



Commercial Vehicle Solutions

ZF Group - ZF Commercial Vehicle Control Systems India Limited, Chennai 600058

Department Finance
From Muthulakshmi M
Phone +91 044-4224 2000
Email muthulakshmi.m@zf.com
Date January 22, 2024

The Manager
Listing Department
BSE Limited, Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai 400 001

Scrp code: 533023

Listing Department
National Stock Exchange of India Ltd
Exchange Plaza, C-1, Block G
Bandra - Kurla Complex
Bandra (E), Mumbai 400 051

Trading Symbol: ZFCVINDIA

INE342J01019

Dear Sirs,

Sub: Reconciliation of Share Capital Audit Report for the quarter ended 31st December 2023

Please find enclosed the certificate dated 19th January 2024 issued by M/s. S Krishnamurthy & Co., Company Secretaries relating to Reconciliation of Share Capital Audit Report for the quarter ended 31st December 2023.

Please acknowledge the receipt of the letter.

Thanking you,

Yours sincerely,

ZF Group

Muthulakshmi M
Company Secretary
ZF Commercial Vehicle Control Systems India Limited
(Formerly known as WABCO INDIA Limited)

Encl:



S. Krishnamurthy & Co.,
Company Secretaries

RECONCILIATION OF SHARE CAPITAL AUDIT REPORT

{In terms of Regulation 76 of the SEBI (Depositories and Participants) Regulations, 2018}

We have carried out a **"Reconciliation of Share capital Audit"** for the **quarter ended 31st December 2023**, for the purpose of reconciling the total admitted capital with both the depositories namely, National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and the total issued and listed capital in respect of **ZF COMMERCIAL VEHICLE CONTROL SYSTEMS INDIA LIMITED (formerly WABCO India Limited)** ('the Company').

In this connection, we have examined the Register of Members, the beneficiary position details furnished by the depositories and other data / records / documents (both in physical and electronic form) maintained by **Integrated Registry Management Services Private Limited, Registrar and Share transfer agents to the Company**, and produced for our verification.

We hereby certify that, in our opinion and to the best of our knowledge and according to the information and explanations furnished to us and based on such verification as we considered necessary, the aggregate number of equity shares of the Company held in dematerialised form in NSDL and CDSL and in physical form, **tallies** with the total number of equity shares in the issued, paid-up, listed and admitted capital of the Company, **as on 31st December 2023**.

We are furnishing the details vide **"Reconciliation of Share capital Audit Report"** Annexure, in respect of the said quarter.

For **S. KRISHNAMURTHY & CO.,**
Company Secretaries

[Firm Unique Identification No. P1994TN045300]

[Peer Review Certificate No.739/2020]

**KRISHNAMUR
THY SRIRAM**

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KRISHNAMURTHY
SRIRAM
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K. SRIRAM

Partner (Membership No.: **F6312**)

C.P. No.2215

UDIN: F006312E003266591

Place: Chennai

Date: **19th January 2024**

"SHRESHTAM", Old No.17, New No.16, Pattammal Street, Mandaveli, Chennai – 600 028.
(044) 42074012/ 24611440 sriram.krishnamurthy@rediffmail.com skco.cs@gmail.com



S. Krishnamurthy & Co.,
Company Secretaries

ANNEXURE

RECONCILIATION OF SHARE CAPITAL AUDIT REPORT

[under Regulation 76 of the SEBI (Depositories and Participants) Regulations, 2018]

