



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	April 22, 2024

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

**Scrip 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 31<sup>st</sup> March 2024**

Please find enclosed the certificate dated 22<sup>nd</sup> April 2024 issued by M/s. S Krishnamurthy & Co., Company Secretaries relating to Reconciliation of Share Capital Audit Report for the quarter ended 31<sup>st</sup> March 2024.

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 31<sup>st</sup> March 2024**, 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 31<sup>st</sup> March 2024**.

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]

**KRISHNAMU  
RTHY SRIRAM**

Digitally signed by  
KRISHNAMURTHY  
SRIRAM  
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**K. SRIRAM**

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

**C.P. No.2215**

**UDIN: F006312F000202585**

Place: Chennai

Date: **22<sup>nd</sup> April 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	<b>31<sup>st</sup> March 2024</b>				
2.	ISIN	<b>INE342J01019</b>				
3.	Face value	Rs.5/- (Rupees five) per share				
4.	Name of the Company	<b>ZF COMMERCIAL VEHICLE CONTROL SYSTEMS INDIA LIMITED</b> (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	<b>muthulakshmi.m@zf.com</b>				
9.	Names of the stock exchanges where the Company's securities are listed	(a) BSE Limited (b) National Stock Exchange of India Limited				
				<b>Number of shares</b>	<b>% of total issued capital</b>	
10.	<b>Issued capital</b>			<b>1,89,67,584</b>		
11.	<b>Listed capital</b> (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 <b>CDSL</b>			3,71,744	<b>1.96</b>	
13.	Held in dematerialised form in <b>NSDL</b>			1,85,30,699	<b>97.70</b>	
14.	Held in <b>physical</b> form			65,141	<b>0.34</b>	
15.	<b>Total no. of shares</b> (12+13+14)			<b>1,89,67,584</b>	<b>100.00</b>	
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>
<b>No changes</b>						

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	***Rights, bonus, preferential issue, ESOP's, amalgamation, conversion, buyback, capital reduction, forfeiture, any other (to specify)		
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, <b>confirmed after 21 days</b> and the total no. of requests <b>pending beyond 21 days</b> with the reasons for delay:		
	<b>Total No. of demat requests</b>	<b>No. of requests</b>	<b>No. of shares</b>
	Confirmed after 21 days	Nil	Nil
	Pending for more than 21 days		
22.	Name, Telephone & Fax Nos. of the <b>Compliance officer</b> of the Company	<b>M Muthulakshmi, Company Secretary</b> Telephone: 044 – 4224 2000 / 3090 2600 Fax: 044 – 4224 2009 / 3090 2609	
23.	Name, Address, Telephone & Fax Nos., and Registration No. of the Auditor ( <b>Practising Company Secretary</b> )	<b>K. Sriram {C.P. No.2215}</b> , Partner, M/s. <b>S. Krishnamurthy &amp; Co.</b> , 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.	<b>Integrated Registry Management Services Private Limited</b> 2 <sup>nd</sup> 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]

**KRISHNAMURTHY SRIRAM** Digitally signed by  
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**K. SRIRAM**

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

**C.P. No.2215**

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Place: Chennai

Date: **22<sup>nd</sup> April 2024**