

# NOTICE

## NOTICE

Notice is hereby given that the **Forty-Fifth Annual General Meeting** of the Members of **ZF STEERING GEAR (INDIA) LIMITED** will be held through two-way Video Conferencing or Other Audio-Visual Means (“**VC/ OAVM**”):

**Day:** Monday

**Date:** September 8, 2025

**Time:** 10:00 am (IST)

to transact the following business:

### ORDINARY BUSINESS:

1. To consider and adopt:
  - a. the Audited Standalone Financial Statements of the Company, for the Financial Year ended on March 31, 2025, together with the Reports of the Board of Directors and Auditors thereon.
  - b. the Audited Consolidated Financial Statements of the Company, for the Financial Year ended on March 31, 2025, and the Report of the Auditors thereon.
2. To appoint a Director in place of Dr. Dinesh Bothra (DIN: 00049883), who retires by rotation under Section 152(6) of the Companies Act, 2013, and being eligible, offers himself for reappointment.

### SPECIAL BUSINESS:

3. Appointment of M/s. SIUT & Co., LLP, Company Secretaries as a Secretarial Auditor of the Company from FY 2025-26 to FY 2029-30.

To consider and if thought fit, pass the following resolution as an **Ordinary Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Sections 179 and 204 and other applicable provisions of the Companies Act, 2013, read with the rules made thereunder, and Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, and based on the recommendations of the Audit Committee and the Board of Directors, the approval of the members, be and is hereby accorded, for the appointment of M/s. SIUT & Co., LLP, Company Secretaries, as Secretarial Auditors of the Company for a term of five consecutive years, commencing from Financial Year 2025- 26 till Financial Year 2029-30, on a remuneration of Rs. 1,51,000/- as Secretarial Audit Fees for FY 2025-26, which will increase by 5 (five) per cent per annum, from next Financial Year, during their tenure, plus applicable taxes and reimbursement of out of pocket

expenses, and to avail any other services, certificates, or reports as may be permissible under applicable laws, as may be determined by the Board of Directors.

**RESOLVED FURTHER THAT** The Board of Directors of the Company, (including its committees thereof), be and is hereby authorized to do all such acts, deeds, matters and things as may be deemed proper, necessary, or expedient, including filing the requisite forms or submission of documents with any authority or accepting any modifications to the clauses as required by such authorities, for the purpose of giving effect to this resolution and for matters connected therewith, or incidental thereto.”

4. Approval of Revised Material Related Party Transactions – In Supersession of Earlier Resolution in terms of Regulation 23 of the Listing Regulations by the Company.

To consider and if thought fit, pass the following resolution as an **Ordinary Resolution**:

“**RESOLVED THAT** in supersession of the earlier resolution passed by the members of the Company, on March 22, 2025, pursuant to the provisions of Regulation 23 read with Regulation 2(1)(zb), Regulation 2(1)(zc) and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**the Listing Regulations**), the Company’s policy on Materiality of and Dealing with the Related Party Transactions and pursuant to the recommendations of the Audit Committee and the Board of Directors of the Company, consent of the Members of the Company, be and is hereby, accorded to enter into any Related Party Transaction(s)/ contract(s)/ arrangement(s)/ agreement(s) for 3 (three) Financial Years commencing from Financial Year 2025-26, by the Company and/ or its subsidiaries viz. DriveSys Systems Private Limited (**DriveSys**) and Metacast Auto Private Limited (**Metacast**) and/ or any of them, whether by way of renewal(s) or extension(s) or modification(s) of earlier/ existing or fresh contracts/ arrangements/ transactions or otherwise, on such terms and conditions, as the Board may decide, up to a maximum aggregate value of the Related Party Transactions not exceeding Rs. 100 crore, per Financial Year, by the Company and its subsidiaries viz. DriveSys and Metacast and/ or any of them, notwithstanding the fact that the aggregate value of the Related Party Transactions may exceed materiality threshold, as prescribed under Regulation 23 of the Listing Regulations or other Applicable Laws, provided however, that the said Related Party Transactions shall be carried out at an arm’s length basis and in the ordinary course of business of the Company and/ or its subsidiaries, and such Related Party Transactions would mean any transaction (sale, purchase

and/ or supply of goods or services or both) by and between the Company and its subsidiaries viz. DriveSys and Metacast and/ or any of them with entities forming part of the Supreme Group viz. Supreme Autocasts, Supreme Engineering, Supreme Autocasts Private Limited, Supreme Iron (India) Private Limited and/ or any related party/ affiliate of such entity(ies)/ firm(s), Related Parties of Metacast – Subsidiary and Joint Venture of the Company, more specifically set out in the explanatory statement to this resolution.

