

Date: 2nd August 2022

National Stock Exchange of India Limited, "Exchange Plaza" 5 th Floor, Plot No. C-1, G Block, Bandra Kurla Complex, Bandra (East), Mumbai – 400051 NSE Scrip Code – SKFINDIA	BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400001 BSE Scrip Code -500472
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Dear Sirs/Madam,

Sub: Intimation – Transcript of 61st Annual General Meeting held on July 27, 2022

Pursuant to Clause 15(b) of Schedule III, Part A, Para A read with Regulation 30 (2), Regulation 30 (6) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended from time to time) ("SEBI LODR"), please find enclosed herewith transcript of 61st Annual General Meeting held on July 27, 2022.

Transcript will also be available on website of the Company.

The above is for your information and record. You are hereby requested to disseminate the same on your respective websites.

Thanking you,

Yours faithfully,
SKF India Limited

Ranjan Kumar
Company Secretary & Compliance Officer

SKF India Limited
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61st AGM - SKF India Limited, 27th July 2022

Mr. Gopal Subramanyam – Chairman, SKF India Ltd.:

- A very good afternoon dear members. I welcome you all to the 61st annual general meeting of SKF India Ltd. convened today, which is 27th July 2022, 3:00 pm Indian Standard Time through video conferencing. It's our pleasure to meet you virtually. On behalf of the Board of Directors, please accept our sincere thanks for joining us today. Your support, confidence and encouragement even in these difficult times strengthens our efforts of making our SKF stronger. Before I begin, I would take this opportunity to introduce the Board of Directors of your company present at this meeting.
- I now start with **Ms. Anu Wakhlu is the independent director** of the company and chairperson of Audit committee and NRC and also member of stakeholder relationship committee and CSR committee. She is participating in this meeting from Mumbai, Maharashtra.
- I would like to introduce **Mr. Manish Bhatnagar, Managing Director** and Chairman of the CSR committee. He is participating in this meeting from Mumbai, Maharashtra.
- Next, I would like to introduce **Mr. Shailesh Kumar Sharma, whole time director**, who is also proposed to be re-appointed as director liable retire by Rotation. He is participating in this meeting from Mumbai, Maharashtra.
- In this AGM, we also have, **Mr. Ashish Saraf, Chief Financial Officer** who is attending this meeting from Mumbai, Maharashtra.
- **Mr. Ashish Saraf – CFO SKF India Ltd.:**
- Hello everyone!!
- Mr. Gopal Subramanyam – Chairman, SKF India Ltd.:
- We also have **Mr. Ranjan Kumar, Company Secretary and Compliance Officer**, who is attending this meeting from Mumbai, Maharashtra.
- Mr. David Johansson, Mr. Joakim Landholm (whose appointment as directors are placed before the shareholder's meeting) couldn't join this meeting due to their pre-occupancy.
- The company has made all possible efforts under the current circumstances to enable the members to participate in the meeting through video conferencing facility and work electronically. I would now request Mr. Ranjan Kumar, our Company Secretary and Compliance Officer to check and confirm the quorum of this meeting and also share some important information about this meeting with the shareholders. Over to you Ranjan Kumar.

Mr. Ranjan Kumar – Company Secretary & Compliance Officer, SKF India Ltd.:

- Thank you Honorable Chairman. So looking at the number of members present, I confirm that the requisite quorum as required by the law for this meeting is present. As per various circulars issued by Ministry of Corporate Affairs and SEBI, the shareholders who are attending this meeting using audio video means have also been considered for the purpose of quorum. Now I would like to confirm and record the presence of our auditors. So M/s. Price Water House and Company, Bangalore LLP, the statutory auditor of the company for the financial year 21-22, M/s Deloitte Haskins & Sells, statutory auditor of the company, appointed with effect from 11th May 2022, M/s Parekh & Associates, Secretary and Auditor and M/s RA & Co., cost auditor, presently all the auditors are present at this meeting using audio video means accessed by the company to them.
- Now a brief announcement for the convenience of the shareholders. The shareholders who have registered themselves as a speaker will be allowed to speak when the names are announced with the request to speak and accordingly we will switch on the audio and video facility for those shareholders. The shareholders may further note that the recorded videos of the proceedings of this meeting will be made available on the website of the company as well on the website of NSDL. The transcript of the meeting will also be placed on the website of the company. These information would also be communicated to the stock exchange where the shares of the company are listed, that is BSE Ltd. and National Stock Exchange of India Ltd. Now I would like to brief the shareholders about the statutory records which have been kept for inspection. So all the statutory records have been put on the website of the company for inspection of the shareholders electronically. I will name a few for the convenience of the shareholders. So the register of directors and Key-managerial personnel and their shareholding as maintained by your company under Sec 170 of the Companies' Act, the register of contracts and arrangements maintained by your company under Sec 189 of the Companies' Act and all other documents have been referred in the Notice and Explanatory Statement sent to you all have been put on the website of the company for the inspection of the shareholders. So the shareholders may go to the website and have the inspection of these documents. Members may also note that the annual report of the company for the financial year 21-22 was already circulated to them by email on 5th July 2022. The updated annual report with some typo corrections were also circulated to all the shareholders on 21st July 2022. The same is available on the website of the company for quick reference of the shareholders that has also been communicated to the stock exchanges where the shares of the company are listed. With this, I will refer back to honorably for sharing his outlook on the business environment of the company. Thank you so much shareholders for your patient hearing.

Mr. Gopal Subramanyam – Chairman, SKF India Ltd.:

- Thank you, Mr. Ranjan Kumar. Dear shareholders, good afternoon ladies and gentlemen. On behalf of the board members and the entire SKF India Team, I warmly welcome you all to the 61st Annual General meeting of SKF India Ltd for the financial year 2021-2022. It's a pleasure to connect with you all and although virtual, it's indeed my privilege to host you today. Hope you and your families are safe. As this was a very successful year for SKF India Ltd., therefore I would like to make few comments about the year past and the year that lies ahead of us.

