

Date: 02nd August 2023

National Stock Exchange of India Limited, Exchange Plaza, 5 th Floor, Plot No. C-1, G Block, Bandra- Kurla Complex, Bandra (East), Mumbai – 400051, Maharashtra, India NSE Scrip Code – SKFINDIA	BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Fort Mumbai – 400001, Maharashtra, India BSE Scrip Code -500472
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Subject : Regulation 30 – Proceedings of the 62nd Annual General Meeting (AGM) of the Company.

Pursuant to Regulation 30 read with Clause 13, Para A, Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR”), we are submitting herewith the proceedings of the 62nd Annual General Meeting (‘AGM’) of the Company held on Wednesday, 02nd August 2023 at 3.00 p.m. (IST) through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”) which concluded at 4:13 pm (IST) as **Annexure A.**

**Yours faithfully,
For SKF India Limited**

Ranjan Kumar
Company Secretary & Compliance Officer

SKF India Limited

Registered Office: Chinchwad, Pune 411 033, Maharashtra, India
Tel: +91 (20) 6611 2500., Fax no: +91(20) 66112396, Web: www.skf.com, www.skfindia.com email id:
investors@skf.com
CIN: L29130PN1961PLC213113

Annexure A

PROCEEDINGS OF THE 62nd ANNUAL GENERAL MEETING OF THE COMPANY HELD ON WEDNESDAY, 02nd AUGUST 2023, AT 03.00 PM (IST) VIA VIDEO CONFERENCING HOSTED FROM REGISTERED OFFICE OF THE COMPANY CHINCHWAD PUNE-411033, MAHARASHTRA INDIA AND THE RESULTS THEREOF:

1. Mr. Ranjan Kumar, Company Secretary of the Company and also being the moderator of the AGM acknowledges the presence of all the stakeholders at the 62nd Annual General Meeting (“AGM” or “the meeting”) through Video Conferencing.
2. The AGM was held in compliance with the General Circular no. 14/2020 dated April 08, 2020, General Circular no.17/2020 dated April 13, 2020 and General Circular no. 20/2020 dated May 05, 2020 read with General Circular no. 02/2021 dated January 13, 2021, Circular no. 19/2021 dated December 08, 2021, Circular no. 21/2021 dated December 14, 2021, Circular No 2/2022 dated May 5 2022 read with General Circular No 10/2022 dated 28th December 2022 and SEBI Circular dated May 12, 2020 read with SEBI circular no. CIRCULAR SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 EBI/HO/CFD/CMD2/ CIR/P/2022/62 dated May 13 2022 and SEBI/ HO/CFD/PoD-2/P/VCIR/2023/4 dated 5th January 2023 and as per the applicable provisions of the Companies Act, 2013 read with Rules made thereunder, Secretarial Standards and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR”).
3. Mr. Gopal Subramanyam, Chairman of the Company and Chairman of Stakeholders’ Relationship Committee and Risk Management Committee briefly introduced the Directors and Key Managerial Personnel present in the AGM through Video Conferencing. The Chairperson of the Audit Committee, the Nomination and Remuneration Committee and the Corporate Social Responsibility Committee were also present at the AGM. He further confirmed that the Company has made all efforts feasible under the current circumstances to enable the members to participate in the meeting through the video conferencing facility and vote electronically.
4. Upon the request of the Chairman, the Company Secretary, then, checked & confirmed the presence of quorum at the AGM and further confirmed the presence of authorized representatives of Statutory Auditors, Secretarial Auditors and Cost Auditors of the Company. He then, shared some important information about the meeting with the shareholders.
5. Below are the details regarding the attendance of members present at the meeting:

<u>Details of presence of the members, directors, and auditors at the AGM</u>		
Sr. No.	Particulars	Details
1	Date of the AGM	Wednesday, 02 nd August, 2023
2	Total number of shareholders as on record date	43,660 Shareholders as on Record date for the purpose of Dividend i.e., 29 th June 2023 42,922 Shareholders as on Cut-off date for determining voting rights i.e., 26 th July, 2023

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3	No. of Shareholders present in the meeting through Video Conferencing: Total No. of shareholders present and their shareholding:	46 Nos Shareholding: 25995406
	Promoters and Promoter Group: Public :	3 : 25992059 43: 3347
4	No. of Directors and Auditors attended the meeting through Video Conferencing: Directors including Independent Director: Key Managerial Personnels : Representatives of Statutory / Cost / Secretarial Auditors:	 5 4 (Including Managing Director and Whole-time Director) 4 Nos.