**RESOLVED FURTHER THAT** the Board of Directors (including any duly constituted committee thereof) of the Company and/ or the Board of Directors of respective subsidiaries, be and are hereby, authorised to do all such acts, deeds, and things as it may deem fit in its absolute discretion and to take all such steps as may be required in this connection including finalizing and executing necessary/ appropriate contract(s), arrangement(s), agreement(s), guarantee(s) and such other document(s) as may be required, to give effect to this resolution, for and on behalf of the Company, to delegate all or any of its powers conferred under this resolution to any Director or Key Managerial Personnel or any officer of the Senior Management of the Company and to resolve all such issues, questions, difficulties or doubts whatsoever, that may arise in this regard and all action(s) taken by the Company in connection with any matter referred to or contemplated in this resolution, be and are hereby approved, ratified and confirmed in all respects.”

By Order of the Board of Directors  
for **ZF Steering Gear (India) Limited**

Satish Mehta  
Company Secretary  
ICSI Membership Number: F3219

**Registered Office:**  
**Gat No. 1242 / 44, Village Vadu Budruk,**  
**Tal. Shirur, Dist. Pune – 412216**  
CIN: L29130PN1981PLC023734  
**July 26, 2025**

## NOTES

1. **The Ministry of Corporate Affairs (“MCA”) has allowed the Companies to conduct Annual General Meeting through video conferencing (“VC”) or other audio-visual means (“OAVM”). In this regard, MCA issued Circular 02/2022 dated May 5, 2022, Circular No. 14/ 2020 dated April 8, 2020, Circular No.17/ 2020 dated April 13, 2020, Circular No.20/ 2020 dated May 5, 2020 and Circular No.02/ 2021 dated January 13, 2021, Circular No. 10/ 2022 dated December 28, 2022, Circular No. 9/ 2023 dated September 25, 2023 and Circular No. 9/ 2024 dated September 19, 2024 (“MCA Circulars”), prescribing the procedure and manner of conducting the Annual General Meeting through VC/ OAVM. Further, the Securities and Exchange Board of India (“SEBI”) also vide its Circular No. SEBI/ HO/ CFD/ PoD-2/ P/ CIR/ 2023/ 4 dated January 5, 2023 (“SEBI Circular”) has provided certain relaxations from compliance with certain provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”). In compliance with the applicable provisions of the Companies Act 2013 (“the Act”), MCA Circulars and SEBI Circular/ Listing Regulations, the Board of Directors has approved conducting of the 45th Annual General Meeting (AGM) of the Company through VC/ OAVM.**
  1. An Explanatory Statement pursuant to Section 102 of the Act, setting out material facts relating to business under item numbers 3 and 4 to be transacted at the meeting, is annexed hereto and forms part of this Notice.
  2. As the AGM shall be conducted through VC/ OAVM, the facility for appointment of Proxy by the Members is not available for this AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
  3. Brief profile of Dr. Dinesh Bothra, Director of the Company, seeking re-appointment, as stipulated under Regulation 36 of the Listing Regulations, and Secretarial Standard – 2 on General Meetings issued by The Institute of Company Secretaries of India, from time to time, as provided for under Section 118(10) of the Act, are given in the annexure to the Notice of the Annual General Meeting.
  4. In terms of provisions of Section 107 of the Act, the resolutions as set out in the notice are being conducted through e-voting, and therefore the said resolutions will not be decided on a show of hands at the AGM.