- **First the financial performance.** Firstly I would like to say that we recognize the importance of the meeting, shareholder expectation and therefore we are always committed to delivering long term shareholder value.
- We recorded exceptional revenue growth in the financial year 2021-2022, even though we had the severe impact of covid in our quarter 2 performance. A profit before tax for the financial year 2021-2022 stood at INR 5,309.6 million and revenue from operations at INR 36,658.9 million, which is up 37.26 % for the financial year 2021-2022. A robust performance is a testimony of our company's commitment to ensuring operational efficiencies across its facility maintaining high level of customer centricity and market share in the addressable businesses and markets. Thus, all of this leading to a strong financial performance and increased shareholder value. These results were achieved despite many major challenges including turbulence in the macro economy, supply chain constraints, geo-political challenges and an unexpected and extended period of inflationary trends. Against such a backdrop, your company's performance in FY 2021-2022 makes it very pleasing. The company's accounts for the year ended March 31st 2022 along with director's and auditor's reports are already with you and with your permission, I would like to take them read.
- I would now turn to **business environment.** As our country's GDP is regaining and poised to reach pre-pandemic levels of growth, the broad business outlook remains positive and the company is looking to leverage many growth opportunities upon its head. The infrastructure, railways, transportation, all the paper, AV and e-commerce sectors continue to see robust demands in India. Considering the company's strong product portfolio across automotive and other sale segments, long standing relationship with customers and the goodwill around us from distributors, suppliers and all other stakeholders, the business operation of the company is expected to report satisfactory financial results in the coming months. People are strength and an organization's growth depends upon the dedication and the commitment of its employees towards its vision and mission. At SKF, we consider employees as our most important asset. All our employee oriented activities and initiatives are guided and deeply embedded core values and drivers. To augment the workforce in tune with your company's sustained growth, major initiatives towards training, talent acquisition, employee engagement and retention have been continued in FY 2021-2022 as well. Your company continues to invest in human resource development to provide an open work culture and rewarding career opportunities to all its employees.
- I next turn my attention to **CSR and sustainability.** Your company has always given top priority in fulfilling its obligations under CSR. We intensified our community empowerment activities with a special focus in the areas of education, skilled development and environmental sustainability. By choosing long term sustainable projects, if company has taken an approach which brings steady and long-lasting impact on the society. As a part towards our focus towards sustainability, your company is committed to reduce its carbon emission and intending to increase its resilience and reliance on renewable energy to meet energy requirements. We sourced 42 % of our energy from renewable energy sources which helped us to reduce specific CO₂ emissions by 21,850 tonnes during the year.
- **New strategic framework** – SKF Group has defined a new strategic framework based on 2 concepts – intelligent and clean. Intelligent means, its providing connected and tailored offerings for our customers, as well as using technology to make our operations

more efficient. Clean reflects our ability to enable a more sustainable industry while running our own business in a transparent and responsible manner. These concepts will guide us as we embark on an exciting journey to become a more focused, innovative and profitable player in the industry.

- The board and management of SKF Ltd are determined to ensure vigorous execution of our new, intelligent and clean strategic framework so that we are well positioned to meet the growing customer demands and grow profitability over time.
- **Outlook** – we are very proud of what we have achieved together. The outlook is positive. The conditions are favorable and the business is positioned to continue to do well in the future. While we are optimistic, we will remain vigilant and be focused on the key value drivers of our business. We continue to assess opportunities to drive growth and deliver long term value to our stakeholders. It will be challenging, we recognize that So we will continue to keep a close eye on all the costs. Your company has continued to build on its legacy of unique application insight, the right products, technologies and solution to help customers to achieve their performance.
- Conclusion – before concluding, I once again wish to convey my sincere thanks to the dedicated employees of the company. Without their efforts and commitment, the company could not have maintain a sustained performance during these challenging conditions. I would also like to thank SKF India management for their continued, strong and unequivocal support towards making SKF stronger. I show my gratitude to customers, suppliers, distributors and various government authorities for their continued interest and confidence in the company and its management. I thank the fellow board members for their continued leadership and unwavering support to the company and its employees. As I end, I would like to sincerely thank you, our valued stakeholders. We look forward to your continued support and encouragement. I urge each one of you to stay safe and stay healthy. Thank you.
- I now request Mr. Manish Bhatnagar, Managing Director to present to members with the company’s performance during the year under review FY 2021-2022. Over to you Mr. Manish.

Mr. Manish Bhatnagar – Managing Director, SKF India Ltd.:

- Thank you, Mr. Chairman, and welcome to all our shareholders and everyone who has joined this meeting. It certainly gives me great pleasure to join you all in the 61st AGM of SKF India.
- Our agenda for the next few minutes is to of course bring you up to speed with our strategic focus which Mr. Chairman mentioned in his opening remarks. We walk you through results of the last year and the quarter that just went by. We will talk a little bit about what are we doing to drive responsible growth, not just for today but also for generations to come and finally we will summarize our observations and outlook.
- Mr. Chairman mentioned the new strategic framework laid out by the group a few months ago and which is built around these two new premises of intelligent and clean. None of this is new to us but I think what we want to do is take these premises to the very next level. Intelligent is all about making operation Intelligent around information, around data, around insights, around analytics, not just for our own manufacturing

