

Schaeffler India Limited · Pune · Maharashtra

BSE Limited

Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai-400001

Company Code: 505790

National Stock Exchange of India Limited

Exchange Plaza, C – 1, Block G,
Bandra-Kurla Complex, Bandra (E),
Mumbai-400051

Company Code: SCHAEFFLER

Sub: Proceedings of the 61st Annual General Meeting of Schaeffler India Limited ('the Company') held on Friday, April 26, 2024

26/04/2024

Dear Sirs,

Pursuant to provisions of Regulation 30 read with Part A of Schedule III and any other applicable provisions of the of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), we hereby submit the Proceedings of the 61st Annual General Meeting ('AGM') of the Company held on Friday, April 26, 2024, at 3:30 p.m. (1530 Hrs. IST) through Video Conferencing ('VC') / Other Audio-Visual Means ('OAVM') and the deemed venue of our meeting was the registered office located at 15th Floor, (ASTP) Amar Sadanand Tech Park, Baner, Pune, Maharashtra, India.

Phone: +912068198464

The Company had provided the facility of voting through electronic means on all the resolutions as set forth in the notice convening the AGM, through the e-voting services provided by National Securities Depository Limited ('NSDL'). The e-voting facilities were open from Tuesday, April 23, 2024, at 9:00 a.m. (IST) up to 5:00 p.m. (IST) on Thursday, April 25, 2024. Further, the Company had provided the e-voting facility to vote during the AGM. The AGM concluded at 5.17 p.m. (17:17 Hrs. IST).

The details of the proceedings of the 61st AGM are enclosed to this letter.

You are requested to kindly take the same on record.

Thanking you,

Yours faithfully,

For **Schaeffler India Limited**

Ashish Tiwari,

VP - Legal & Company Secretary
ICSI Membership No.: A17735

Encl.: As above

Schaeffler India Limited

Proceedings of the 61st Annual General Meeting of Schaeffler India Limited ('the Company') held on Friday, April 26, 2024 through Video Conferencing ("VC")/ Other Audio-Visual Means ("OVAM")

The 61st Annual General Meeting ('AGM') of the Company was held on Friday, April 26, 2024, at 3:30 p.m. (1530 Hrs. IST) through Video Conferencing ('VC') / Other Audio-Visual Means ('OAVM') and the deemed venue of our meeting was the registered office located at 15th Floor, (ASTP) Amar Sadanand Tech Park, Baner, Pune, Maharashtra, India.

All the Directors of the Company were present at the AGM.

Mr. Ashish Tiwari, VP – Legal & Company Secretary welcomed the Members present at the AGM. The Members were informed about the e-voting process available during the meeting and 15 (Fifteen) minutes after the conclusion of the Meeting. Mr. Tiwari informed about the requisite statutory registers and records being available for inspection by the Members, electronically.

The Members were further informed that requisite number of members to form a valid quorum for the AGM were present.

Thereafter, Ms. Eranti Sumithasri, Chairperson and Independent Director took note of the presence of a valid quorum and called the meeting to order.

The Chairperson welcomed the Members, Statutory Auditors, Secretarial Auditor and Scrutinizer, and the Board Members present, and briefed the Members about the presence of:

- Mr. Dharmesh Arora, Mr. Andreas Schick, Mr. Jens Schüler, Mrs. Renu Challu Mr. Arvind Balaji, Mr. Amit Kalyani, Mr. Harsha Kadam, and Ms. Hardevi Vazirani,
- Mrs. Renu Challu, Chairperson of the Audit Committee, the Nomination and Remuneration Committee and the Stakeholders' Relationship Committee.
- Mr. Khushroo Panthaky and Mr. Vijay Jain, the representative of M/s. Walker Chandiok & Co LLP, Statutory Auditors of the Company.
- Mr. Suresh Kumar Kabra, the representative M/s. Samdani Kabra & Associates, Secretarial Auditors of the Company and the Scrutinizer for the AGM.

Thereafter, the Chairperson delivered her speech, and she briefed about Key Developments and Company's performance for the year 2023 covering global as well as Indian Economic Overview. Thereafter, she apprised the Members on the performance of Q1 FY2024 and outlook for the FY 2024. She then requested Mr. Harsha Kadam, Managing Director and Chief Executive Officer to present an overall performance of the year 2023. Mr. Kadam then presented the Key Performance Highlights of the FY 2023.

Thereafter, the Chairperson informed the Members that there were no qualifications, observations or comments on the financial transactions or matters, which had any adverse effect on the functioning of the Company mentioned in the Auditor's Report. Accordingly, no part of Auditors' Reports was required to be read at the AGM.

Thereafter, the Chairperson informed the Members that the Notice convening the 61st AGM was already circulated to all the Members and the same can be taken as read. The Company Secretary briefed the Members on the following agenda items considered at the AGM, the brief details of which were forming part of the notice of the AGM:

1. To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements including Balance Sheet as at December 31, 2023 and the Statement of Profit and Loss for the year ended on that date together with Directors' and Auditors' Report thereon.
2. To declare Dividend on Equity Shares for the financial year ended December 31, 2023.
3. To appoint a Director in place of Dharmesh Arora (DIN: 05350121), who retires by rotation and being eligible offers himself for re-appointment.
4. To ratify remuneration of the Cost Auditors
5. Appointment of Hardevi Vazirani (DIN: 10212814) as Director
6. Appointment of Hardevi Vazirani (DIN: 10212814) as a Whole-Time Director, designated as Director-Finance.

Thereafter, the Chairperson opened the Question & Answer (Q&A) forum for the registered speakers to seek clarification or offer any comments related to the resolutions or any other matter concerning the Company. She further explained the process for the same. The speakers expressed their views, asked questions and provided suggestions. Thereafter, Mr. Harsha Kadam, Managing Director & CEO and Ms. Hardevi Vazirani, Director – Finance & CFO responded to the questions raised by the speakers and answered the questions received by the Members via email.

The Chairperson thanked one and all for attending the meeting and informed the Members that the e-voting is open for additional 15 (Fifteen) minutes to enable the Members who have not casted their vote yet and who would like to cast their vote. Further, members were informed that the results of the voting would be declared within the statutory timelines and shall be made available on the Notice Board of the Company at its Registered Office, website of the Company, website of NSDL and website of Stock Exchanges. The Chairperson took the consent for leaving the meeting along with the Board of Directors.

The meeting concluded at 5.17 p.m. (17:17 Hrs. IST)

For **Schaeffler India Limited**

Ashish Tiwari,
VP - Legal & Company Secretary
ICSI Membership No.: A17735