5. Members attending the AGM through VC/ OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
6. Institutional/ Corporate Members (i.e. other than individuals, Hindu Undivided Family (**HUF**), Non-Resident Indians (**NRI**), etc.) are required to send a scanned copy (PDF/ JPG Format) of its Board or Governing Body Resolution/ Authority Letter etc., authorizing its representative(s) to attend the AGM through VC/ OAVM on its behalf and to vote through remote e-voting and e-voting at AGM. The said resolution/ Authority Letter shall be sent through its registered email address to [cs@siut.in](mailto:cs@siut.in) with a copy marked to [evoting@nsdl.com](mailto:evoting@nsdl.com).
7. In case of any queries regarding the Annual Report or any matter to be placed at the AGM, Members are requested to write to us at least ten (10) days before the AGM through email on [investor@zfindia.com](mailto:investor@zfindia.com). The same will be replied by the Company suitably. Documents referred to in this Notice will be made available for inspection as per applicable statutory requirements.
8. Non-resident Indian Members are requested to inform immediately about the following to the Company or its Share Transfer Agent or the concerned Depository Participant, as the case may be:
  - a. The change in the residential status on return to India for permanent settlement
  - b. The particulars of the NRE Account with a Bank in India, if not furnished earlier.
9. The SEBI has mandated the submission of PAN by every participant in the securities market. Members holding shares in the dematerialized form are, therefore, requested to submit their PAN details to their DPs.
10. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
11. Pursuant to the provisions of Section 124 of the Act, 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 2016-17 have been transferred to the IEPF. Unclaimed dividend for FY. 2017-18, is due for transfer in October 2025. Members who have not yet claimed the dividend warrants for financial years 2017-18, and thereafter are requested to contact the Company at the earliest.
12. Further, pursuant to the provisions of Section 124 of the Act and IEPF Rules, all shares on which dividend has not been paid or claimed for seven consecutive years or more shall be transferred to an IEPF suspense account (in the name of the Company) within thirty days of such shares becoming due for transfer to the Fund.
13. The Members/ claimants whose shares and unclaimed dividend have been transferred to the Fund may claim the shares or apply for refund by making an application to IEPF Authority in Form IEPF 5 (available on [www.iepf.gov.in](http://www.iepf.gov.in)) along with requisite fee as decided by the Authority from time to time. The Members/ claimant can file only one consolidated claim in a Financial Year as per the IEPF Rules.
14. It is in the Member's interest to claim any unclaimed dividends and for future, opt for Electronic Clearing Service, so that dividends paid by the Company are credited to the investor's account on time.
15. Members are requested to write to the Company for claiming the dividend for the aforesaid years. The details of unclaimed dividends of the aforesaid years are available on the Ministry of Corporate Affairs website at [www.mca.gov.in](http://www.mca.gov.in) and on the website of the Company viz. <http://www.zfindia.com/unclaimed-dividend.php>.
16. Members holding shares in dematerialized form are requested to update/ intimate all changes, if any pertaining to their bank details such as name of the bank and branch address, bank account number, MICR Code, IFSC Code, National Electronic Clearing Service (**NECS**), Electronic Clearing Service (**ECS**) mandates, Permanent Account Number (**PAN**), nominations, power of attorney, change of address, change of name, email address, contact numbers, mobile number, etc., to their Depository Participant (**DP**). Members holding shares in physical form are requested to intimate such changes to the Company's Registrar and Transfer Agents, MUFG Intime India Private Limited (formerly known as Link Intime India Private Limited), Block No. 202, Akshay Complex, Near Ganesh Temple, Off Dhole Patil Road, Pune -411001. The requisite forms for Investor Service Request are available on the Company's Website <http://www.zfindia.com/investor-service-request.php>.

17. Members can avail the facility of Nomination in respect of securities held by them in physical form pursuant to the provisions of Section 72 of the Act. Members desiring to avail this facility may send their nomination in the prescribed form duly filled – in to Company's RTA. The nomination forms can be obtained from RTA. Members holding shares in dematerialized form may contact their Depository Participant for availing this facility.

18.

**As per Regulation 40 of the Listing Regulations, as amended, securities of listed companies can be transferred/ transmitted only in dematerialized form with effect from January 25, 2022. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company or Company's Registrar and Transfer Agents, MUFG Intime India Private Limited (formerly known as Link Intime India Private Limited). Further, the requisite forms for Investors' Service Requisition were sent to the physical shareholders' at their registered address and the said forms are also available on the website of the Company <http://www.zfindia.com/investor-service-request.php>.**

**However, SEBI vide its Circular dated July 2, 2025, has opened a special window for re-lodgement of requests for transfer of physical shares from July 7, 2025, to January 6, 2026, wherein only those shareholders whose had lodged such transfer requests to transfer the such shares prior to April 1, 2019, which was rejected due to documentation errors, shall be allowed to re-lodge transfer requests. Further, the shares so transferred pursuant to the said procedure shall be issued only in dematerialized form.**

19. The statutory documents i.e., The Register of Directors and Key Managerial Personnel and their Shareholding maintained under Section 170 of the Companies Act, 2013, the Register of Contracts or Arrangements in which the Directors are interested maintained under Section 189 of the Companies Act, 2013 will be available electronically for inspection by the members during the AGM.