insights but also for our suppliers and customers and clean is about caring for the environment, again not just for us as an example in terms of what kind of energy do we use but also for ourselves and our customers, we certainly have laid out net zero goals for 2030 and 2050 and through this new strategic framework that we hope to achieve all those goals. The framework is built around 4 themes. Strategy is all about investing in high growth segments. So we will identify what segments are important for India and we will invest in those. Of course, just identifying those segments are not important. We also need to make sure we have the right technologies enabled for us to drive growth in those segments and especially for someone like us, our services business and our after-market business is an equally important part as compared to our segments in the OEM business and we will focus on that and finally strategy is also about managing our portfolio, what to keep and what not to keep, where to focus and where not to focus, there are also forms of this new framework that we have laid out. The enablers of course will accelerate technological development. We digitize our full value chain. Full value chain extends all the way from strategic sourcing to collections of cash. We will exhume volatile world we have to be more competitive and build a more regionalized or sometimes even localized supply chain. We have to de-risk our supply chain and in not doing so, has its consequences as we have seen in the past pandemic couple of years ago and Mr. Chairman mentioned our strive to be as customer centric as possible and that means we have to learn to operate much more efficiently as close as possible to customers. None of this is possible without having the right leadership and the right people and we are so proud of everyone who works at SKF, who show us the way every day, who inspires every day to achieve our strategies and hit our strategic goals.

- So last year 21-22, we had the 2nd and 3rd wave of covid and its been a little bit easier since then. But as you can see the numbers over a 5yr period, despite the headwinds around covid, despite the headwinds around inflation, the company has delivered an outstanding performance in terms of net sales. 36 billion rupees of net sales last year. PBT (profit before tax) are at an all-time high in the last 5yrs and earnings per share also at an all-time high of almost Rs.80/-. So almost on all financial parameters, SKF India has delivered in a year which was pretty tough and that goes out to the dedication of our employees and the confidence that our customers have shown in us. I thank all my employees and our customers and suppliers ensuring we meet our goals and commitments.
- Specifically in the past quarter, we had exceptionally strong performance despite inflation which is all around us. In our everyday life, you and me as consumers, we see inflation but also as business leaders, we see inflation around us, whether its freight, whether its raw materials or everything. And despite those inflationary trends, the company has delivered a revenue performance of 51.8% year on year but again you have to see this in the light of last year, the same quarter which was impacted by covid. So 51.8% is extremely good but its also to be seen in comparison of a weak quarter the previous year. A better comparison would be quarter on quarter. I think a 1.4% increase in quarter-on-quarter revenue is a very very strong performance because we are really competing like to like it. Material cost however is not a great story 645 basis points increase in material cost over the previous year same time but we are seeing some slackness now on material cost. We are seeing a decline, 169 bps quarter on quarter. But material cost is the single largest cost for our business. So it has an outsized impact on profitability and our margins. That is something that we certainly need to watch for especially around steel and freight because those 2 make up a big part of our cost levels.

We have to be sensitive to these inflationary pressures and make sure that we are able to absorb that or pass them on. So with our surprised realization or changing our mix towards more profitable clients, we have to be able to manage it going forward. Profit before tax, a strong performance and that's a percentage number so 149 bps up year on year to 273 bps up quarter on quarter. A 17% PBT number is extremely strong and be great performance by the company.

- Networking capital, adversely 1.8% compared to the previous year but down 2% quarter on quarter. We are right now trending at about 21.2% which is healthy but I think we should do and we could do a lot more to make it better.
- So in summary, I think we are green on growth and profitability. We kind of wait and watch on cash flow, networking capital and certainly we are red on inflation and what we need to do to offset all that inflationary impact through prices, growth and focused networking capital productions.
- We want to share with you a few examples around beyond just financial numbers. How your company is driving responsible growth, how we are behaving responsibly for today and for tomorrow, whether its customers or innovation or employees or community's environment. So we may have one example in each which will hope to give you a flavor of what we are trying to do.
- Responsible innovation – now this is a large steel manufacturer in India and they have these freight cars which have wheels, which run on bearings. So we have taken a product that we have, which is a unitized solution for the passenger vehicle segment in India and we have taken that product and translated that into wheels for freight cars for a steel producer. Now this producer in particular has about 300 such freight cars and that they use a number of bearings and we are really trying to help them by reducing their total cost of operation by increasing mean time between failures by increasing uptime and most importantly by reducing their grease consumption because now they no longer need to unpack those bearings as they used to do earlier. Now its one closed net unitized solution so they don't need to dismantle, grease, re-grease and put it back. Now its all in one unitized half which helps them in reducing their own carbon footprint. That's a good example of taking a product in a different industry and applying it to something when you would normally not think about applying it. So that's responsible innovation across industry.
- We are also helping our customers improving their manufacturing footprints from India. This is an example of a leading automaker which has now decided to make India their global sourcing hub and cater to many geographies from India. But of course, they would not be able to do that unless they had commitment from people like us. Because its not enough for only the automaker to move their sub-lines to India. It's also important for their suppliers and bearings are very very important supplier to an automaker because we are technologically very very important for the automaker's performance. So we are being responsible towards our customers by helping them develop their India footprint by making sure we are walking with them in helping them develop our own footprint.
- We are responsible towards our customers is another example, now again this is an example about using a modular solution as opposed to a separate solution. We have

customers who are now coming towards us saying, “help us reduce our effort of our customers. Help us reduce our carbon footprint by not asking us to grease and de-grease that unit after 1000kms.” So we are now addressing those challenges by removing the mounting operation and the fitment operations and making sure that we are able to provide to them a ready to mount unitized application for wheels.

