause Notice on 02.05.2025 in Form GST DRC-01, wherein the GST Department has sought in explanation on GST Input Credit, short / non payment of tax of Rs. 1,03,41,427/- and interest of Rs. 1,35,310/-. On 23.05.2025, we have filed detailed response before the Adjudication Officer, Pithampur, Madhya Pradesh.	Not yet listed for hearing
12	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

13	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
14	Goods & Service Tax Department	18-01-2025	Appeal has been filed before GST Appellate Authority, Karnataka against the order passed by the Deputy Commissioner – Commercial Tax, Vijayapura, Karnataka dt. 18.01.2025 under section 129(3) of the CGST Act and levied GST penalty of Rs. 4,59,608/- for mistake in preparation of E-way bill.	Not yet listed for hearing
15	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 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.
16	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. The case is now listed for hearing of interim application.	Pending at interim application stage
17	Pune Mathadi, Hamal and Other Manual Workers Board	16-05-2025	The Pune Mathadi, Hamal and Other Manual Workers Board has passed the order 16.05.2025 and directed the Company to pay an amount of Rs 57.60 Lakhs to mathadi workers for the period from January 2024 to April 2025. On 20.06.2025, Writ Petition have been filed before Hon'ble Bombay High Court, against the notice passed the Mathadi Board dt. 16.05.2025.	Not yet listed for hearing
18	Mr. Sunil Baban Shitole	27-05-2025	The present civil suit has been filed by Mr. Shitole to claim right in the plot of land acquired by the Company in year 1995 at Vadu Budruk, Taluka Shirur, District Pune.	We have filed our detailed written statement before the Ghodnadi Court, Shirur on 19.09.2025 for dismissal of suit filed by Mr. Shitole.