20. The Register of Members of the Company shall remain closed from September 2, 2025 to September 8, 2025 **(both days inclusive)**.

21. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date i.e. Monday, September 1, 2025, only shall be entitled to avail the facility of remote e-voting as well as e-voting at the AGM. The remote e-voting period commences from Friday, September 5, 2025 (9:00 a.m. IST) and ends on Sunday, September 7, 2025 (5:00 p.m. IST).

22. M/s. SIUT & Co., LLP, Company Secretaries, has been appointed as the Scrutinizers to scrutinize the e-voting during the AGM and to conduct remote e-voting process in a fair and transparent manner. The Members who have cast their votes by remote e-voting prior to the AGM may also attend/ participate in the AGM through VC/ OAVM but shall not be entitled to cast their votes again. The scrutinizer shall close the e-voting facility after expiry of 15 minutes from the conclusion of voting at the AGM. The scrutinizer shall first count the votes casted electronically at the meeting and there after unblock the votes cast through remote e-voting and shall make, not later than two days of the conclusion of the AGM, a consolidated scrutinizers' 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.

23. The results declared along with the report of the scrutinizer shall be placed on the website of the Company <http://www.zfindia.com/> and on the website of National Securities Depository Limited (NSDL) immediately after the declaration of results by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the BSE Limited where the shares of the Company are listed.

24. In compliance with the aforesaid MCA Circulars and the SEBI Circular dated May 13, 2022, Notice of the AGM along with the Annual Report 2024–25, is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Members may note that the Notice and Annual Report 2024-25, will also be available on the Company's [www.zfindia.com](http://www.zfindia.com), websites of the Stock Exchanges i.e., BSE Limited at [www.bseindia.com](http://www.bseindia.com) and on the website of NSDL at <https://www.evoting.nsdl.com/>.



25. The Notice calling the AGM has been uploaded on the website of the Company at [www.zfindia.com](http://www.zfindia.com). The Notice can also be accessed from the website of the Stock Exchange i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com). The AGM Notice is also disseminated on the website of NSDL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

26. To support the 'Green Initiative', members who have not registered/ updated their email addresses and mobile number are requested to register/ update the same with MUFG Intime India Private Limited (formerly known as Link Intime India Private Limited), if shares are held in physical mode, or with their DPs, if the holding is in electronic mode. The registered e-mail address will be used for sending future communications.

27. Since the AGM will be held through VC/ OAVM, the Route Map is not annexed in this Notice.

#### **Instructions for Remote Electronic Voting (Remote E – Voting) and E – Voting during AGM and joining AGM through VC/ OAVM:**

1. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated May 5, 2022, April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (**NSDL**) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by NSDL.
2. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at August 12, 2025. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com) and the AGM Notice is also available

on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

3. Pursuant to Para 3, Part A, Sub – Para X of the MCA Circular No. 14/ 2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/ OAVM and cast their votes through e-voting.
4. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circulars issued from time to time.

#### **INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:-**

**The remote e-voting period begins on Friday, September 5, 2025 at 09:00 A.M. and ends on Sunday, September 7, 2025 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members/ Beneficial Owners as on the record date (cut-off date) i.e. Monday, September 1, 2025, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being September 1, 2025.**





*The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:*

##### **Step 1: Access to NSDL e-Voting system**

##### **A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode**

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> <li>For OTP based login you can click on <a href="https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp</a>. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/ mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the “<b>Beneficial Owner</b>” icon under “<b>Login</b>” which is available under ‘<b>IDeAS</b>’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “<b>Access to e-Voting</b>” under e-Voting services and you will be able to see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “<b>Register Online for IDeAS Portal</b>” or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “<b>Login</b>” which is available under ‘<b>Shareholder/Member</b>’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>Shareholders/Members can also download NSDL Mobile App “<b>NSDL Speede</b>” facility by scanning the QR code mentioned below for seamless voting experience.</li> </ol> <div style="text-align: center;"> <p><b>NSDL Mobile App is available on</b></p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  <p>App Store</p>  </div> <div style="text-align: center;">  <p>Google Play</p>  </div> </div> </div>

Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> <li>1. Users who have opted for CDSL Easi/ Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab and then user your existing my easi username &amp; password.</li> <li>2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</li> <li>3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</li> <li>4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</li> </ol>
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/ CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/ CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

**Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.**

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800-21-09911



**B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.**

**How to Log-in to NSDL e-Voting website?**

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

*Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.*

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID  For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID  For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company  For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you retrieve your ‘initial password’, you need to enter the ‘initial password’ and the system will force you to change your password.
- c) How to retrieve your ‘initial password’?
  - (i) If your email ID is registered in your demat account or with the company, your ‘initial password’ is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf

file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your ‘User ID’ and your ‘initial password’.

- (ii) If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered.

6. If you are unable to retrieve or have not received the “Initial password” or have forgotten your password:

- a) Click on “**Forgot User Details/Password?**”(If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
- b) **Physical User Reset Password?** (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

- c) If you are still unable to get the password by afore-said two options, you can send a request at [evoting@nsdl.com](mailto:evoting@nsdl.com) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
  - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
  8. Now, you will have to click on “Login” button.
  9. After you click on the “Login” button, Home page of e-Voting will open.

## **Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.**

### **How to cast your vote electronically and join General Meeting on NSDL e-Voting system?**

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on “VC/ OAVM” link placed under “Join Meeting”.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

## **General Guidelines for shareholders**

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizers M/s. SIUT & Co., LLP, Company Secretaries, by e-mail to [cs@siut.in](mailto:cs@siut.in) with a copy marked to [evoting@nsdl.com](mailto:evoting@nsdl.com). Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on “Upload Board Resolution / Authority Letter” displayed under “e-Voting” tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “[Forgot User Details/Password?](#)” or “[Physical User Reset Password?](#)” option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on.: 022 - 4886 7000 or send a request to Rahul Rajbar at [evoting@nsdl.com](mailto:evoting@nsdl.com)

### **Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:**

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to [investor@zfindia.com](mailto:investor@zfindia.com).
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to [investor@zfindia.com](mailto:investor@zfindia.com). If you are an Individual shareholders holding securities in demat mode, you are requested to

refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**

3. Alternatively shareholder/members may send a request to [evoting@nsdl.com](mailto:evoting@nsdl.com) for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

#### **THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE EGM/AGM ARE AS UNDER:-**

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

#### **INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:**

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned

above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM" placed under "**Join meeting**" menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at [investor@zfindia.com](mailto:investor@zfindia.com). The same will be replied by the company suitably.
6. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast **10 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at [investor@zfindia.com](mailto:investor@zfindia.com). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **10 days prior to meeting** mentioning their name, demat account number/ folio number, email id, mobile number at [investor@zfindia.com](mailto:investor@zfindia.com). These queries will be resolved by the company suitably by email.

## Annexure to the Notice of the Annual General meeting (AGM)

### Statement as required by Section 102 of the Companies Act, 2013.

The following Statement sets out the material facts, relating to the Special Business mentioned in the Notice, as per the provisions of Section 102 of the Companies Act, 2013 (hereinafter referred to as **the Act**), and contains required disclosures, under Regulation 36 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as the **Listing Regulations**).

#### Item No. 3

Pursuant to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Third Amendment) Regulations, 2024, the Company, on the basis of recommendation of the Audit Committee and the Board of Directors, shall appoint or re-appoint an individual as Secretarial Auditor for not more than one term of five consecutive years; or a firm of Practising Company Secretaries as Secretarial Auditors for not more than two terms of five consecutive years, with the approval of the shareholders in Annual General Meeting (**AGM**).

M/s. SIUT & Co., LLP, Company Secretaries have conducted Secretarial Audit of the Company for FY 2024-25.

After due consideration of their qualifications and experience, the Audit Committee and the Board of Directors, have approved the appointment of M/s. SIUT & Co., LLP, Company Secretaries, as the Secretarial Auditors of the Company, for a period of 5 (five) consecutive financial years from 2025-26 to 2029-30 and recommend the same to the Members of the Company at the ensuing AGM.

