

Schaeffler India Limited · Pune · Maharashtra

BSE Limited

Phiroze Jeejeebhoy Towers,
Dalal Street,
MUMBAI- 400 001

Company Code: 505790

National Stock Exchange of India Limited

Exchange Plaza, C - 1, Block G,
Bandra-Kurla Complex, Bandra (E)
MUMBAI- 400 051

Company Code: SCHAEFFLER

21/03/2024

Sub.: Announcement of the Postal Ballot Voting Results and Scrutinizers Report on Postal Ballot.

Dear Sir/Ma'am,

Phone: +91 8669613701

Pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with the Circular No. CIR/CFD/CMD/8/2015 issued by the SEBI dated November 4, 2015, please find attached the Results of voting declared including summary of proceedings of the Postal Ballot along with Scrutinizer's Consolidated report and Result of voting in prescribed format under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the Postal Ballot of the Company conducted during the period from February 20, 2024, to March 21, 2024, (both days inclusive) through e-voting, seeking approval of members of the Company by way of Ordinary Resolution for the following business item which is duly approved by Members with requisite majority:

1. To appoint Mr. Jens Schüler as a Director (Non-Executive Non-Independent Director)

You are requested to kindly take the same on records.

Thanking you,

Yours faithfully,

For **Schaeffler India Limited**

Ashish Tiwari

VP – Legal & Company Secretary

Encl.: As above

Voting results pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Cir. No. CIR/CFD/CMD/8/2015 dated 04.11.2015:

Seite 2 of 3

| Schaeffler India Limited | |
|--|---|
| Details of Voting Results of Postal Ballot conducted during the period from February 20, 2024, to March 21, 2024 | |
| [Reg. 44(3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 read with SEBI Cir. No. CIR/CFD/CMD/8/2015 dtd. 04.11.2015] | |
| Particulars | Details |
| Date of Postal Ballot Notice | Friday, February 16, 2024 |
| Cut-off Date | Friday, February 09, 2024 |
| Voting start Date and Time | Tuesday, February 20, 2024, at 9:00 a.m. (IST) |
| Voting end Date and Time | Thursday, March 21, 2024, at 5:00 p.m. (IST) |
| Total Number of Shareholders as on Cut-off date | 69,467 |
| No. of shareholders present in the meeting either in person or through proxy: | Not Applicable |
| - Promoters and Promoter Group | - |
| - Public | - |
| No. of shareholders attended the meeting through Video Conferencing | Not Applicable |
| - Promoters and Promoter Group | - |
| - Public | - |

| <p align="center">Schaeffler India Limited Details of Voting Results of Postal Ballot conducted during the period from February 20, 2024, to March 21, 2024 [Reg. 44(3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 read with SEBI Cir. No. CIR/CFD/CMD/8/2015 dtd. 04.11.2015]</p> | | | | | | | | |
|--|----------------|--------------------|---|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution Required: (Ordinary) | | | Resolution No. 1: To appoint Mr. Jens Schüler as a Director (Non-Executive Non-Independent Director) | | | | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | No | | | | | |
| Category | Mode of Voting | No. of shares held | No. of votes polled | % of Votes Polled on outstanding shares | No. of Votes – in favour | No. of Votes – Against | % of Votes in favour on votes polled | % of Votes against on votes polled |
| | | [1] | [2] | [3]=[2]/[1]*100 | [4] | [5] | [6]=[4]/[2]*100 | [7]=[5]/[2]*100 |
| Promoter and Promoter Group | E-Voting | 115,863,235 | 115863235 | 100.00 | 115863235 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 115863235 | 100.00 | 115863235 | 0 | 100.0000 | 0.0000 |
| Public Institutions | E-Voting | 31,507,657 | 29266919 | 92.8882 | 29091050 | 175869 | 99.3990 | 0.6009 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 29266919 | 92.8882 | 29091050 | 175869 | 99.3990 | 0.6009 |
| Public Non Institutions | E-Voting | 8,932,778 | 52309 | 0.5855 | 47971 | 4338 | 91.7069 | 8.2930 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 52309 | 0.5855 | 47971 | 4338 | 91.7069 | 8.2930 |
| Total | | 156303670 | 145182463 | 92.8848 | 145002256 | 180207 | 99.8758 | 0.1241 |

