

Date: 20th May 2024

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 : Submission of Postal Ballot Notice dated 8th May 2024 - Regulation 30 SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI LODR')

Dear Sir/Ma'am,

Pursuant to Regulation 30 of the SEBI LODR, this is to inform you that in compliance with the provisions of the Section 110 and other applicable provisions of the Companies Act, 2013 ("Act"), if any, as amended from time to time, Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "SEBI LODR") and MCA Circulars, the Company has completed dispatch of the Postal Ballot Notice through electronic mode only, on **Monday, 20th May 2024** to those members of the Company whose name appeared in the Register of Members/List of Beneficial Owner as maintained by the Company/Depositories, respectively, as at the close of business hour of Friday, 17th May 2024 ("the cut-off date") and whose e-mail addresses are registered with the Company/Depositories.

Please find enclosed a copy of the postal ballot notice together with an explanatory Statement for seeking approval of the members for the following resolutions: -

- 1) Appointment of Mr. Mukund Vasudevan (DIN: 05146681) as Director of the Company – Ordinary Resolution
- 2) Appointment of Mr. Mukund Vasudevan (DIN: 05146681) as a Managing Director of the Company- Ordinary Resolution
- 3) Appointment of Mr. Manish Bhatnagar (DIN: 08148320) as a Non-Executive Director of the Company- Ordinary Resolution
- 4) Re-appointment of Mr. Gopal Subramanyam (DIN: 06684319) as an Independent Director of the Company- Special Resolution
- 5) Re-appointment of Ms. Anu Wakhlu (DIN: 00122052) as an Independent Director of the Company- Special Resolution

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



In accordance with the MCA Circulars, the Company has provided the facility to vote on the proposed resolutions by remote e-voting only. For this purpose, the Company has appointed NSDL for facilitating remote-E voting process to enable the members to cast their votes electronically.

Members are requested to provide their assent or dissent through e-Voting only. Some of the important details regarding the e-voting are provided below:

Commencement of E-voting period	Thursday, 23rd May 2024 at 9:00 am (IST)
End of E-voting	Friday, 21st June 2024, at 5:00 pm (IST)
Scrutinizer's detail	Mr. Jayavant Bhave (Membership No. FCS 4266 /CP 3068) of M/s. J.B. Bhave & Co, Company Secretaries

The Postal Ballot Notice is available on the Company's website at <https://www.skf.com/in/investors>

We request you to take the above information on record and disseminate the same on your respective websites.

Thanking you,

Yours faithfully,
For SKF India Limited

Ranjan Kumar
Company Secretary & Compliance Officer

SKF India Limited

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POSTAL BALLOT NOTICE

(Pursuant to Section 110 of the Companies Act, 2013, read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014)

**To,
Members,**

Subject: Passing of Resolutions through Remote E-Voting only.

NOTICE is hereby given pursuant to and in compliance with the provisions of Section 108 and 110 and other applicable provisions, if any, of the Companies Act, 2013 (the “Act”), Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (the “Rules”) and Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 (“SEBI LODR”), Secretarial Standard 2 on General Meetings issued by the Institute of Company Secretaries of India, read with the General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022, 11/2022 dated December 28, 2022 and 09/2023 dated September 25, 2023 (“MCA Circulars”) and pursuant to relevant circulars, issued by the Securities and Exchange Board of India (“SEBI Circulars”), and other applicable laws and regulations, as amended from time to time (including any statutory modification(s) or re-enactment thereof for the time being in force, SKF India Limited (the “Company”) is seeking approval from its members for passing of the resolutions as set out in the Postal Ballot Notice dated 8th May, 2024 by way of remote e-voting process only (“remote e-voting”).

Pursuant to and in compliance with Section 102(1) of the Act, the Explanatory Statement pertaining to the said resolutions setting out the material facts and the reasons/rationale thereof forms part of this Postal Ballot notice (“Postal Ballot Notice”).

In compliance with the aforesaid MCA Circulars and Section 110 of the Act and the Rules made thereunder, this Postal Ballot Notice is being sent by the Company only through Electronic means to those members whose e-mail addresses are registered with the Company, RTA or the Depository Participant(s) and whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the National Securities Depository Limited (“NSDL”) and Central Depository Services (India) Limited (“CDSL”) as on **Friday 17th May 2024 (“cut-off date”)**. Hence, hard copy of Postal Ballot Notice along with Postal Ballot form and pre-paid business reply envelop will not be sent to the members for this Postal Ballot process and members are required to communicate their assent or dissent only through the remote e-voting facility.

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Further, in terms of Sections 108, 110 and other applicable provisions of the Act, as amended from time to time, read with the Companies (Management and Administration) Rules, 2014 and in compliance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is providing the remote e-voting facility to its members as on the cut-off date, **Friday, 17th May 2024** to exercise their right to vote by electronic means on the businesses specified in the Notice. Accordingly, for downloading the Postal Ballot Notice including the instructions for e-Voting, please click on <https://www.skf.com/in/investors>

Further, please note that the Notice of Postal Ballot along with the instructions for voting is also placed on the Company's website at <https://www.skf.com/in/investors> on the website of National Securities Depository Limited www.evoting.nsdl.com and the same is available on the website of BSE Limited www.bseindia.com and National Stock Exchange of India Limited – www.nseindia.com

The Company is providing e voting facility through National Securities Depository Limited (NSDL).