**Profile:** M/s. SIUT & Co., LLP, Company Secretaries is a peer reviewed firm in terms of guidelines issued by the Institute of Company Secretaries of India (ICSI) providing services in diverse domains with partner having over three decades of experience in the field of Company Law and allied matters, Securities Laws, Foreign Exchange and Management Laws, MSME and Insolvency and Bankruptcy Law, Secretarial Audit, Due Diligence etc. Over the years, M/s. SIUT & Co., LLP has built a diverse client base spanning corporates in the public sector, listed entities, multinational corporations, MSMEs, and various firms, showcasing its ability to cater to a wide range of industries and business sizes.

The Company has received consent from M/s. SIUT & Co., LLP to act as Secretarial Auditors of the Company for five consecutive years from FY 2025-26 to FY 2029-30. Further, the Company has received a declaration from M/s. SIUT and Co., LLP, Company Secretaries, that they meet the eligibility criteria as enumerated under Regulation 24A (1A) of the Listing Regulations. The appointment, if made, will be in accordance with the conditions prescribed under the Act, the Listing Regulations and guidelines issued by the ICSI.

The proposed fees payable to M/s. SIUT & Co., LLP is Rs. 1,51,000/- per annum, as Secretarial Audit Fees for FY 2025-26, which will increase by 5 (five) per cent per annum, from next Financial Year. The said fees shall exclude GST, certification fees, applicable taxes, reimbursements and other outlays.

None of the Directors or key managerial personnel or their relatives, is in any way concerned or interested, financially or otherwise, in the said resolution.

The Board recommends the Ordinary Resolution set forth at Item No. 3 for approval of the Members.

#### Item No. 4

#### Background of the proposed Transactions

On March 22, 2025, the Members of the Company had already approved Material Related Party Transactions by ZF Steering Gear (India) Limited (**the Company/ ZF India**) and its Subsidiaries viz. DriveSys Systems Private Limited (**DriveSys**) and Metacast Auto Private Limited (**Metacast**), for purchase of Raw Material/ Components including but not limited to Vane Pump Housings, Housing Covers, Vane Pump Mounting Brackets etc., and other transactions in Ordinary Course of Business from Supreme Autocasts - a proprietorship firm, owned by Mrs. Vidya Haldikar, who is spouse of Mr. Prafulla Haldikar and mother of Mr. Gautam Haldikar, Directors of Metacast, Subsidiary and Joint-Venture of the Company, starting from Financial Year 2025-26, by way of Postal Ballot.

In May 2025, the Company received a communication from Supreme Autocasts informing that they had incorporated a new company viz. Supreme Autocasts Private Limited (**SAPL**), and it was proposed by Supreme Autocasts that all the orders placed/ to be placed by ZF Steering Gear (India) Limited and/ or its subsidiaries, for aforementioned Raw Material/ Components etc. shall be executed by SAPL from a future date. Till that date, the orders will continue to be executed by Supreme Autocasts, in order to ensure uninterrupted supply of Raw Material/ aforementioned Components.

SAPL, Supreme Iron (India) Private Limited (**SIPL**), Supreme Autocasts and Supreme Engineering and/or any related party/ affiliate of such entity(ies)/ firm(s) (collectively referred to as the '**Supreme Group**'), are Related Parties of Metacast, in terms of Regulation 2(1)(zb) of the Listing Regulations, and any transaction(s) with any entity of Supreme Group, by the Company (**ZF India**) or any of its subsidiaries, would be Related Party Transaction(s) in terms of Regulation 2(1)(zc) of the Listing Regulations.

Further, the nature of Relationship with entities of Supreme Group, is as follows:

- **Supreme Autocasts:** a proprietorship firm, owned by Mrs. Vidya Haldikar, who is spouse of Mr. Prafulla Haldikar and mother of Mr. Gautam Haldikar, Directors of Metacast, Subsidiary and Joint Venture of the Company.
- **Supreme Engineering:** a proprietorship firm, owned by Mr. Gautam Haldikar, Director of Metacast, Subsidiary and Joint Venture of the Company.
- **Supreme Autocasts Private Limited:** a Company, where Mr. Prafulla Haldikar and Mr. Gautam Haldikar, Directors of Metacast, Subsidiary and Joint Venture of the Company, along with their relatives, are Directors.
- **Supreme Iron (India) Private Limited:** a Company, where Mr. Prafulla Haldikar and Mr. Gautam Haldikar, Directors of Metacast, Subsidiary and Joint Venture of the Company, along with their relatives, are Directors.