- I mentioned I improvise at the beginning – we are who we are and we deliver what we deliver and our strong performance is around our employees. We would not be where we are without the strong support of our employees and in turn we owe them progressive policies. We owe them progressive processes. This is an example about creating meaningful choices for our employees. Like any large company, we have many many policies that we hope are beneficial to employees. But we also understand that one size doesn't fit all. So we are now in the process of creating choices for the same policy. So for example, if they need to have a flexible vehicle policy, how can we make it even more meaningful to them by allowing the employee to choose a vehicle which is most appropriate for them. Likewise, whether its childcare or insurance policies or other policies, our whole intent right now is to create meaningful choices for our employees.
- Our communities, we don't exist in isolation. We exist in a community and we are very thankful to them and what can we do to give back to them. So this is an example of, it's a play on the Hindi word for science, 'vigyaan' and we are calling it, 'WeGyaan'. So what can we do to our CSR efforts to help encourage, STEM education to children who not only deserve it but very often don't have access to it. so we are now working with 35 schools across 6 locations, more than 15000 students, making sure that we enhance their STEM learning through innovative educational tools. We are seeing this picture of a STEM lab. This is not about classroom training, its not about text books, its about using real life or application models to help the students learn about science and technology by hands on doing and not just classrooms.
- Finally towards the environment. We have a couple of examples here. Railways is, we have one of the largest rail networks in the country and these trains run across the length and the breadth. For them its important to make sure trains run safely but also, they have a large recurring expense of bearings. These bearings need to be constantly in top operational condition and not come back for refitting or turn into scrap. So what we try to do in railways is that, use their workshop and use our workshops, combination of both to be able to take back their bearings that are nearing end of life before they fail. We manufacture them and give them back to the railways. This way, they will increase their profitability, lower their OPEX but also more importantly, we are manufacturing less bearings and that's good for the environment. And the word that we have at SKF is re-manufacturing. So we are refurbishing those bearings and making sure we give them back to the railways.

Last example is around caring for the environment, whether its water or energy or paper. All kinds of natural resources around us. So we have a lot of our CSR efforts geared towards lake rejuvenation, waste segregation and such activities to make sure that we are caring for environment everywhere, not just in our own immediate communities but as far and wide as can throughout this country.

- So, in summary, and I'll close here, we are continuing to deliver on our new strategic priorities around clean and intelligent. Hopefully you saw in the examples I laid out ;

some glimpses of both clean and intelligent. We are continuing to improve competitiveness in high growth segments. We will drive a strong price realization and, I may add, even a mixed realization. So, it is a combination of price and mix to offset a very adverse inflationary environment that we're seeing around us. We will keep on focusing, as we always have done, on optimizing productivity and efficiency. And finally, we will of course invest in our future but more importantly, as relevant to all of you on this call, we will keep on delivering attractive returns to all our shareholders. So, with that, thank you very much. I hand back to the Chairman.

Mr. Gopal Subramanyam – Chairman, SKF India Ltd.:

- Thank you, Mr. Manish Bhatnagar. Now, I wish to apprise the members of our Statutory Auditor Report and Secretarial Audit Report of the company for the year FY2021-2022. I'm happy to share that there is no qualification, observation, comments, disclaimer or adverse remark in the audit report of your statutory auditor for the year 2021-2022. Also, there is no qualification reservation, adverse remarks, comments, observations or disclaimer in the Secretarial Audit Report for the year 2021-2022. I would like to now request Mr. Ranjan Kumar, Company Secretary, to brief the members about the voting facilities which are available to them. Over to you Ranjan Kumar.

Mr. Ranjan Kumar – Company Secretary & Compliance Officer, SKF India Ltd.:

- Thank you, Honorable Chairman. So, quick info about the voting facilities made available by the company. So, I would like to inform the shareholders that in compliance with the provisions of the law and various circulars issued by Ministry of Corporate Affairs and SEBI from time to time, the shareholders were provided the facility to cast their votes using remote e-voting platform which was extended by the company to the shareholders. This was kept open from 9:00 am of 24th July, 2022 it was open till 5:00 pm of 26th of July, 2022.
- The facility of casting votes is also available to the shareholders during this meeting. So, the shareholders who are part of this meeting and have not casted their votes using remote e-voting platform can cast their vote during this meeting.
- The e-voting facility is currently active and will be closed after 15 minutes from the conclusion of the proceedings of this meeting. If the shareholders have already casted their votes using remote e-voting platform, those shareholders are not required and not eligible for casting votes during this AGM.
- The shareholders whose names were appearing as on the date of 20th July on the register of members, which was the cut-off date, those are the shareholders who are eligible to cast their vote, right.
- Since this meeting has been convened using audio-video means there would not be any voting by show of hands.
- Now a piece of information about the scrutinizers. The shareholders may please note that the company has appointed Mr. P.N. Parikh, the practicing Company Secretary, who is representing Parikh & Associates as scrutinizer to scrutinize the votes casted by the shareholders on the general items of this notice. They're also attending this meeting

using audio-video means extended by the company. The combined results of the remote e-voting facility, I mean, the votes casted on the remote e-voting platform as well as the votes casted during this meeting would be published by the company after receipt of this report. The results of the voting along with the scrutinizers report will be placed on the website of the company which is www.skfindia.com as well as on the website of NSDL which is www.evoting@nsdl.com. It will also be communicated to the stock exchanges where shares of the company are listed i.e. BSE Ltd. and National Stock Exchange of India Ltd. We will also display the results of the voting on the notice board of the company at its registered office.

- Thank you so much, shareholders. That's all I have on the voting. With this, I'll refer back to the Chairman for taking forward the meeting.