1.	For quarter ended	31 st December 2023				
2.	ISIN	INE342J01019				
3.	Face value	Rs.5/- (Rupees five) per share				
4.	Name of the Company	ZF COMMERCIAL VEHICLE CONTROL SYSTEMS INDIA LIMITED (formerly WABCO India Limited)				
5.	Registered office address	Plot No.3 (SP), III Main Road, Ambattur Industrial Estate, Chennai – 600 058.				
6.	Correspondence address					
7.	Telephone & Fax Nos.	Telephone:	044 – 4224 2000 / 3090 2600			
		Fax:	044 – 4224 2009 / 3090 2609			
8.	E-mail address	muthulakshmi.m@zf.com				
9.	Names of the stock exchanges where the Company's securities are listed	(a) BSE Limited (b) National Stock Exchange of India Limited				
			Number of shares	% of total issued capital		
10.	Issued capital		1,89,67,584			
11.	Listed capital (Exchange-wise)(as per company records)					
	(a) BSE Limited		1,89,67,584			
	(b) National Stock Exchange of India Limited		1,89,67,584			
12.	Held in dematerialised form in CDSL		3,74,777	1.98		
13.	Held in dematerialised form in NSDL		1,85,25,708	97.67		
14.	Held in physical form		67,099	0.35		
15.	Total no. of shares (12+13+14)		1,89,67,584	100.00		
16.	Reasons for difference, if any, between (10 & 11), (10 & 15) and (11 & 15)			Not applicable		
17.	Certifying the details of changes in share capital during the quarter under consideration as per table below:					
	<i>Particulars</i> ***	<i>No. of shares</i>	<i>Applied / not applied for listing</i>	<i>Listed on stock exchanges (specify names)</i>	<i>Whether intimated to</i>	<i>In-principle approval pending from stock exchange (specify names)</i>
					<i>CDSL</i>	<i>NSDL</i>
	No changes					

KRISHNA
MURTHY
SRIRAM

“SHRESHTAM”, Old No.17, New No.16, Pattammal Street, Mandaveli, Chennai – 600 028.
(044) 42074012/ 24611440 sriram.krishnamurthy@rediffmail.com skco.cs@gmail.com

	<i>***Rights, bonus, preferential issue, ESOP's, amalgamation, conversion, buyback, capital reduction, forfeiture, any other (to specify)</i>		
18.	Register of Members is updated (Yes / No). If not, updated upto which date?	Yes	
19.	Reference of previous quarter with regard to excess dematerialised shares, if any.	Nil	
20.	Has the Company resolved the matter mentioned in Point No.19 above in the current quarter? If not, reason why?	Not applicable	
21.	Mention the total no. of requests, if any, confirmed after 21 days and the total no. of requests pending beyond 21 days with the reasons for delay:		
	Total No. of demat requests	No. of requests	No. of shares
	Confirmed after 21 days	Nil	Nil
	Pending for more than 21 days		Not applicable
22.	Name, Telephone & Fax Nos. of the Compliance officer of the Company	M Muthulakshmi, Company Secretary Telephone: 044 – 4224 2000 / 3090 2600 Fax: 044 – 4224 2009 / 3090 2609	
23.	Name, Address, Telephone & Fax Nos., and Registration No. of the Auditor (Practising Company Secretary)	K. Sriram {C.P. No.2215} , Partner, M/s. S. Krishnamurthy & Co. , Company Secretaries "Shreshtam", Old No.17, New No.16, Pattammal Street, Mandaveli, Chennai – 600 028. Telephone: 044 – 4207 4012 / 2461 1440 Fax: -----	
24.	Appointment of common agency for share registry work. If yes, name & address.	Integrated Registry Management Services Private Limited 2 nd Floor, "Kences Towers", No.1, Ramakrishna Street, North Usman Road, T. Nagar, Chennai – 600 017.	
25.	Any other details that the Auditor may like to provide (e.g. BIFR company, delisting from stock exchange, company changed its name etc.)	Nil	

For **S. KRISHNAMURTHY & CO.**,

Company Secretaries

[Firm Unique Identification No. P1994TN045300]

[Peer Review Certificate No.739/2020]

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K. SRIRAM

Partner (Membership No.: **F6312**)

C.P. No.2215

UDIN: F006312E003266591

Place: Chennai

Date: **19th January 2024**