Relationship inter-se within the entities of ZF India Group, is as follows

- ZF Steering Gear (India) Limited (**ZF India/ the Company/ the Holding Company**)
- DriveSys – Wholly-Owned Subsidiary of the Company
- Metacast – Subsidiary and Joint-Venture of the Company with JV Partner Supreme Iron (India) Private Limited

#### Details of the Proposed Transactions

In order to make the best use of the installed capacity available and achieve highest synergy, it has been decided that some models/ variants of castings will be manufactured by Supreme

Group and directly supplied to ZF India. Some models of Castings are manufactured by a JV Company – Metacast and supplied to ZF India through Drivesys (as Metacast being CPV for DriveSys). Similarly, some variants manufactured by Metacast cater to the needs of Supreme Group and supplied to Supreme through DriveSys.

ZF India, DriveSys and Metacast, individually or collectively, propose to enter into transactions (sale, purchase and/ or supply of goods or services or both) with one or more entities forming part of the Supreme Group, which shall include, but not be limited to: (i) procurement of raw materials/ components, including Vane Pump Housings, Housing Covers, Mounting Brackets, etc.; (ii) job work arrangements such as machining of castings; (iii) purchase and/ or sale of castings; (iv) supply of services; and (v) other ancillary transactions in ordinary course of business and on an arm's length basis.

Related Party Transactions between DriveSys and Metacast have already been approved by the Members, starting from Financial Year 2025-26, through a separate Resolution vide Postal Ballot, which concluded on March 22, 2025.

All the aforementioned transactions taken together, with one or more entities of Supreme Group, may exceed during any financial year, the Materiality threshold specified in Regulation 23(1) of the Listing Regulations, wherein, the aggregate amount of the transactions may exceed 10% of the Annual Consolidated Turnover of the Company, for which approval of Members of the Company is required, as stipulated in Regulation 23(4) of the Listing Regulations.

The details of transactions as required under Regulation 23(4) of the Listing Regulations read with Section III-B of the SEBI Master Circular bearing reference no. **SEBI/HO/CFD/PoD2/CIR/P/0155** dated **November 11, 2024**, are set forth herein below:

Sr. No.	Particulars	Details
1	<b>Type, material terms and particulars of the proposed transactions;</b>	Purchase of Raw Material/ Components, purchase and/ or sale of castings and Other transactions in ordinary course of business, more specifically explained in ' <b>Details of the Proposed Transactions</b> ' mentioned above.
2	<b>Names of the related parties and its relationship with the listed entity or its subsidiary, including nature of its concern or interest (financial or otherwise);</b>	<b>Names of the Related Parties:</b> Supreme Autocasts, Supreme Engineering, Supreme Autocasts Private Limited, and Supreme Iron (India) Private Limited and/or any related party/ affiliate of such entity(ies)/firm(s) (Collectively referred to as the <b>Supreme Group</b> )  <b>Relationship:</b> Please refer to ' <b>Background of the Proposed Transactions</b> ' mentioned above.
3	<b>Tenure of the proposed transactions</b>	The above arrangements are proposed to be continuing business transactions. Approval of the members is being sought for the aforementioned transactions during 3 (three) financial years i.e., from Financial Year ( <b>FY</b> ) 2025-26 to FY 2027-28.



4	<b>Value of the proposed transactions;</b>	Aggregate amount of all the transactions as mentioned in clause (1), taken together, with Supreme Group, of an amount not exceeding Rs. 100 crore, per year, for 3 (three) Financial Years, from FY 2025-26.
5	<b>The percentage of the listed entity's annual consolidated turnover, for the immediately preceding financial year, that is represented by the value of the proposed transactions (and for a RPT involving a subsidiary, such percentage calculated on the basis of the subsidiary's annual turnover on a standalone basis shall be additionally provided);</b>	<p><b>Percentage of Annual Consolidated Turnover of the Listed entity as on March 31, 2025:</b></p> <p>The proposed transaction is 20.3% of the Annual Consolidated turnover of the Company as on March 31, 2025.</p> <p><b>Percentage of Annual Standalone Turnover of Metacast as on March 31, 2025:</b></p> <p>The proposed transaction is 403% of the Annual Standalone Turnover of DriveSys as on March 31, 2025.</p> <p><b>Percentage of Annual Standalone Turnover of Metacast Auto Private Limited as on March 31, 2025:</b></p> <p>The proposed transaction is 1148% of the Annual Standalone Turnover of Metacast as on March 31, 2025.</p>
6	<b>Justification as to why the RPT is in the interest of the listed entity;</b>	Supreme Autocasts has been a reliable vendor of Castings for ZF India over a decade. Other benefits include such as superior quality, assurance of uninterrupted and timely supply of the aforementioned raw materials and components in the required volumes. Additionally, given the established production integration and proximity, sale of castings to entities within the Supreme Group enables operational efficiency, and optimized capacity utilization, resulting in a mutually beneficial business relationship conducted at an arm's length basis.