Mr. Gopal Subramanyam – Chairman, SKF India Ltd.:

- Thank you, Mr. Ranjan Kumar. Before taking up the resolutions, I'd like to reiterate the process of taking your queries or questions as already covered in the notice. This year being the virtual AGM following members will be eligible to share their views and are asked their questions, as explained the notice to this AGM. Members who have already registered themselves as a speaker at the meeting by July 15th,2022 on first come first serve basis as per the process explained in the notice of this AGM. Members who have expressed their views or have shared their questions on the designated email address on/by July, 15th as requested in this notice. Others, if anything, please send your questions to our registered email id which is investors@skf.com We'll try to reply over email unless the same as already been covered or answered during this meeting.
- Shareholders, now, I'd like to take up the resolution set forth in the notice shared June 28, 2022 of 61st AGM. There are four ordinary businesses listed as agenda item number 1 through 4 and six special business listed as agenda number 5 through 10. For draft resolution, explanatory notes and other details, the shareholders are requested to refer to the notice of this AGM.
- I would now start with the ordinary business and request the members to cast their votes, if not done already, on each of the agenda item. The facility of e-voting is available to the members till 15 minutes after conclusion of the proceeding of this AGM.

Ordinary business.

Agenda No 1(Ordinary Resolution) for adoption of auditor stand alone and consolidated financial statement of the company for the Financial Year 2021-22 together with the reports of the Directors and Auditors thereof.

Agenda No 2 (Ordinary Resolution) for declaration of final dividend of Rs. 14.5 per equity share of Rs.10/- each for the Financial Year ended March 31,2022 which is 145% which has been approved and recommended by the Board of Directors of your company.

Agenda No 3 (Ordinary Resolution) for appointment of Director in place of Mr. Shailesh Kumar Sharma who retires by rotation and being eligible offers himself for reappointment.

Agenda No 4 (Ordinary Resolution) for appointment of M/s. Deloitte Haskins and Sells LLP Chartered Accountants as statutory auditors of the company for a term of five years.

Next Special Business resolutions

. Now I'll take up special business. Agenda number 5 through 10 of the AGM notice.

Agenda No 5 (Ordinary resolution) for appointment of Mr. David Leif Henning Johansson as the Director of the company who was appointed as an auditor with effect from June 28, 2022 who hold office up to the date of this Annual General Meeting, and being eligible, offers himself for appointment as a Director of your company.

Agenda No 6 (Ordinary resolution) for appointment of Mr. Karl Robin Joakim Landholm as a Director of the company who was appointed as an Additional Director with effect from June 28 ,2022 took the office up to the date of this Annual General Meeting, and being eligible, offers himself for appointment as the Director of your company.

Agenda No 7 (Ordinary resolution) for amendment of resolution passed by the shareholder through postal ballot regarding the appointment of Mr. Shailesh Kumar Sharma as Whole-Time Director of the company to make him retire by rotation.

Agenda No 8 (Ordinary resolution) for approving appointment of M/s Deloitte Haskins and Sells LLP Chartered Accountants as statutory auditor of the company to fill in the casual vacancy arising due to the resignation of M/s Price Waterhouse & Co Company and Bangalore LLP statutory auditors for the Financial Year 2022-23. The Board of Directors of your company had filled this casual vacancy at its Board Meeting dated 11th May 2022.

Agenda No 9 (Ordinary resolution) for approval of transactions with SKF GmbH Germany, SKF group company.

Agenda No 10 (Ordinary resolution); to ratify the remuneration with the cost auditors for the Financial Year 2021-22 in terms of Section 148 of the Company's Act, 2013. Read with rules made there and then.

- We have gone through the whole agenda items of this AGM. Thank you, members, for your participation on these agenda items. I would now request Mr. Ranjan Kumar, Company Secretary, and the Moderator to facilitate inviting the members who have registered themselves as speakers. On announcement of the name, audio and video facility of the respective member will be opened. I'd request the members to summarize their views and questions in two minutes so that other members they also get suitable opportunity of expressing their views or raise their questions. Questions raised by the speakers shall be addressed comprehensively once all speakers have spoken. Manish,

Ashish and Ranjan to take management questions the proceedings and take the notice. Over to you, Moderator, to facilitate question and answers.

Mr. Ranjan Kumar – Company Secretary & Compliance Officer, SKF India Ltd.:

- Thank you. Thank you, Chairman. In the interest of time and for the benefit of the shareholders I'll keep a time check, so shareholders are requested to sort of confine their views in two minutes. With this, I'll request and invite the first speaker which is Mr. Hiranand Kotwani. You are muted, Mr. Kotwani. No still not able to hear you, Mr. Kotwani.

Mr. Hiranand Kotwani – Shareholder:

- Yeah-yeah, hello?

Mr. Ranjan Kumar – Company Secretary & Compliance Officer, SKF India Ltd.:

- Yeah, it is okay now.

Mr. Hiranand Kotwani – Shareholder:

- It is okay now.

Mr. Ranjan Kumar – Company Secretary & Compliance Officer, SKF India Ltd.:

- Sir, go on, please.

Mr. Hiranand Kotwani – Shareholder:

- Yeah, hello? Yeah.

Mr. Ranjan Kumar – Company Secretary & Compliance Officer, SKF India Ltd.:

- Yes Sir, you are audible.

Mr. Hiranand Kotwani – Shareholder:

Namaste to all; respected Chairman, other dignitaries attending this meeting and my fellow shareholders. I am Hiranand Kotwani from Kalyan. It's a great pleasure to join you gentlemen. The great organization, great reputation, good working. Generally I criticize at various levels for the betterment of the organization, to improve that this field but certainly no room to criticize because the good profit, Rs.80 EPS, Rs.40 crore profit on Rs.50crore capital. Certainly, we have earned reward at this juncture but one apprehension regarding the inflation, I want to know from the management that how the new orders, existing order and new orders, will be affected? And what are our order position, particularly the Indian railway and other heavy industry in India? And our global orders are there, are global...this Germany counterpart is are taking, please throw some light how the order positions are there. No room to criticize because already and just there's difference between virtual and physical. The gentleman reads all the resolution, but not need to read. He would circulate it. So, to save the time we should

not have read. So, only convey my good wishes to all the SKFians. The company is doing well. How the future, particular the inflation concern and global inflation and rupee-dollar equations, which will affect our not affect? How Indian market and Indian position with the related inflation? How you're going to increase the rates in order rates? And our order position, particularly for, long way to go. Innovation and new product; what is our new product and R&D. In particular I want like you said 'innovation', so comment on that also. Thank you and good luck!