The Board of Directors of your Company in its meeting dated 8th May 2024 has appointed, Mr. Jayavant Bhawe (Membership No. FCS 4266/CP 3068) of M/s. J.B. Bhawe & Co, Company Secretaries as the scrutinizer to conduct the Postal Ballot through remote e-voting process in a fair and transparent manner.

The remote e-voting period commences on Thursday 23rd May 2024 at 9:00 am (IST) and ends on Friday 21st June 2024 at 5:00 pm (IST).

Accordingly, the members of the Company holding shares either in physical form or in dematerialized form, as on the cut-off date, may cast their vote by remote e-voting on the businesses specified in the Postal Ballot Notice not later than 5:00 P.M. (IST) on Friday 21st June 2024. The remote e-voting module shall be disabled for voting thereafter. Once the vote on a resolution is casted by the member, the member shall not be allowed to change it subsequently.

Subject to the receipt of sufficient votes cast by the members of the Company, the Resolutions shall be deemed to be passed on the last date of voting i.e. on Friday, 21st June 2024. The results along with the Scrutinizer's Report would be intimated to BSE Limited at www.bseindia.com and National Stock Exchange of India Limited at www.nseindia.com where the Equity Shares of the Company are listed. Additionally, the results will be uploaded on the Company's website, website of NSDL www.evoting.nsdl.com and will also be displayed at the registered office and corporate office of the Company.

We request the members to exercise their votes electronically during the remote e-voting period as mentioned above. Further, please note that pursuant to the MCA Circulars voting by members can only be through remote e-voting.

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As the voting on resolution(s) will take place only through remote e-voting, therefore, to enable participation in the remote e-voting process by those members, to whom Postal Ballot Notice could not be sent due to non-availability of valid email address, the Company has made appropriate arrangements with its Registrar and Share Transfer Agent for registration of email addresses in terms of the above-mentioned Circular, please refer the Postal Ballot Notice for the same.

The proposed resolution/s requiring the consent of members through Postal Ballot are as under;

Special Business(s)

1) Appointment of Mr. Mukund Vasudevan (DIN: 05146681) as Director of the Company

To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 149, 152, 161, other applicable provision of the Companies Act 2013 (“Act”) read with Companies (Appointment and Qualifications of Director) Rules, 2014, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Articles of Association of the Company, on recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, Mr. Mukund Vasudevan (DIN: 05146681), who was appointed as an Additional Director (in the category of Executive Director) of the Company with effect from 8th April 2024 to hold office up to the date of 63rd Annual General Meeting of the Company, who being eligible to offer himself for appointment and is not debarred from holding the office of Director pursuant to any SEBI orders or any other such statutory authority(ies), and in respect of whom the Company has received a notice in writing from members under Section 160(1) of the Act proposing his candidature for the office of Director of the Company, consent of members be and is hereby accorded to appoint Mr. Mukund Vasudevan as Director of the Company and who shall not be liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to finalize and issue the letter of appointment to the concerned Director and to do all such acts, deed and things as may be necessary expedient and desirable for the purpose of giving effect to this resolution.”

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2) **Appointment of Mr. Mukund Vasudevan (DIN: 05146681) as a Managing Director of the Company**

To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 196, 197, 198, 203, other applicable provisions if any, of the Companies Act, 2013 (the “Act”) read with Schedule V thereto, the Companies (Appointment and Remuneration of Key Managerial Personnel) Rules, 2014, the Articles of Association of the Company, Nomination and Remuneration Policy of the Company, SEBI (Listing and Obligation Disclosures Requirement) Regulation 2015 (including any amendment(s), other statutory modifications or re-enactment(s) thereof for the time being in force), as per recommendation of the Nomination and Remuneration Committee, Board, any other approvals, consents, permissions and sanctions as may be required, the consent of the members of the Company be and is hereby accorded to appoint Mr. Mukund Vasudevan (DIN - 05146681) as a Managing Director of the Company, not liable to retire by rotation for a consecutive period of five (5) years with effect from 8th April 2024 on the terms and conditions as approved by the Nomination and Remuneration Committee, Board and as contained in the agreement between Mr. Mukund Vasudevan and the Company, copy whereof initialed by the Chairman for the purpose of identification, be and is hereby approved.

RESOLVED FURTHER THAT in the event of absence or inadequacy of profit in any financial year the remuneration payable to Managing Director shall be governed by Section II, Part II of Schedule V of the Companies Act, 2013 or any statutory modifications thereof or re-enactments thereof, or such other limits as may be prescribed by the Government from time to time as minimum remuneration.

RESOLVED FURTHER THAT the Nomination and Remuneration Committee and Board of Directors of the Company be and are hereby authorized to increase, alter and vary the aforesaid terms as to remuneration including perquisites without further reference to the Members, subject to the same not exceeding the limits specified under Section 197, read with Schedule V to the Companies Act, 2013, as in force from time to time and to do all such acts, matters, deeds and things as are usual or expedient to implement this resolution.

RESOLVED FURTHER THAT Ranjan Kumar, Company Secretary be and is hereby authorized to file the requisite documents/Form with Registrar of Companies, Stock Exchanges for the same and to do all such acts, deeds and things as may be required to give effect to this resolution.”

