

ZF COMMERCIAL VEHICLE CONTROL SYSTEMS INDIA LTD

(Formerly known as WABCO India Limited)

BOARD OF DIRECTORS

Mr. M Lakshminarayan	Chairman Non-executive Independent Director
Mr. Mahesh Chhabria	Non-executive Independent Director
Dr. Lakshmi Venu	Non-executive Independent Director
Mr. P Kaniappan	Managing Director
Dr. Christian Brenneke	Non-executive Director
Mr. Philippe Colpron	Non-executive Director

AUDIT COMMITTEE

Mr. Mahesh Chhabria	Chairman of the Committee Non-executive Independent Director
Mr. M Lakshminarayan	Non-executive Independent Director
Dr. Lakshmi Venu	Non-executive Independent Director

STAKEHOLDER RELATIONSHIP COMMITTEE

Mr. M Lakshminarayan	Chairman of the Committee Non-executive Independent Director
Mr. Philippe Colpron	Non-executive Director
Mr. P Kaniappan	Managing Director

NOMINATION & REMUNERATION COMMITTEE

Dr. Lakshmi Venu	Chairperson of the Committee Non-executive Independent Director
Mr. M Lakshminarayan	Non-executive Independent Director
Mr. Mahesh Chhabria	Non-executive Independent Director
Dr. Christian Brenneke	Non-executive Director

CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

Mr. P Kaniappan	Chairman of the Committee Managing Director
Mr. M Lakshminarayan	Non-executive Independent Director
Dr. Lakshmi Venu	Non-executive Independent Director

RISK MANAGEMENT COMMITTEE

Dr. Christian Brenneke	Chairman of the Committee Non-executive Director
Mr. P Kaniappan	Managing Director
Mr. Mahesh Chhabria	Non-executive Independent Director
Mr. Philippe Colpron	Non-executive Director
R S Rajagopal Sastry	Chief Financial Officer – Member
V Ramanathan	Regional OE Sales Leader – Member

PROFILE OF BOARD OF DIRECTORS

Mr. M Lakshminarayan (DIN: 00064750)

Non-executive - Independent Director & Chairman

Chairman of Stakeholder Relationship Committee & Member of Audit Committee, Nomination & Remuneration Committee & Corporate Social Responsibility Committee

Mr. M Lakshminarayan holds master's degree in Technology from the Indian Institute of Technology, Mumbai. He has several years of experience in distinguished companies such as Tata Motors and Bosch Ltd (formerly MICO).

He has also headed a product group in Germany for over two years during his tenure in Bosch. He was the Chairman of Harman International India Pvt. Ltd, a 100% subsidiary of the Audio giant Harman. He has served as Chairman of Southern Region at Confederation of Indian Industry and has been an Executive Council Member of the Indian machine Tool Manufacturer's Association.

Mr. Mahesh Chhabria (DIN: 00166049)

Non-executive - Independent Director

Chairman of Audit Committee & Member of Nomination & Remuneration Committee & Risk Management Committee

Mr. Mahesh Chhabria (55) is the Managing Director at Kirloskar Industries Limited.

He is a Chartered Accountant. In his career spanning over three decades in the financial services industry, Mr. Mahesh Chhabria has undertaken several leadership roles across private equity and investment banking firms. He is currently driving the business strategy and capital allocation of the Kirloskar Group led by Atul Kirloskar, Rahul Kirloskar and Nihal Kulkarni.

Mr. Mahesh Chhabria is playing the role of a catalyst for the Group's transformation, risk and new investments. He is actively mentoring the 5th generation of the Group and has been instrumental in shaping the family constitution.

Mr. Mahesh Chhabria also sits on the board of several Kirloskar Group companies and is the Non-Independent Director on the board of Kirloskar Oil Engines Ltd, Kirloskar Ferrous Industries Ltd. and Kirloskar Proprietary Ltd. He also represents the Group as the Nominee Director on the board of Arka Fincap Ltd., the NBFC arm of Kirloskar Oil Engines Ltd.

In addition to playing an active role in business operations of the Kirloskar Group, Mahesh serves as an Independent Director on the boards Tube Investments of India Ltd. and Enam Asset Management Co. Pvt. Ltd. At Tube Investments of India Ltd., he sits on the Audit Committee as Chairman and is a member of the risk and CSR committees. He was also the Independent Director and Chairman of Audit Committee of Deepak Fertilizers & Petrochemicals Corporation Ltd.

Mr. Mahesh Chhabria's belief in emerging India growth story and corporate India's global aspiration led him to join Actis, a long standing leading private equity fund. Before Actis, he was a Partner at 3i, another private equity fund for whom he was a Global Lead Partner for healthcare investing. Before 3i, he had a long stint at Enam, one of the leading investment banks in India, in the capacity of Co-head of Investment Banking.

He is a regular speaker at various industry forums and occasionally contributes to some Indian business publications. Mr. Mahesh Chhabria holds a Bachelor of Commerce from the University of Mumbai and is an Associate Member of the Institute of Chartered Accountants of India.

Mr. Mahesh Chhabria is a relationship builder with strong communication and inter-personal skills. He has an extensive network at all levels in several sectors, and is well-known in the financial services sector, and is well regarded among corporates, professional, legal and accounting firms, media and select regulatory bodies.