Mr. Ranjan Kumar – Company Secretary & Compliance Officer, SKF India Ltd.:

- Thank you, Mr. Kotwani.

Mr. Hiranand Kotwani – Shareholder:

- Thank you.

Mr. Ranjan Kumar – Company Secretary & Compliance Officer, SKF India Ltd.:

- Thank you for the views and all. Now we invite our next speaker shareholder, Ms. Nisha G Shenoy.

Ms. Nisha G Shenoy – Shareholder:

- Hello?

Mr. Ranjan Kumar – Company Secretary & Compliance Officer, SKF India Ltd.:

- Ms. Shenoy.

Ms. Nisha G Shenoy – Shareholder:

- Yeah. Can you hear me, Sir?

Mr. Ranjan Kumar – Company Secretary & Compliance Officer, SKF India Ltd.:

- Yes Ma'am. We can hear you, Ma'am.

Ms. Nisha G Shenoy – Shareholder:

- Hello? Can you hear me? Hello?

Mr. Ranjan Kumar – Company Secretary & Compliance Officer, SKF India Ltd.:

- Yes, we can.

Ms. Nisha G Shenoy – Shareholder:

- Okay. I'm Nisha G Shenoy from Bombay. Respected Honorable Chairman, Shri. Subramanyam ji, other dignitaries on the Board and my fellow shareholders, good evening to all of you. I received the Annual Report well in time which is simple,

knowledgeable, informative and contains all the information as per the corporate governance. I thank Mr. Ranjan Kumar and his team for the same. I should not forget to thank you once again for reminding me of today's meeting, which I had already forgotten, and given me the link for the same. It is because of him I'm in a position to speak. Thank you, Ranjan ji, once again.

Mr. Ranjan Kumar – Company Secretary & Compliance Officer, SKF India Ltd.:

Thank you, Ma'am.

Ms. Nisha G Shenoy – Shareholder:

- The Chairman Gopal Subramanyam ji and Ganesh ji has given a beautiful picture. It's thin and thick of the company. I'm very-very thankful to them and it was very-very nice. And on the outset, I would like to thank the management for receiving various awards. And, I'm also thankful to the Board for recommending dividend for the Financial Year 21- 22. On the outset, I'm very glad to know that the company has done outstanding work in the field of CSR activities. Chairman Sir, I have one or two questions. What is your roadmap for next two years? Question number two, what is the CapEx program? And my last question is, how are we planning to progress towards digital future? I wish the company good luck for a bright future and pray god that the profit of the company shall reach the peak in due course. Sir, I wholeheartedly support all the resolutions put forth in today's meeting. Thank you Chairman Sir.

Mr. Ranjan Kumar – Company Secretary & Compliance Officer, SKF India Ltd.:

- Thank you Ms. Shenoy. Now we can invite and speaker shareholder Ms. Lekha Shah.

Ms. Lekha Shah – Shareholder:

- Hello? Can you hear me, Sir?

Mr. Ranjan Kumar – Company Secretary & Compliance Officer, SKF India Ltd.:

- Yes Madam, you are audible.

Ms. Lekha Shah – Shareholder:

- Hello?

Mr. Gopal Subramanyam – Chairman, SKF India Ltd.:

- Yes.

Ms. Lekha Shah – Shareholder:

- Thank you, Sir. Respected Chairman Sir, Board of Directors and my fellow members, Good afternoon to all of you. Myself Lekha Shah from Mumbai. First of all, I'm very thankful to our Company secretary Mr. Ranjan Kumar Ji and his team, especially Dilnawaz ji and Mayuri Ma'am, for extending very good investor services and also

sending me the AGM notice well in time which is full of knowledge, facts and figures in place. Thank you, Chairman Sir, for explaining us about the company. Congratulations for excellent work, Sir. Sir, I pray to God that he always showers his blessings upon you. Thank you, Manish ji, for such an informative and wonderful presentation. You gave such a good presentation that there are no questions to ask, Sir. You continue to perform so well and all the shareholders pray to God that company should keep prospering in the future, Sir. Still, simply, I will just as 1-2 questions. Has there been any impact of COVID second wave on the company operations? My second question is, are your employees working from home or they are working from the office? My third question is, what is the roadmap for the next two years? So, I would like to say I strongly support all the resolutions for today's meeting and my best wishes always for our company and its prosperity. Thank you, Gopal ji.

Mr. Gopal Subramanyam – Chairman, SKF India Ltd.:

- Thank you.

Mr. Ranjan Kumar – Company Secretary & Compliance Officer, SKF India Ltd.:

- Thank you Ms. Shah. Thank you so much for your good words. Now we can invite our next speaker shareholder, which is Mr. Homayun Beruz. Mr. Homayun, yeah.

Mrs. Homayun Beruz Pouredahi – Shareholder:

- Hello? Can you hear me? Hello?

Mr. Ranjan Kumar – Company Secretary & Compliance Officer, SKF India Ltd.:

- Yes Ma'am, we can hear you.

Mrs. Homayun Beruz Pouredahi – Shareholder:

- Yeah.

Mr. Ranjan Kumar – Company Secretary & Compliance Officer, SKF India Ltd.:

- Yes Ma'am, we can hear you.