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3) **Appointment of Mr. Manish Bhatnagar (DIN: 08148320) as a Non-Executive Director of the Company.**

To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution:**

“RESOLVED THAT pursuant to the provisions of Sections 152 and other applicable provisions if any, of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force); in accordance with the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time; Articles of Association of the Company; on recommendation of the Nomination and Remuneration Committee and Board, consent of the members of the Company be and is hereby accorded for the continuance of Mr. Manish Bhatnagar (DIN: 08148320) as Non-Executive Director from Executive Director of the Company w.e.f. 1st April 2024 and who shall be liable to retire by rotation.

RESOLVED FURTHER THAT Ranjan Kumar, Company Secretary be and is hereby authorized to file the requisite documents/form with Registrar of Companies and Stock Exchanges for the same and to do all such acts, deeds and things as may be required to give effect to this resolution.”

4) **Re-appointment of Mr. Gopal Subramanyam (DIN: 06684319) as an Independent Director of the Company.**

To consider and if thought fit, to pass the following resolution as a **Special Resolution:**

“RESOLVED THAT pursuant to the provisions of Sections 149, 152, other applicable provisions if any, read with Schedule IV to the Companies Act, 2013 (“the Act”), Companies (Appointment and Qualifications of Director) Rules, 2014, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, such other provisions as may be applicable, (including any statutory modification or re-enactment thereof for the time being in force), as per the Nomination and Remuneration Policy of the Company, Articles of Association of the Company and on the recommendation of the Board, Mr. Gopal Subramanyam (DIN: 06684319), who was appointed as an Independent Director of the Company by the members of the Company for a term of 5(five) consecutive years up to 15th May 2024 and who being eligible for re-appointment for a second term and on the basis of the performance evaluation report, who has given his consent to act as independent director of the Company and has submitted a declaration that he meets the criteria of independence as provided in the Act, consent of members be and is hereby accorded to reappoint Mr. Gopal Subramanyam as an Independent Director of the Company, to hold office with effect from 16th May 2024 for a term of 5 (five) consecutive years, i.e. up to 15th May 2029 and whose office shall not be liable to retire by rotation.

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RESOLVED FURTHER THAT Ranjan Kumar, Company Secretary be and is hereby authorized to file the requisite documents/forms with Registrar of Companies and Stock Exchanges for the same and to do all such acts, deeds and things as may be required to give effect to this resolution.”

5) **Re-appointment of Ms. Anu Wakhlu (DIN 00122052) as an Independent Director of the Company.**

To consider and if thought fit, to pass the following resolution as a **Special Resolution**:

“**RESOLVED THAT** pursuant to provisions of Sections 149, 152, other applicable provisions, if any, read with Schedule IV to the Companies Act, 2013 (“the Act”), Companies (Appointment and Qualifications of Director) Rules, 2014 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, such other provisions as may be applicable, (including any statutory modification or re-enactment thereof for the time being in force), as per the Nomination and Remuneration Policy of the Company, Articles of Association of the Company and on the recommendation of Board, Ms. Anu Wakhlu (DIN 00122052), who was appointed as an Independent Director of the Company by the members of the Company for a term of 5(five) consecutive years up to 15th May 2024 and who being eligible for re-appointment for a second term and on the basis of the performance evaluation report, who has given her consent to act as independent director of the Company and has submitted a declaration that she meets the criteria of independence as provided in the Act, consent of members be and is hereby accorded to reappoint Ms. Anu Wakhlu as an Independent Director of the Company, to hold the office with effect from 16th May 2024 for a term of 5 (five) consecutive years, i.e. up to 15th May 2029 and whose office shall not be liable to retire by rotation.

RESOLVED FURTHER THAT Ranjan Kumar, Company Secretary be and is hereby authorized to file the requisite documents/forms with Registrar of Companies and Stock Exchanges for the same and to do all such acts, deeds and things as may be required to give effect to this resolution.”

By Order of the Board of Board of SKF India Limited

Ranjan Kumar
Company Secretary & Compliance Officer
Membership no: A16192
Date: 8th May 2024
Place: Gothenburg, Sweden

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NOTES:

1. The Explanatory Statement pursuant to Section 102 and 110 of the Act read with Rule 20 and 22 of the Rules stating material facts and reasons for the proposed resolutions are annexed hereto. It also contains all the requisite disclosures as specified in the applicable provisions of the Companies Act, 2013 read with the rules and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. Pursuant to the provisions of Section 110 of the Act read with the Rules and MCA Circulars, your Company has an option for the above-mentioned resolution, to seek the approval of the members through Postal Ballot (via remote e-voting), instead of getting the same passed at a General Meeting. Accordingly, if the resolution is approved by the members through Postal Ballot via remote e-voting, shall be deemed to have been passed as if the same has been passed at a General Meeting of the members convened in this regard.
3. Mr. Jayavant Bhav (Membership No. FCS 4266/CP 3068) of M/s. J.B. Bhav & Co. Company Secretaries have been appointed as the Scrutinizer for conducting the Postal Ballot only through the remote e-voting in a fair and transparent manner.
4. In compliance with the MCA and SEBI Circulars, the Notice of the Postal Ballot is being sent by electronic mode only to those members whose names appears in the Register of Members/List of Beneficial Owners maintained by the Company/Depositories respectively as at close of business hours on **Friday, 17th May, 2024**, (the '**Cut-offdate**') and whose e-mail addresses are registered with the Company/Depositories. Any person who is not a member as on cut-off date should treat this notice as for information purpose only.
5. As required under Rule 20 and Rule 22 of the Rules, read with the MCA Circulars and the SEBI Listing Regulations, the details pertaining to this Postal Ballot will be published in at least one vernacular newspaper in the principal vernacular language of the district in which the registered office of the Company is situated, and having a wide circulation in that district, and at least one in English language in an English newspaper having country-wide circulation.
6. Members whose names appears in the Register of Members/List of Beneficial Owners as on the Cut-off date are entitled to vote on the Resolution set forth in this Notice. A person who is not a member as on the cut-off date should treat this notice for information purpose only. Members who have not registered their e-mail addresses with the Company/Depositories are requested to register the same with the Company or the Depositories in accordance with the instructions given