Dr. Lakshmi Venu (DIN: 02702020)

Non-executive - Independent Director

Chairperson of Nomination & Remuneration Committee & Member of Audit Committee & Corporate social Responsibility Committee

Dr. Lakshmi Venu, a graduate of Yale University holds a Doctorate in Engineering Management from the University of Warwick.

Dr. Lakshmi Venu, aged, 33 years, underwent her initial training for three years as a Management Trainee in Sundaram Auto Components Limited, a subsidiary of Sundaram Clayton Ltd. (SCL) beginning from 2003 and when she was deputed to work in SCL, being its holding Company, she underwent an extensive in-depth induction and worked in the areas of business strategy, corporate affairs, product design and sales & marketing of SCL.

Dr. Lakshmi Venu was appointed as Director-Strategy in SCL on 22nd March 2010. She was re-designated as joint managing director of SCL effective 11th September 2014. She is also the Deputy Managing Director of TAFE Motors and Tractors Limited. She is also on the Board on TVS Motor Company Ltd., Sundram Non-conventional Energy Systems Ltd, and Sundaram Auto Components Ltd.

Mr. P Kaniappan (DIN: 02696192)

Managing Director

Chairman of Corporate Social Responsibility Committee, Member of Stakeholder Relationship Committee & Risk Management Committee

Mr P Kaniappan is a graduate in mechanical engineering from Regional Engineering College, Karnataka, India and postgraduate in manufacturing systems engineering from University of Warwick, UK. He also holds Executive MBA degree from Great Lakes Institute of Management Chennai. His experience includes 10 years in TVS Motor Company Ltd, Hosur responsible for production management in different areas such as machining, fabrication, painting, engine and vehicle assembly.

He was in the purchase department of brakes division in Sundaram-Clayton Limited (SCL) in various capacities during 1993 to 1999 and was in the rank of General Manager before elevated as business head of Foundry division of SCL. He held this position from 1999 to 2001 and became Operations head of brakes division of SCL from 2001 to May 2009 (since demerged to WABCO-TVS (INDIA) Limited (WTIL) from 28th March 2008. He was appointed as Managing Director of WABCO India Limited with effect from 17th June 2014 and holds the office from that date. He has established a world class manufacturing system in WTIL incorporating some of the best practices such as Total Quality Management (TQM), Lean and Total productive Maintenance (TPM) with year over year productivity improvement. He developed and implemented a vendor development model resulting in low cost and high quality supplier base.

Dr. Christian Brenneke (DIN: 08344547)

Non-executive Non-Independent Director

Chairman of Risk Management Committee & Member of Nomination & Remuneration Committee

Dr. Christian Brenneke (44) holds a graduate degree in electrical engineering specializing in mechatronics and a doctorate degree in engineering both from Leibniz University in Hanover, Germany. In addition, he earned an M.B.A. degree in general management from the University for Applied Sciences in Hamburg, Germany. He is the member of the Board of SmartDrive Systems, US, and Akasol AG, Germany.

Dr. Christian Brenneke was appointed as the Chief Technology Officer of WABCO Group in February 2018, having served as the Vice President, Engineering, to lead WABCO's technology innovation and new product developments since October 2015. Prior to holding this position, he was leading the Advanced Braking Systems business unit from September 2013, and took on the role of Vice President, Vehicle Dynamics and Controls, from April 2014.

Prior to this, he held various management roles, including Global Project Management Leader and Team Leader for Software Development, since joining WABCO in 2008. Prior to joining WABCO, Dr. Christian Brenneke spent several years in research, development and program management for driver assistance systems and autonomous driving at Volkswagen Group in Germany.

Mr. Philippe Colporn (DIN: 08344534)
Non-executive Non-Independent Director
Member of Risk Management Committee

As Vice President at WABCO and Global Business Leader for Fleet Solutions, Philippe Colpron (Peruvian born, Canadian national – 40 years old) is responsible for growing the organization's holistic range of solutions for the commercial vehicle fleets ecosystem.

Mr. Philippe Colpron started his career at WABCO in 2007 as Strategic Sourcing Director for the Group. In February 2010 he became the Aftermarket Marketing and Business Development Leader. From 2012 onwards, he was promoted to the Business Enterprise Lead of WABCO Aftermarket to then proceed as Vice President and Aftermarket Business Unit Leader in 2014.

He was appointed to the Global Fleet Solutions Hub leadership role at the end of 2018, taking ownership of two of WABCO's most dynamic business units – Digital Customer Services, delivering advanced FMS solutions, and the Aftermarket Business Unit, molded into a single Fleet Solutions organization. He has also driven the diversification of its service offering, including the introduction of an increasing amount of innovative digital solutions.

Besides his contribution to the Aftermarket business, Philippe has led several key strategic projects at WABCO, such as digital transformation initiatives and contributing to multiple mergers and acquisitions over the past years. Most recently he led a project called "PACE Agility", set up to define and implement an agile, lean and efficient global organization for WABCO as a whole, that better optimizes WABCO's structure, processes and systems across its value chain. PACE Agility, which is currently being rolled out, aims to deliver a new structure and operating system designed to enable higher quality results across the value chain, while fostering accountability and collaboration as critical enablers of WABCO's continuous differentiation.

In his recently appointed role, Philippe oversees an organization counting around 800 employees in 45 countries which jointly serve the needs of the commercial vehicle fleets ecosystem worldwide while delivering close to 1B\$ sales revenues for WABCO.

Prior to joining WABCO Philippe worked in various transport, logistics and purchasing management roles at Valeo after having operated under his own account in his start-up enterprises.