Mrs. Homayun Beruz Pouredahi – Shareholder:

- Yeah-yeah. Yeah-yeah. I'm Mrs. Homayun Beruz Pouredahi. Okay, my husband used to attend and even we used to attend your AGM every year, year after year after year. We are proud of SKF. We were taken for a plant visit in Pune. My God! The 100 acres you had purchased. We just want to know, what have you done with that plot? Of course, you have been mentioning on and off. We are very proud of your land purchase in Pune. Your presentation, of course, was excellent. We just want to know we don't come under essential services, so was our factory completely closed during lockdown and pandemic? It must have been so difficult! And, now everything like all the workers are they back, employees are they back in the factory? We just want to know that. And, regarding the supply-chain, what challenges you must have faced with regard to getting

the parts and you know making use of them and starting the factory and operating the factory and supply chain? REALLY, I tell you, it needs a man of real steel to face all these situations and SKF did face everything for that. And that's all I want to say. And any new products, have you done research in it? You have mentioned about the customers, customers make your job easy and on and on, have you produced/been able to produce, improvise on any products? Because we are not able to visit to your plant and get an idea. We just visited once and we still remember; we have such fond memories about it. I wish our company all the best and looking forward to still better days ahead. Of course, I cannot thank enough your Dilnawaz and your secretarial team who have been ringing me up, following up with us to come to the speaker's platform. It is not so simple and easy as it looks. Thank you very much and all the best for all of you. Thank you.

Mr. Gopal Subramanyam – Chairman, SKF India Ltd.:

- Thank you.

Mr. Ranjan Kumar – Company Secretary & Compliance Officer, SKF India Ltd.:

- Thank you. Thank you, Ms. Hodayun. Thank you so much. Now we move on to the next speaker shareholder, Miss. Kirti Shah. Can we have him on line, please? Miss. Kirti Shah. Moderator, do we have Miss. Kirti Shah on line? If not, can we move on to the next speaker shareholder, Mr. Dinesh Bhatia? Yeah. Mr. Bhatia, are you able to hear us? You're muted, Mr. Bhatia. We are not able to hear you. Still not. Still not able to hear you, Mr. Bhatia since you have muted yourself.

Mr. Dinesh Bhatia – Shareholder:

- Hello? Can you hear me now, Sir?

Mr. Ranjan Kumar – Company Secretary & Compliance Officer, SKF India Ltd.:

- We can hear you, Sir. Now we can hear you, Sir.

Mr. Gopal Subramanyam – Chairman, SKF India Ltd.:

- Yes.

Mr. Dinesh Bhatia – Shareholder:

- First of all, I would like to tell Chairman and Managing Director that through your presentation we got a lot of information. Firstly, I would like to congratulate you and your entire team as our company gave an excellent performance. In the pandemic year also revenue is excellent; Rs. 3,666 crore revenue was made and this is actually your hard work paying off. The profit that our company is Rs. 394.96 crores. This is also an excellent figure. Even in the pandemic year you made this much of profit and that's really amazing. Our Net Profit is Rs. 394.96 crores. Our Earning Per Share like for Rs. 10 share we got earnings of 29.90%. This is really excellent. Thanks to all of. I would suggest one thing from my side, Sir, if possible like currently the Rs. 10 share is being traded in the market at Rs. 2998, so if possible split the shares into Rs. 1 or Rs. 2. If you

spilt the share to Rs. 2 also then I feel market liquidity and trading of the share will increase and if the price is less then more people will purchase and that way volume of our shares will increase and even value will increase. If you spilt into Rs. 5 then next year also the rate will remain the same and it will be above Rs. 3000 only but if you spilt into Rs. 2 then I can guarantee that rate will be between Rs. 500-Rs. 1000 for sure. So, if possible...In current scenario I won't tell you anything about the bonus that we have so much reserve and so much profit and so you declare bonus because if understand declare a bonus that adds on our capital but if you will split into Rs. 2 or Rs. 5 share that won't have any effect on our Balance Sheet and just that number of shares with the shareholders will increase. So, if possible, consider this suggestion of mine. I agree to all the resolutions. I have a request for you, the previous speak also said this, that arrange for a factory visit. If situation and everything improves then arrange for a factory visit and I insist that don't take repeated people but give preference to people like me who haven't visited the factory even once. Take shareholders based on your convenience but at least give preference to those who have never visited the factory. I thank the Secretary and the secretarial department for their feelings towards the shareholders. They reminded us yesterday also and today also we got the invite. Today there are AGMs of 5 companies and all were to commence at 3.00 pm but your secretarial department invited me and I gave the preference to you only. Yours is the first meeting that I am attending. After finishing your meeting I will think of joining another meeting, But I am very happy and you and your secretarial department are doing an excellent work. Thank you. All the best.

Mr. Ranjan Kumar – Company Secretary & Compliance Officer, SKF India Ltd.:

- Thank you. Thank you, Mr. Bhatia. Thank you. Thank you so much. I'll just call upon again Miss. Kirti Shah as she has rejoined. I'll take a pause for a few seconds, if you can connect Miss. Kirti Shah. Mr. Shah.

Mr. Kirti Shah – Shareholder:

- Hello?

Mr. Ranjan Kumar – Company Secretary & Compliance Officer, SKF India Ltd.:

- Are you able to hear us?

Mr. Kirti Shah – Shareholder:

- Hello? Hello? Chairman Sir, can you hear me? Chairman Sir, can you hear me?

Mr. Gopal Subramanyam – Chairman, SKF India Ltd.:

- Yes, we can.

Mr. Ranjan Kumar – Company Secretary & Compliance Officer, SKF India Ltd.:

- We can hear your voice.

Mr. Gopal Subramanyam – Chairman, SKF India Ltd.:

- I am listening. I am listening.