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under Note no.17.

7. Members may please note that the Postal Ballot Notice is also available on the Company's website at <https://www.skf.com/in/investors>, websites of the Stock Exchanges i.e. BSE Limited ('BSE') and National Stock Exchange of India Limited ('NSE') at www.bseindia.com and www.nseindia.com respectively, and on the website of National Securities and Depository Limited ('NSDL') at www.evoting.nsdl.com.
8. In compliance with the MCA Circulars and SEBI circulars in relation to e-voting facility provided by listed entities, Sections 108 and 110 of the Act and the Rules made thereunder and Regulation 44 of the SEBI LODR, the Company is offering remote e-voting facility to seek the approval of members of the Company for the resolution contained in this Notice. For this purpose, the Company has entered into an agreement with NSDL for facilitating remote e-voting to enable the members to cast their votes electronically.
9. Voting rights of the members shall be reckoned in proportion to the paid-up equity shares registered in the name of the member/beneficial owner as on the Cut-off date Friday, 17th May 2024.
10. The facility to exercise voting through electronic means will **commence on Thursday, 23rd May 2024 at 9:00 am (IST) and end on Friday, 21st June 2024 at 5:00 pm (IST)**. The e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on the resolution is casted by the member, such member shall not be allowed to change it subsequently or cast the vote again.
11. In order to facilitate members to receive this Notice electronically and cast their vote, the Company has made special arrangement with its Registrar and Share Transfer Agent ('RTA') for temporary registration of e-mail addresses to receive this Postal Ballot Notice via e-mail. The process for temporary registration of e-mail address is mentioned in Note no 17.
12. The report of the Scrutinizer shall be submitted to the Chairperson (or to such other person authorized by the Chairperson) after the completion of scrutiny of e-voting on or before 25th June 2024 as per Regulation 44 of SEBI LODR. The result of voting will be announced by the Chairperson, or any other person duly authorized by Chairperson. Such results will also be displayed on the noticeboard of the Company at its Registered and Corporate Office. The results will also be posted on the website of the Company and website of NSDL www.evoting.nsdl.com and will also be intimated to the NSE and the BSE in accordance with the provisions of the SEBI LODR.

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13. The resolution, if passed by the requisite majority, shall be deemed to have been passed on the last date i.e. Friday, 21st June 2024 specified for receipt of votes through the remote e-voting process.
14. All the documents referred to in this Notice and Explanatory Statement thereto shall be available for inspection electronically from 10:00 a.m. to 5:00 p.m. (IST) on all working days from the date of circulation of the Notice and up to the closure of the voting period. Members seeking to inspect such documents can send an e-mail to investors@skf.com
15. Brief profile of the Directors to be appointed including nature of their expertise, names of Companies in which they hold directorships and committee memberships, shareholding in the Company and relationships with other Directors etc., are provided under **Annexure - A** of this Notice.
16. In case of any queries, you may contact the Company at investors@skf.com or on contact details as mentioned in Note no 17.
17. **Voting Through electronic means**

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility. Login method for Individual shareholders holding securities in demat mode is given below:

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Type of shareholders	Login Method
<p>Individual Shareholders holding securities in demat mode with NSDL.</p>	<ol style="list-style-type: none"> 1. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 2. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 4. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning





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	<p>the QR code mentioned below for seamless voting experience.</p> <p>NSDL Mobile App is available on</p> <p>  App Store  Google Play </p> <div style="display: flex; justify-content: space-around;">   </div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> 1. Users who have opted for CDSL Easi/Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon and New System Myeasi Tab and then user your existing Myeasi username & password. 2. After successful login the Easi/Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.

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Tel: +91 (20) 6611 2500., Fax no: +91(20) 66112396, Web: www.skf.com, www.skfindia.com

email id: investors@skf.com

CIN: L29130PN1961PLC213113

	<p>4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
<p>Individual Shareholders (holding securities in demat mode) login through their depository participants</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</p>

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

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Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example, if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example, if your Beneficiary ID

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	is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the Company. For example, if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:

a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.

b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

c) How to retrieve your 'initial password'?

(i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8-digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

(ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**

Process for registering e-mail addresses to receive this Notice electronically and cast votes electronically:

Registration of e-mail addresses with Link Intime: The Company has made special arrangements with Link Intime for registration of e-mail addresses of those Members (holding shares either in electronic or physical form) who wish to receive this Notice electronically and cast votes electronically. Eligible Members whose e-mail addresses are not registered with the Company/DPs are required to provide the same to Link Intime on or before 5.00 p.m. (IST) on Tuesday, 18th June 2024.