6. The Company Secretary announced that the Register of Directors & Key Managerial Personnel and their shareholding and the Register of Contracts or Arrangements in which Directors were interested and other documents as referred in the AGM Notice along with explanatory statements were available for inspection through electronic mode and the process for doing the inspection was laid in notes to notice of AGM.
7. The Company Secretary further stated that Annual Report for the financial year 2022-23 along with Notice for the 62nd AGM was dispatched to the members of the Company whose email ID was registered with the Company / RTA / Depositories and to all others who were entitled for the same through electronic mode on 11th July, 2023.
8. The Chairman addressed the members by showing his outlook on business environment of the Company. He, then requested Mr. Manish Bhatnagar, Managing Director of the Company to brief about the performance of the Company during the financial year 2022-23.
9. Mr. Manish Bhatnagar, Managing Director briefed about the financial performance and business highlights of the Company during the financial year 2022-23. He then concluded his presentation by thanking the members and all the stakeholders for their continued support & confidence in Management Team.
10. The Chairman then informed the members that there was no qualification or adverse remark, observations or comments in the Auditors' Report and Secretarial Audit Report which can have any adverse effect on the functioning of the Company.
11. Upon the request of the Chairman, Mr. Ranjan Kumar, Company Secretary of the Company briefed the members that, the Company has provided the facility to cast the votes electronically during 30th July, 2023, to 01st August, 2023, on all resolutions set forth in the 62nd AGM Notice. Members

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who were participating in the meeting and had not casted their votes through remote e-voting were provided an opportunity to cast their votes through e-voting at the meeting. He further informed that Mr. Jayavant Bhawe, representing M/s. J. B. Bhawe & Co., Practicing Company Secretaries, was appointed as the Scrutinizer by the Board of Directors of the Company for scrutinizing the voting process, in a fair and transparent manner.

12. The voting facility was kept open till 15 minutes after the conclusion of the proceedings of the meeting.
13. Members were informed that the results of said e-voting will be declared by the Company after receiving a consolidated report from the Scrutinizer and will also be made available at the website of the Company and disclosed to the stock exchanges within prescribed time limits of SEBI LODR.
14. The Chairman, then, apprised and reiterated the process of taking queries/questions raised by the members.
15. The Chairman, then, briefed the objectives and implications of the Ordinary and Special Business(es) set out in the AGM notice and took up the agenda. The brief details of the businesses considered at the AGM are as follows:

Sr. No.	Agenda	Type of Resolution required (Ordinary/Special)	Mode of Voting	Results
Ordinary Business(es)				
1	To receive, consider and adopt: a) the Audited Standalone Financial Statements of the Company for the financial year ended 31 st March,2023 together with Reports of the Board of Directors and the Auditors thereon and b) the Audited Consolidated Financial Statements of the Company for the financial year ended 31 st March,2023 together with the Report of the Auditors thereon.	Ordinary	Electronic voting system at the AGM	Passed with requisite majority
2	To approve and declare final dividend of INR 40.00/- per equity share having face value of Rs. 10 each fully paid up for the financial year ended 31 st March 2023	Ordinary	Electronic voting system at the AGM	Passed with requisite majority

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3	To appoint a Director in place of Mr. David Leif Henning Johansson (DIN No. 09651955), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.	Ordinary	Electronic voting system at the AGM	Passed with requisite majority
Special Business(es)				
4	Reappointment of Mr. Manish Bhatnagar (DIN: 08148320) as Managing Director of the Company	Ordinary	Electronic voting system at the AGM	Passed with requisite majority
5	Approval of Material Related Party Transactions with SKF GmbH, Schweinfurt, Germany, (Fellow Subsidiary)	Ordinary	Electronic voting system at the AGM	Passed with requisite majority
6	Approval of Material Related Party Transactions with SKF Engineering and Lubrication India Private Limited (Fellow Subsidiary)	Ordinary	Electronic voting system at the AGM	Passed with requisite majority
7	Ratification of Remuneration to Cost Auditor for the financial year 2022-23	Ordinary	Electronic voting system at the AGM	Passed with requisite majority
8	Ratification of Remuneration to Cost Auditor for the financial year 2023-24	Ordinary	Electronic voting system at the AGM	Passed with requisite majority

16. The Chairman invited the Members who had registered themselves as “Speaker”. After, attending all speakers, Mr. Manish Bhatnagar, Managing Director answered the questions raised by Speaker Members.

17. Then, the Chairman concluded by thanking all the members, his colleagues on the Board and all the stakeholders for their continued support. Further, he extended his sincere thanks to the attendees for attending the AGM and declared the meeting as closed. The meeting concluded at 4:13 PM (IST).

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