



ZF STEERING GEAR (INDIA) LTD.

Corporate Office :
A-601/602, ICC Trade Tower, Senapati Bapat Road,
Shivajinagar, Pune-411 016 (India), Tel. : 020 - 6728 9900
Corporate Identity Number (CIN) : L29130PN1981PLC023734



BSE Ltd.
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai- 400 001.

September 19, 2020

Company's Scrip Code: 505163

Dear Sir/ Madam,

Sub: Disclosure under Regulation 30(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

- **Summary of Proceedings of the 40th Annual General Meeting of the Company held on September 19, 2020**

The 40th Annual General Meeting (AGM) of the Members of ZF Steering Gear (India) Limited ('the Company') was held on Saturday, September 19, 2020, during 10.00 a.m. to 11.10 a.m. through Video Conference ('VC')/ Other Audio Visual Means ('OAVM'). The meeting was held in compliance with the General Circular nos. 20/ 2020, 14/ 2020, 17/ 2020 issued by the Ministry of Corporate Affairs (MCA) and Circular number SEBI/ HO/ CFD/ CMDI/ CIR/ P/ 2020/ 79 issued by the Securities and Exchange Board of India ('SEBI') and as per the applicable provisions of the Companies Act, 2013 and the Rules made thereunder.

Directors in attendance

Mr. Dinesh Munot- Chairman, Mr. Utkarsh Munot- Managing Director and Mr. Satish Mehta- Company Secretary, joined the meeting through VC from their respective locations.

Other Directors including Mr. S A Gundecha- Chairman of the Audit Committee, Chairman of the Stakeholders' Relationship Committee and Chairman of the Nomination and Remuneration Committee attended the meeting through VC from their respective locations.



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Regd. Office & Works :

Gat No. 1242/44, Village Vadu BK., Tal. Shirur, Dist. Pune-412 216 (India), Tel. : 02137-305100, Fax : 02137-305302
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Representatives

Representatives of the Statutory Auditors – Mr. Prakash Apte from M/s Johsi Apte & Co., Chartered Accountants, and Mr. I U Thakur- Practising Company Secretary attended the meeting through VC from their respective locations.

Mr. Dinesh Munot- Chairman, took the chair and commenced the proceedings of the meeting after ascertaining that the requisite quorum was present.

The meeting commenced at 10.00 a.m. (IST) and concluded at 11.10 a.m. (IST) (including time allowed for e-voting at AGM).

The Chairman welcomed the Members and requested the Directors to introduce themselves.

The Company Secretary briefed the Members regarding the arrangements made for the Meeting. He informed that the Company had enabled the Members to participate in the 40th AGM through the VC facility provided by Central Depository Services Limited (CDSL). It was further informed that the Members were provided with the facility to exercise their rights to vote by electronic means, through remote e-voting and e-voting at the AGM in accordance with the provisions of the Companies Act, 2013 and SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015. Members who had joined the Meeting through VC and who had not cast their votes through remote e-voting were provided the option to vote through e-voting facility made available at the AGM. The Company had appointed Mr. I U Thakur- Practising Company Secretary as Scrutinizer to supervise the e-voting process and to provide combined voting results of remote e-voting and e-voting at the AGM along with the Scrutinizers Report.

Thereafter, the Chairman mentioned that the Notice of the 40th AGM along with the Annual Report for FY 2019-2020 had been sent through electronic mode to the Members. The Chairman informed that since there are no qualifications, observations or adverse comments in the (Statutory) Auditors' Report and the Secretarial Audit Report, these Reports of the Auditors were taken as read. It was also informed that the Statutory Registers/ documents were available for inspection by the Members.



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The Chairman then commenced his speech and gave an overview of the operations and the financial performance of the Company for the financial year 2019-2020 and the first Quarter of the current financial year. He apprised the Members about commencement of new manufacturing facility at Pithampur, Madhya Pradesh and also touched upon the demand scenario for the Company's products.

Thereafter, the Chairman invited speaker shareholders, who had registered themselves as Speaker, to speak and ask questions.

The Chairman requested the Managing Director to address to the Speaker-shareholders' queries. The Managing Director replied to all the questions/ queries in detail. The Chairman too, replied a few remaining queries.

After the Question/ Answer session, the Chairman concluded his speech by placing on record his appreciation and gratitude for all the stakeholders for having reposed their trust and confidence in the Company. He thanked his colleagues on the Board for their support.

The following items of business as set out in the Notice of the 40th AGM were transacted:

Sr. No.	Resolutions	Type of Resolution
Ordinary Business		
1	Adoption of the Audited Financial Statements of the Company for the financial year ended March 31, 2020, together with the Reports of the Board of Directors and the Auditors thereon;	Ordinary
2	To appoint a Director in place of Mr. Utkarsh Munot (DIN 00049903) who retires by rotation and, being eligible, offers himself for re-appointment.	Ordinary
Special Business		
3.	Appointment of Ms. Smita A Lahoti (DIN 0008764528) as a Non-Executive Independent Director of the Company.	Ordinary



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The Chairman announced that the e-voting results along with the consolidated Scrutinizer's Report shall be informed to Stock Exchange and also be placed on the website of the Company within 48 hours from the conclusion of the Meeting.

The e-voting module was kept open during the AGM and for another 15 minutes after conclusion of the proceedings of the Meeting.

This is for your information and records.

Yours faithfully,

For **ZF STEERING GEAR (INDIA) LIMITED**



Company Secretary



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