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Process to be followed for registration of e-mail address is as follows:

Visit the link

https://liiplweb.linkintime.co.in/EmailReg/Email_Register.html

- a. Select the Name of the Company from dropdown
- b. Enter the Folio No./DP ID, Client ID, Shareholder Name, PAN details, Mobile no. and E-mail id. Shareholders holding shares in physical form are required to additionally enter one of their share certificate numbers.
- c. System will send OTP on mobile no and email id.
- d. Enter OTP received on mobile no and email id.
- e. The system will then confirm the e-mail address for the limited purpose of service of Notice of Postal Ballot.

The above system also provides a facility to the Members holding shares in physical form to upload a self-attested copy of their PAN Card, if the PAN details are not updated in accordance with the requirements prescribed by SEBI.

After successful submission of the e-mail address, NSDL will e-mail a copy of this Postal Ballot Notice along with the e-Voting user ID and password. In case of any queries, Members may write to evoting@nsdl.co.in.

6. If you are unable to retrieve or have not received the “Initial password” or have forgotten your password:
 - a) Click on “**Forgot User Details/Password?**”(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) **Physical User Reset Password?** (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
8. Now, you will have to click on “Login” button.
9. After you click on the “Login” button, Home page of e-Voting will open.

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Step 2: Cast your vote electronically on NSDL e-Voting system.

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to jbbhave@gmail.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “[Forgot User Details/Password?](#)” or “[Physical User Reset Password?](#)” option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download

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section of www.evoting.nsdl.com or call on: 022 - 4886 7000 or send a request to NSDL Official Prajakta Pawle at evoting@nsdl.com

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to investors@skf.com
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to investors@skf.com If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. [Login method for e-Voting for Individual shareholders holding securities in demat mode.](#)
3. Alternatively shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. [In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.](#)

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EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013.

Item No 1 and 2:

The Board of Directors on the recommendation of the Nomination and Remuneration Committee in their meeting held on 19th March 2024, appointed Mr. Mukund Vasudevan (DIN: 05146681) as an Additional Director of the Company with effect from 8th April 2024, subject to the approval of members of the Company. Pursuant to Section 161(1) of the Companies Act, 2013 (“the Act”) and Article 129 of the Articles of Association of the Company, Mr. Mukund Vasudevan holds the office of the Director up to the date of ensuing Annual General Meeting.

Thereafter, the Board on the recommendation of the Nomination and Remuneration Committee approved the appointment of Mr. Mukund Vasudevan as Managing Director of the Company with effect from 8th April 2024 for a period of five (5) years, subject to the approval of shareholders of the Company.

1. Remuneration

The Board on the recommendation of the Nomination and Remuneration Committee appointed Mr. Mukund Vasudevan as Managing Director of the Company effective from 8th April 2024 for a period of 5 (five) years at its meeting held on 19th March 2024 on the terms and conditions including remuneration as set out in the agreement dated 8th April 2024 which are as under:

A. Salary-

The Managing Director shall be entitled to the basic salary of INR 1,48,00,000/- per annum which shall be revised annually as of 1st April 2025. The increase shall be at the discretion of the Nomination and Remuneration Committee/Board of Directors and of the Company.

In addition to the basic salary, the Managing Director shall be entitled to a Flexible Pay Plan (“FPP”) equivalent to a sum of INR 1,74,92,120/- per annum. The Managing Director shall be allowed to select amongst the various Heads that are offered under this scheme based upon his preference. The scheme shall be revised annually beginning 1st April 2025.

B. Retirement Benefits:

Provident Fund: SKF will contribute 12% of Annual Base Salary towards Provident Fund.

Superannuation: SKF will contribute 15% of Annual Base Salary towards Superannuation Fund.

Gratuity: Gratuity at 4.81% of Annual Base Salary (as per law).

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C. Basic salary and Flexible Pay Plan according to paragraph A above together with retirement benefits according to paragraph B above will form the Gross annual salary which will be revised annually beginning 1st April 2025. The increase shall be at the discretion of the Nomination and Remuneration Committee/Board of Directors of the Company.

D. Incentives:

- i. **Short-Term Variable Salary (STVS):** The Managing Director shall be entitled to STVS incentive as per the Group Bonus Plan. The maximum STVS payable is 50 % based on the sum of basic salary and FPP.
- ii. **Long Term Scheme (LTVS):** The Managing Director shall be entitled to participate in the Group LTVS program.

Note: STVS and LTVS payment shall always be subject to the Group policy/program prevailing at the time of pay-out.

E. Perquisites:

In addition to the above remuneration, the Managing Director shall also be entitled to the following perquisites as per the policy of the Company:

- a) Car – The Company shall provide one Car and driver with fuel, insurance, and maintenance borne by the company as per the Company policy.
- b) Club Membership of one club- The Poona Club
- c) Mobile reimbursement.
- d) Medical reimbursement to self and family (spouse and children) for outpatient medical care, shall be provided.
- e) Group Medical Insurance for Self, Spouse, and dependent children.
- f) Group Medical Insurance for Parents/Parents-in-Law (50% (fifty percent) premium borne by the Company).
- g) Group Personal Accident and Term life coverage.
- h) Joining Expenses as per the mutual agreement between the Company and the Managing Director

Provision for the use of Company car and telephone(s) at residence and mobile including payment for local calls and long-distance official calls shall not be included in the computation of perquisites for the purpose of calculating such ceilings.

