

Notice

NOTICE IS HEREBY GIVEN that the Fifty Third Annual General Meeting of the Members of SKF India Limited will be held at M.C. Ghia Hall, Bhogilal Hargovindas Building, 4th Floor, 18/20, K. Dubash Marg, Kala Ghoda, Mumbai 400 001 on Wednesday, April 23, 2014 at 3.30 p.m to transact the following business :

ORDINARY BUSINESS

- To receive, consider and adopt the Audited Balance Sheet of the Company as at December 31, 2013 and the Statement of Profit and Loss Account for the year ended on that date and the Reports of the Directors and the Auditors thereon.
- To declare a dividend on Equity Shares for the year ended December 31, 2013.
- To appoint a Director in place of Mr. K.C. Mehra who retires by rotation and being eligible offers himself for re-appointment.
- To appoint a Director in place of Mr. Henrik Lange who retires by rotation and being eligible offers himself for re-appointment.
- To appoint a Director in place of Mr. V. Vartanian who retires by rotation and being eligible offers himself for re-appointment.
- To consider and, if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT M/s. Price Waterhouse & Co., Bangalore Chartered Accountants, (Firm's Registration Number 007567S with the ICAI) be and are hereby appointed as the Statutory Auditors of the Company, to hold office from the conclusion of this Annual General Meeting, until the conclusion of the next Annual General Meeting of the Company and that the Audit Committee / Board of Directors of the Company be and are hereby authorised to fix their remuneration.”

Notes

- A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.

Instrument appointing a proxy should however be deposited at the Registered Office of the Company not less than 48 hours before the commencement of the meeting.

- Particulars of the Directors being appointed / reappointed as required under Clause 49 of the Listing Agreement are provided in the report on Corporate Governance.
- The Register of Members and Share Transfer Books of the Company will remain closed from Wednesday, April 16, 2014 to Wednesday, April 23, 2014, both days inclusive, for the purpose of payment of dividend, if declared at the Annual General Meeting.
- The dividend on equity shares, as recommended by the Board of Directors, if declared at Annual General Meeting, will be paid:
 - in respect of shares held in physical form to those shareholders whose names stand on the Register of Members of the Company after giving effect to all valid

transfer deeds in physical form lodged with the Company on or before April 15, 2014; and

- in respect of shares held in the dematerialized form to those deemed members whose names appear in the statements as furnished by the depositories for this purpose as at the end of the business hours on April 15, 2014.
- Beneficial Owners of shares in demat form are advised to get particulars of their Bank account updated with the Depository Participant (DP) as in terms of SEBI Guidelines and the regulations of NSDL & CDSL, their Bank Account details, as furnished to the DP, will be printed on their dividend warrants. The Company will not entertain requests for change of such bank details printed on their dividend warrants.
 - The amount outstanding in unpaid dividend account in respect of financial year 2007 will be transferred to the 'Investor Education and Protection Fund' maintained with the Central Government after the end of seven years from the date the said dividend was transferred to unpaid dividend account.
 - The Ministry of Corporate Affairs has introduced a 'Green Initiative in Corporate Governance' by allowing paperless compliances by companies. It has issued circulars stating that documents including Annual Report can be sent by e-mail to its shareholders. Your Company welcomes this green initiative for paperless communication, which is in line with its focus on eco friendly and sustainable products and services. To support this green initiative in full measure, shareholders who have not registered their e-mail addresses, so far, are requested to do so in respect of electronic holdings with the Depository through their concerned Participants. Shareholders who hold shares in physical form are requested to fill and send the "E-mail Registration Form" to the Company which is available on SKF India's website www.skfindia.com under Investor page section / Shareholder's Information.
 - Pursuant to Section 109A of the Companies Act, 1956, members are entitled to make a nomination in respect of shares held by them in physical form. Members desirous of making a nomination are requested to send their request in Form No. 2B in duplicate (which will be made available on request) to the Registrar and Share Transfer Agent of the Company.
 - Members desiring any information relating to the accounts are requested to write to the Company at an early date so as to enable the Management to keep the information ready.

By Order of the Board
SKF India Limited

P. Bhandari
Company Secretary

Registered Office :
Mahatma Gandhi Memorial Building,
Netaji Subhash Road, Mumbai 400 002.

Date: March 10, 2014.