### Arm's length pricing

The proposed Related Party Transaction(s)/ contract(s)/ arrangement(s)/ agreement(s) are/ will be at arm's length basis and in the ordinary course of business, as per the provisions of the Act and other applicable laws. The aforementioned Related Party Transactions will be entered into based on the prevailing market price of the relevant material. If, in any case, market price is not available, alternative method including reimbursement of actual cost incurred or cost plus reasonable mark-up, shall be considered as per arm's length pricing criteria.

Further, the proposed Related Party Transactions, set out in the Notice have been approved by the Independent Directors of the Audit Committee, after satisfying themselves that the Related Party Transactions are at arm's length and in the ordinary course of business, and the Board of Directors of the Company.

In accordance with Regulation 23 of the Listing Regulations, approval of the members is sought for Related Party Transactions which, may exceed 10% of the annual consolidated turnover of the Company as per the last audited financial statements of the Company, in a Financial year.

Apart from Mr. Dinesh Munot – Chairman, Mr. Utkarsh Munot – Managing Director, Mr. Jinendra Jain – Chief Financial

Officer, Mr. Satish Mehta – Company Secretary and Mr. Aniket Kadam – Deputy Chief Financial Officer of the Company, and their relatives, to the extent of their shareholdings, if any, who may be deemed to be concerned or interested in the proposed transactions, none of the Directors and/ or Key Managerial Personnel of the Company and/ or their relatives are, in any way, concerned or interested, financially or otherwise, in the said transactions.

The Board recommends the **Ordinary Resolution** set forth at Item No. 4 for approval of the Members.

By Order of the Board of Directors  
for **ZF Steering Gear (India) Limited**

Satish Mehta  
Company Secretary  
ICSI Membership Number: F3219

**Registered Office:**  
**Gat No. 1242/ 44, Village Vadu Budruk,**  
**Tal. Shirur, Dist. Pune – 412216**  
CIN: L29130PN1981PLC023734  
**July 26, 2025**

Profile of the Directors being appointed/ reappointed, as required under Regulation 36(3) of Securities and Exchange Board of India (SEBI) (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard 2, on General Meetings issued by The Institute of Company Secretaries of India, pursuant to Section 118(10) of the Companies Act, 2013:

**Profile of Dr. Dinesh Bothra**

<b>Name of the Director</b>	<b>Dr. Dinesh Bothra</b>
<b>DIN</b>	<b>00049883</b>
<b>Designation</b>	Non – Executive, Non – Independent Director
<b>Age</b>	58 years
<b>Date of Appointment</b>	February 3, 2024
<b>Qualification</b>	B.Tech, IIT Delhi and Ph.D. in Chemical/ Bio-Chemical Engineering from Lehigh University, U.S.A.
<b>Experience</b>	Dr. Bothra is having vast experience in the field of Pharmaceuticals and Specialty Materials. He is the founder of Indo-Bio Active Labs Private Limited, a pioneering company in India developing and manufacturing peptide therapeutics and other critical care medicines. He is also a co-founder of ABR Organics Ltd., a company specializing in specialty materials for space and defense applications.
<b>Expertise</b>	Specialty Materials and Pharmaceuticals.
<b>Directorships held in other Companies</b>	Indo-Bio Active Labs Private Limited ABR Organics Limited Accela Pharmaceuticals Private Limited
<b>Membership of the Committees (in the Company)</b>	Nomination and Remuneration Committee Stakeholders' Relationship Committee
<b>Membership of the Committees (Others)</b>	Nil
<b>No. of Equity Shares held in the Company</b>	Nil

By Order of the Board of Directors  
for **ZF Steering Gear (India) Limited**

Satish Mehta  
Company Secretary  
ICSI Membership Number: F3219

**Registered Office:**  
**Gat No. 1242 / 44, Village Vadu Budruk,**  
**Tal. Shirur, Dist. Pune – 412216**

CIN: L29130PN1981PLC023734  
July 26, 2025