Leave – Entitlement for leave as per the rules of the Company. Encashment of unutilized leave at the end of tenure shall not be considered as a perquisite for the purpose of ceiling on remuneration prescribed in the Companies Act, 2013.

For the purpose of calculating the above ceiling, perquisites shall be evaluated as per Income Tax Rules wherever applicable and in the absence of any such rules, perquisites shall be evaluated at actual costs.

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The total remuneration and perquisites payable to the Managing Director shall be within the ceiling limits prescribed in Sections 197 to 200 of the Companies Act, 2013. In case of absence or inadequacy of profits in any financial year, the Company shall, subject to the provisions of Section II, Part II of Schedule V of the Companies Act, 2013 or any statutory modifications thereof and/or the approval of the Central Government where necessary, pay the remuneration mentioned above as minimum remuneration to Mr. Mukund Vasudevan.

The Board of Directors will be authorized to alter, increase and vary the remuneration and perquisites provided that total remuneration by way of salary and perquisites and other allowances shall be within the maximum limits as laid down under Sections 196 to 200 and all other applicable provisions, if any of the Act read with Section II, Part II of Schedule V of the Companies Act, 2013, as may be amended from time to time or any equivalent statutory re-enactment thereof for the time being in force.

2. **Other material terms of appointment:**

- A. Mr. Mukund Vasudevan, while acting as Managing Director of the Company, shall exercise and perform such powers and duties as the Board of Directors of the Company ("the Board") may from time to time determine. Subject to the directions and restrictions as may be imposed by the Board from time to time, he shall be responsible for general governance, risk and compliances of the Company with powers to enter into contracts on behalf of the Company in the ordinary course of business and to do and perform all other acts, deeds and things which in the ordinary course of business he may consider necessary, expedient or proper towards the assigned areas in the interests of the Company.
- B. Mr. Mukund Vasudevan shall not, during the period of his employment and without the previous consent in writing of the Board engage or interest himself, either directly or indirectly in the business or affairs of any other Person, Firm, Company, Body Corporate or Concern or in any undertaking or business of a nature similar to or competing with the Company's business.
- C. Mr. Mukund Vasudevan shall not be paid any fees for attending meetings of the Board of Directors or any Committee thereof.
- D. Mr. Mukund Vasudevan undertakes that as long as he functions as Managing Director, he will not become interested or otherwise concerned directly or through his relative(s) in any buying/selling agency of the Company.
- E. The Company shall be entitled to forthwith determine this Agreement in the event of Mr. Mukund Vasudevan being found guilty of misconduct or negligence in the discharge of his duties or in the conduct of the Company's business or to any other act or commission inconsistent with his duties as Managing Director or any breach of this Agreement/ employment terms which in the opinion of the Board requires his termination from the office of Managing Director.

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- F. The terms and conditions of appointment of MD also include clauses pertaining, to confidentiality, strictly observe the provisions of SKF code of conduct and other applicable policy of the Company.

A copy of the agreement entered into between Mr. Mukund Vasudevan and the Company in terms of Section 190 of the Companies Act, 2013 is available at the Registered Office of the Company for inspection on any working day (except Saturday) during normal working hours of the Company. The Board of Directors recommends resolution set out at Item No. 1 and 2 of this Notice for your approval as Ordinary Resolutions.

A brief profile and other information of Mr. Mukund Vasudevan, as required under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard 2, is provided in the **Annexure - A** to this Notice.

Mr. Mukund Vasudevan is not related to any of the Directors of the Company. None of the Directors, Key Managerial Personnel or other relative except Mr. Mukund Vasudevan is interested in the resolution set out at Item No. 1 and 2 of this Notice. He does not hold any shares in the company.

Item No. 3:

In pursuance to the change of role in the organization, Mr. Manish Bhatnagar (DIN: 08148320), Managing Director of the Company has submitted his letter of resignation from the position of Managing Director of the Company with effect from 1st April 2024 and will continue to act as Non-Executive Director on the Board of the Company.

Mr. Manish Bhatnagar was appointed as a Managing Director of the Company with effect from 16th August 2018 for a term of 5 (five) years and was further reappointed for the second term of five years with effect from 16th August 2023.

A brief profile and other information of Mr. Manish Bhatnagar, as required under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard 2, is provided in the **Annexure - A** to this Notice.

As per the circular issued by BSE Limited and National Stock Exchange of India Limited relating to the 'Enforcement of SEBI Orders' regarding the appointment of Directors by the listed Companies dated 20th June 2018, Mr. Manish Bhatnagar is not debarred from holding the office of Director pursuant to any SEBI order or any other such statutory authority.

Accordingly, the Board, on the recommendation of the Nomination and Remuneration Committee recommends the resolution as set forth in Item No. 3 in relation to the continuation of the appointment of Mr. Manish Bhatnagar as a Non - Executive, Non-Independent Director of the Company, for approval by the members of the Company, by way of Ordinary Resolution.