Mr. Kirti Shah – Shareholder:

- Chairman Sir, your secretarial department hasn't sent me the Annual Report till date. I have requested for a physical copy but still you haven't sent that to me. So, in future take care of this. I will email you my queries and you can reply to me after 15 days or whenever. Wish you all the best. Thank you very much.

Mr. Gopal Subramanyam – Chairman, SKF India Ltd.:

- Thank you.

Mr. Ranjan Kumar – Company Secretary & Compliance Officer, SKF India Ltd.:

- Thank you, Sir. Thank you so much.

Mr. Ranjan Kumar – Company Secretary & Compliance Officer, SKF India Ltd.:

- So, with this we have concluded with all this speaker shareholders. I will go back to Honorable Chairman. Honorable Chairman, back to you.

Mr. Gopal Subramanyam – Chairman, SKF India Ltd.:

- Thank you, shareholders. Thank you, shareholders, for your views and questions. May I request Mr. Manish Bhatnagar, Managing Director, to answer the questions received from the shareholders during this AGM. Over to you, Manish.

Mr. Manish Bhatnagar – Managing Director, SKF India Ltd.:

- Okay. Thank you, Gopal. And to all the shareholders who spoke, thank you for challenging us and thank you for asking for questions and your comments. We truly appreciate it. I will try and answer all the questions that we heard today and hopefully we'll satisfy all the shareholders.
- So first of all, Mr. Kotwani, Ms. Shenoy, Ms. Shah, Ms. Beruz, Mr. Bhatia thank you all. Thank you all for your kind wishes and best wishes and we hope to keep delivering as per your expectations in the years to come.
- Specifically, there were a couple of macroeconomic questions on inflation etcetera; Inflation, currency etcetera. Let me address those first. Yes, we are in a high inflationary environment whether it's raw materials or it's freight. Both are an important part of our cost cake, in fact, much more than many other companies. And on both these fronts we've seen very-very high inflation that we had not anticipated in the last six months or so. We are seeing some leveling of inflation on these categories but not back to where we began from. So, inflation does remain a big concern for us. How are we trying to mitigate those inflationary concerns, is through a very judicious mix of cost, price and mix. So, how best can we manage our cost levels, how best can we get price increases

and can we change our mix to more profitable products. So, that's an ongoing exercise which is part of any business imperative but it's all the more important in this inflationary environment. And, hopefully, you've seen a positive impact of that in our performance in the last quarter.

- Specifically on SKF there were questions on our CapEx plans and our roadmap for the next couple of years and innovation and new products etcetera. So, I'll take those next. Our roadmap for the next couple of years is fairly straightforward. It's in high growth segments and it's about localizing as much as possible. So, today we still import, whether it's raw materials or finished components or even the finished product itself, from many places outside of India. Our strive and our ambition and our aspiration are to localize that as much as possible. And linked to that was the CapEx question. So, our CapEx plans will be linked therefore towards localization. We typically do about 150 crores of CapEx a year and we'll keep marching to that same beat but possibly even higher, given our new localization ambition.
- On innovation; there were a few questions on innovation and new products. We are constantly innovating. These are not innovations that are mega innovations but we are constantly innovating because we need to. We invented bearings and we are seen as the most technologically advanced bearings company in the world. So, whether it's a small innovation on clearance or a small innovation on dimensions or small innovation on metallurgy, we are constantly innovating. In addition to that, we constantly work with customers and partner with them to make sure we deliver the innovations they want. It's not enough to innovate what we want to do or what our capabilities are but we also want to innovate in line with what our customers want us to do. So, whether it's electrification or whether it's investments in new construction equipment or whether it's investing in new performance capabilities or whether it's investing in new diagnostic capabilities; any of those investments which are making sense to our customers we will keep on investing and that has not changed over the past many-many years.
- There were a few questions on Covid and second wave and impact of that on our operations and whether we're working from home or not. Well, we are a manufacturing company, we certainly cannot make bearings at home. So, our factories are fully operational. Everyone is back at home and we're making those bearings in our factories. All our staff is back in our offices. I think, the Covid, we have to learn to live with Covid whether it's second wave, third wave or ninth wave whatever it happens now. Every one of us is fully vaccinated. Many of us have booster shots, so we have a very-very safe environment to work in. And there was a specific question on the impact of Covid second wave on our production. Yes, of course, our factories did have to shut down for a few weeks, both in the first wave and in the second wave, but we opened the factories up as soon as we were allowed to with the right safety and hygiene factors in place. So, while we are back to work full-time, certainly the supply chain constraints keep on lingering. There was also a question on that. So, whether it's supply coming from outside India, whether it is freight, whether it's delays in shipment, logistics, transportation, inflation etcetera, the supply chain challenges continue to linger, and therefore, my comment on localizing as much as possible is also around de-risk in the supply-chain challenges and that's what we hope to de-risk more and more going forward.

- So, I hope, I've answered all the questions that were asked and I appreciate your participation in this meeting and thank you once again for your best questions. Back to you, Mr. Chairman.

Mr. Ashish Saraf – CFO, SKF India Ltd.:

- It seems we have covered the views and questions from the members. However, if we have missed any of your questions, please send them to our registered email id investors@skf.com. We will try to reply over email unless the same has already been covered or answered here. Thank you everyone. I would now request honorable Chairman to take the agenda item forward.

sMr. Gopal Subramanyam – Chairman, SKF India Ltd.:

- Thank you. Now, since all the listed items have been appropriately dealt with, I declare the conclusion of this meeting. I take this opportunity on behalf of the entire Board and the management team to thank all of you for your effective participation, useful suggestions and encouraging words. We look forward for your continued support. The voting facility online will be open for the next 15 minutes for the shareholders who have not yet casted their votes. Thanking you once again. Stay safe. Stay healthy. Thank you.

(E-Voting)

END OF TRANSCRIPT