Scrutinizer's Report

[Pursuant to Section 108, 110 of the Companies Act, 2013 and Rule 20, 22 of the Companies (Management and Administration) Rules, 2014, as amended from time to time and as per MCA General Circular (GC) No. 14/2020 dated 08.04.2020, GC No. 17/2020 dated 13.04.2020, GC No. 22/2020 dated 15.06.2020, GC No. 33/2020 dated 28.09.2020, GC No. 39/2020 dated 31.12.2020, GC No. 10/2021 dated 23.06.2021, GC No. 20/2021 dated 08.12.2021, GC No. 03/2022 dated 05.05.2022 and GC No. 11/2022 dated 28.12.2022 and GC No. 09/2023 dated 25.09.2023. ("MCA Circulars")]

The Chairperson,
Schaeffler India Limited
15th Floor, ASTP (Amar Sadanand Tech Park),
Baner, Pune, Maharashtra,
India, 411045

Postal Ballot conducted through voting by Electronic Means (Remote E-voting) in respect of the resolution contained in the Postal Ballot Notice dated February 16, 2024.

Dear Sir,

I, Suresh Kumar Kabra, Partner, Samdani Kabra & Asso., Company Secretaries, have been appointed as a Scrutinizer by the Board of Directors of **Schaeffler India Limited ("Company")**, for scrutinizing the Remote E-Voting Process conducted in respect of passing of the resolution contained in the Postal Ballot Notice dated **February 16, 2024** (Postal Ballot Notice).

The Management of the Company is responsible to ensure the compliance with the requirements of the relevant provisions of (i) The Companies Act, 2013 and Rules made thereunder; (ii) The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and (iii) Secretarial Standard - 2 on General Meetings issued by the Institute of the Company Secretaries of India, relating to passing of the resolution by Postal Ballot.

My responsibility as a Scrutinizer is restricted to give a Report on the votes cast by the members for the resolution contained in the Postal Ballot Notice.

I submit my report as under:

1. The Company had availed the E-voting facility offered by the National Securities Depository Limited ("NSDL") for providing Remote E-voting facility to the Members of the Company.
2. Remote E-voting facility remained opened for 30 (Thirty) days from Tuesday, February 20, 2024 (9.00 A.M.) (IST) to Thursday, March 21, 2024 (5.00 P.M.) (IST) (both days inclusive) and was disabled for voting thereafter.
3. After the completion of the Remote E-voting process, the votes cast through Remote E-voting were unblocked and downloaded from the E-voting website of the NSDL (www.evoting.nsdl.com) on March 21, 2024 at about 05:15 P.M. in presence of two witnesses – Mr. Sandeep Chauhan and Mr. Dharmit Shah, who are not in employment of the Company.
4. I have scrutinized and reviewed the votes cast by the Members through Remote E-voting, based on the data downloaded from the NSDL website.



SRSIL210324

The result of the scrutiny of the above referred Remote E-voting in respect of passing of the following resolution, contained in the Postal Ballot Notice, is as under:

Resolution / Business :

TO APPOINT MR. JENS SCHÜLER AS A DIRECTOR (NON-EXECUTIVE NON-INDEPENDENT DIRECTOR): **(Ordinary Resolution)**

| Voting Description | No. of Members | No. of valid votes cast by them | % of total number of valid votes cast |
|--------------------|----------------|---------------------------------|---------------------------------------|
| Voted in Favour | 602 | 14,50,02,256 | 99.88 |
| Voted Against | 37 | 1,80,207 | 0.12 |
| Total | 639 | 14,51,82,463 | 100.00 |
| Invalid Votes | 0 | 0 | - |

Notes:

1. All the figures shown in percentage have been rounded off nearest to two decimal points.
2. All relevant records of the Postal Ballot conducted through Remote E-voting are under my safe custody and will be handed over to the Chairman / Company Secretary / Officer of the Company, duly authorized by the Board, for preserving safely, after the Chairman signs the minutes.
3. We report that the aforesaid resolution has been passed with requisite majority.

Thanking you,
Yours Faithfully,



Suresh Kumar Kabra
Partner
Samdani Kabra & Asso.
Company Secretaries
CP No. 9927



Counter Signed by
Ashish Tiwari
VP-Legal & Company Secretary
(Authorized Person)
Schaeffler India Limited

ICSI Peer Review # 884/2020
ICSI UDIN: A009711E003617117

Place: Vadodara | Date: March 21, 2024

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