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None of the Directors or Key Managerial Personnel of the Company and their relatives other than Mr. Manish Bhatnagar is in any way concerned or interested, financially or otherwise, in this resolution. He does not hold any shares in the Company.

Item No. 4 to 5:

Mr. Gopal Subramanyam (DIN: 06684319) and Ms. Anu Wakhlu (DIN: 00122052) were appointed as an Independent Directors of the Company, for a term of 5(five) consecutive years effective from 16th May 2019 to 15th May 2024. They were due for retirement from the first term as an Independent Director on 15th May 2024. As per Section 149 of the Act, an Independent Director may hold office for two terms of up to 5 (five) consecutive years each and accordingly would be eligible for re-appointment for one more term on approval of the members vide passing of a Special Resolution. Mr. Gopal Subramanyam and Ms. Anu Wakhlu fulfill the requirements of an Independent Director as laid down under Section 149(6) of the Act, and Regulation 16(1)(b) of the LODR Regulations.

Based on the performance evaluation report, Board of Directors recommended the reappointment of Mr. Gopal Subramanyam and Ms. Anu Wakhlu as Independent Directors of the Company, not liable to retire by rotation, for a second term of 5 (five) consecutive years with effect from 16th May 2024 to 15th May 2029 subject to approval of the members by Special Resolution.

The Company has received consents in terms of Section 152 of the Act declarations from Mr. Gopal Subramanyam and Ms. Anu Wakhlu, to the effect that they meet the criteria of independence as provided in Section 149(6) of the Act read with the Rules framed there under and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 (“SEBI Listing Regulations”). In terms of Regulation 25(8) of SEBI Listing Regulations, they have confirmed that they are not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact their ability to discharge their duties. The Company has also received a declaration to the effect that they are not disqualified from being appointed as Director of the Company under section 164(2) of the Act.

Further, both the Directors individually confirmed that they are in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualifications of Directors) Rules, 2014, with respect to their registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs (‘IICA’). Directors conducted by the Indian Institute of Corporate Affairs ensure that the skills and knowledge is appropriate and beneficial to the Company. Both the Directors have successfully passed the online Proficiency Assessment Test.

In the opinion of the Board, each of these Directors fulfil the conditions specified in the Act, Rules, and SEBI Listing Regulations for re-appointment as an Independent Director and

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they are independent of the management of the Company. The terms and conditions of their appointment shall be open for inspection by the Members at the Registered Office of the Company during normal business hours on any working day (except Saturday) and will also be posted on the Company's website.

The Board has ensured that there is an appropriate balance of skills, experience and knowledge in the Board so as to enable the Board to discharge its functions and duties effectively.

A brief profile of Mr. Gopal Subramanyam and Ms. Anu Wakhlu is provided in Annexure-A to the Notice. Accordingly, the Board recommends the resolution as set forth in Item No. 4 and 5 re-appointment of Independent Directors of the Company, for approval by the members of the Company, by way of Special Resolution.

None of the other Directors or Key Managerial Personnel of the Company and their respective relatives except Mr. Gopal Subramanyam and Ms. Anu Wakhlu for their respective resolutions is in anyway, concerned or interested in the Resolutions. They do not hold any shares in the Company.

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Annexure - A

Information Pursuant to Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard 2 issued by the Institute of Company Secretaries of India, the following information is furnished about the Directors proposed to be appointed.

Name of the Director	Mr. Mukund Vasudevan	Mr. Manish Bhatnagar
Director Identification Number	05146681	08148320
Date of Birth (age)	24 th October 1969 (54 years old)	20 th April 1969 (55 years old)
Nationality	Indian	Indian
Date of first Appointment on Board of the Company	8 th April 2024	16 th August 2018
Qualification	Bachelor of Technology, IIT Mumbai MBA in Finance and Strategy, Highest Honor List form University of Chicago, Graduate School of Business Chicago	BE (Electrical/Electronics) BITS, Pilani MBA - IIM, Kolkata
Experience (including Expertise in Specific area/ Brief Resume)	Entrepreneurial and result-oriented executive, with 25+ years of experience in P&L management, strategy development, sales and M&A in India, the Middle East and USA. Strong commercial and operational skills. Collaborative leader with a track record of building high-performance teams. Previously associated with the following organizations: - Moglix as Managing Director for 3 plus year. ECOLAB as Managing Director for 6 Years. Pentair Valves and Controls as Managing	Mr. Manish Bhatnagar has more than 25 years of global experience. As part of SKF Group, Mr. Manish Bhatnagar will bring extensive strategic and leadership expertise to drive growth and achieve company's business objectives. His business acumen and multi-industry experience position him to provide strategic direction to SKF India's leadership team.

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	<p>Director - IMEA for 2 years.</p> <ul style="list-style-type: none"> - Pentair Water as Vice President and Country Head for 5 years. - PENTAIR INC - Director Strategic Marketing & BU Head Pentair Industrial Filtration for 3 years MCKINSEY & COMPANY, INC for 3 years SCHLUMBERGER WIRELINE AND TESTING for 6 years. 	
Terms & conditions of appointment/ re-appointment	As per the appointment letter, aforesaid agreement, resolution and explanatory statement to this notice.	As per the appointment letter
Remuneration sought	As mentioned in the explanatory statement	N.A.
Remuneration last drawn	Nil	INR 7,03,29,020/- as Managing Director (including Salary, Superannuation, Provident Fund, stock wards and incentive for FY 23-24)
Number of Board Meeting attended during the FY 2023-24	Nil	5
Number of meetings of the Board attended during the financial year 2024-25 (up to the date of the Postal Ballot notice)	1	1
Shareholding in the Company as on the date of Postal Ballot notice (self and beneficial basis only)	Nil	Nil
List of Directorship held in other Companies	Nil	Nil as on 29 th April 2024

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Listed companies from which the person has resigned in the past three years	Nil	Nil
Chairmanship / Membership of Audit and Stakeholders Relationship Committee	Chairperson- CSR Committee- w.e.f. 8 th May 2024 Member- Stakeholder Relationship Committee w.e.f. 8 th May 2024	Member- Audit Committee- w.e.f. 8 th May 2024
Chairmanships / Memberships of the Committees of Boards of other Companies	Nil	Nil
Inter-se Relationship between the Directors and other Key Managerial personnel of the Company	Nil	Nil

Note: Committee membership includes only the Audit Committee and Stakeholders' Relationship Committee of Public Limited Company (whether Listed or not). Other directorships do not include directorships of foreign companies.

SKF India Limited

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Annexure - A

Information Pursuant to Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard 2 issued by the Institute of Company Secretaries of India, the following information is furnished about the Directors proposed to be appointed.

Name of the Director	Mr. Gopal Subramanyam	Ms. Anu Wakhlu
Director Identification Number	06684319	00122052
Date of Birth (age)	2 nd November 1955 (68 years old)	9 th November 1957 (66 years old)
Nationality	Indian	Indian
Date of first Appointment on Board of the Company	16 th May 2019	16 th May 2019
Qualification	Mechanical Engineering, University of Madras	MSc Gold Medallist Diploma in Strategic Management and ICC Coach Accreditation (MCC)
Experience (including Expertise in Specific area/ Brief Resume)	<p>Over 4 decades of experience in the manufacturing sector business, ranging from high-precision components to heavy machinery. He has served Larsen & Toubro Ltd for more than three decades. At L&T, he donned leadership roles as a CEO of their Joint Venture companies, namely Hydraulic components, Construction and Mining Equipment, Thermal Power plant Equipment, and machinery for the Tire plants.</p> <p>His past and current engagements include shepherding the “Skill India” movement through his deep association with the National Skill Development</p>	<p>Executive Director and Chairperson of Pragati Leadership Institute (P) Ltd., one of India’s leading companies in the space of Leadership Transformation. She is also the Executive Director of Pragati Foundation, an NGO working in sustainable employment of women and youth. As an MCC certified Coach, Anu’s forte is in executive and C-suite coaching. She serves as an HR mentor to several organisations.</p> <p>Anu has over 31 years of experience in human resources and leadership development as a consultant</p>

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	Corporation (NSDC), L&T Skill Development Mission, and Nettur Technical Training Foundation (NTTF). He is a jury member CII-EXIM Award (based on the EFQM model). He also assists the CII Institute of Quality in its various Business Excellence initiatives.	and has worked with multiple organisations across engineering, automobile, chemicals, IT, BFSI, and services sectors. She is deeply involved in mentoring and coaching women leaders across sectors and volunteers with several non-profits across the country to develop women leaders.
Terms & conditions of appointment/ re-appointment	Independent Director, not liable to retire by rotation, to hold office for a period of 5 years, with effect from 16 th May 2024 to 15 th May 2029	Independent Director, not liable to retire by rotation, to hold office for a period of 5 years, with effect from 16 th May 2024 to 15 th May 2029
Remuneration sought	Profit based commission on annual basis, as per recommendation of Nomination and Remuneration Committee (NRC)	Profit based commission on annual basis, as per recommendation of Nomination and Remuneration Committee (NRC)
Remuneration last drawn	INR 34,20,580/- for FY 22-23 commission same is part of last year's Annual report.	INR 27,98,180/- for FY 22-23 as commission same is part of last year's Annual report.
Number of Board Meeting attended during the FY 2023-24	5	5
Number of meetings of the Board attended during the financial year 2024-25 (up to the date of the Postal ballot)	1	1
Shareholding in the Company as on the date of Postal Ballot notice (self and beneficial basis only)	Nil	Nil
List of Directorship held in other Companies	Titan Engineering & Automation Limited. (TEAL) w.e.f. 1 st May 2024	Pragati Leadership Institute Private Limited

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Listed companies from which the person has resigned in the past three years	Nil	Nil
Chairmanship / Membership of Audit and Stakeholders Relationship Committee	Chairperson- Stakeholders Relationship Committee Membership - Audit Committee	Chairperson- Audit Committee Membership- Stakeholders Relationship Committee
Chairmanships / Memberships of the Committees of Boards of other Companies	Nil	Nil
Inter-se Relationship between the Directors and other Key Managerial personnel of the Company	Nil	Nil

Note: Committee membership includes only the Audit Committee and Stakeholders' Relationship Committee of Public Limited Company (whether Listed or not). Other directorships do not include directorships of foreign companies.

With warm regards,
By order of the BOARD OF DIRECTORS
For SKF India Limited

Ranjan Kumar
Company Secretary & Compliance Officer
Membership no.: A16192
Date: 8th May 2024
Place: Gothenburg, Sweden

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