Date: 16th July 2026

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

Subject: **Annual Report for the Financial Year 2025-26 along with Notice of 65th Annual General Meeting.**

Dear Sir/Mam,

This is in continuation to our intimation dated 13th May 2026 and 26th June 2026, we would like to inform that the 65th Annual General Meeting("AGM") of the members of the Company is scheduled to be held on **Friday, 14h August 2026, at 1:00 P.M. (IST)** through Video Conferencing / Other Audio Visual Means in compliance with the applicable provisions of the Companies Act, 2013 read with Rules made thereunder and the SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015 ("SEBI LODR") read with General Circulars issued by the Ministry of Corporate Affairs ('MCA') and SEBI from time to time.

Pursuant to Regulation 30 & 34(1) of SEBI LODR, we are submitting herewith the **Annual Report of the Company along with the Notice of AGM for the Financial Year 2025-26** which has been sent through electronic mode to the members whose email addresses are registered with the Company's Registrar and Share Transfer Agent / Depositories as on Friday, 03th July 2026. It is also available on the website of the Company at below-mentioned link:

https://cdn.skfmediahub.skf.com/api/public/09898be1b484d04d/pdf_preview_medium/Annual_Report_2025-26_pdf_preview_medium.pdf

Further, in accordance with Regulation 36 of SEBI LODR, dispatch of letters providing web link of Annual Report for the financial year 2025-26, as available on the website of the Company, to the members who have not registered their email addresses with the Company's Registrar and Share Transfer Agent / Depositories as on Friday, 3rd July 2026, has been initiated.

Pursuant to Regulation 42 of the SEBI LODR, read with applicable provisions, if any the Company has fixed the **Record Date** as **Friday, 03rd July 2026, for determining eligibility/entitlement of members to receive the final dividend for the Financial Year 2025-26, if declared and approved by the shareholders at the ensuing 65th Annual General Meeting of the Company.**

Further, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the members of the Company, holding shares as on **Friday, 07th August 2026 i.e.** cut-off date, either in physical form or in dematerialised form are eligible/entitled to vote on the resolutions proposed in the Notice of AGM. The remote e-voting commences on **Tuesday, 11th August 2026 (9:00 a.m. IST)** and ends on **Thursday, 13th August 2026 (5:00 p.m. IST).**

The details such as (i) registering/updating email address (ii) casting vote through evoting facility and (iii) attending the AGM through VC/ OAVM are set out in the Notice of AGM.

Enclosed herewith please find Annual Report FY 2025-26 as **Annexure-1**.

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

Mayuri Ishan Kulkarni
Digitally signed by Mayuri Ishan Kulkarni
DN: cn=Mayuri Ishan Kulkarni, c=IN, o=Personal
Date: 2026.07.16 16:53:29 +05'30'

Mayuri Kulkarni
Company Secretary & Compliance Officer

Annexure - 1

Notice of 65th Annual General Meeting

NOTICE is hereby given that the **Sixty-Fifth (“65th”) Annual General Meeting (“AGM”)** of the Members of SKF India Limited (“the Company”) will be held on Friday, **14th August 2026, at 1:00 PM. IST** through **Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”)** to transact the following business:

Ordinary business:

1. **To receive, consider and adopt**:
   a) the Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March 2026 together with Reports of the Board of Directors and the Auditors thereon; and
   b) the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March 2026 together with the Report of the Auditors thereon.
2. To approve and declare final dividend of **INR. 40/- per equity share having face value of INR 10/-** each fully paid up for the financial year ended 31st March 2026.
3. To appoint a Director in place of **Mr. Magnus Lennart Prick (DIN: 11342653), (Non-Executive, Non-Independent Director)** who retires by rotation at this Annual General Meeting and being eligible, has offered himself for re-appointment.

Special Business:

4. **To approve Material Related Party Transactions with SKF India (Industrial) Limited**

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

   “RESOLVED THAT pursuant to the applicable provisions of the Companies Act, 2013 (“the Act”) read with Rules made thereunder, other applicable laws, statutory provisions, if any, (including any statutory modification(s) or amendment(s) or re-enactment(s) thereof, for the time being in force) and Regulation 23 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended till date, (“SEBI LODR”), including any statutory modifications or re-enactments thereof and the Company’s policy on Related Party transaction(s), based on recommendation Audit Committee and the Board of Directors, consent of the members of the company be and is granted to the Company to enter/ continue to enter into the Material Related Party Transaction(s)/ Contracts/ Arrangement(s)/ Agreement(s)/ transactions (whether by way of an individual transaction or transaction taken together or series of transactions or otherwise) with **SKF India (Industrial) Limited**, a ‘Related Party’ as defined under Section 2(76) of the Act and Regulation 2(1)(zb) of the SEBI LODR,related to Reimbursements of expenses paid on behalf of SKF India (Industrial) Limited,Services provided under ISA Sales of goods and services, Services received under ISA Reimbursement paid Purchase of Raw Material, components, spares & Finished Goods Sale of property, plant and equipment Technical and service expenses, Purchase of capital goods and service, Administrative & Service provided, Refund of deposit from Non-Consenting customer and other services received/given on continuous basis as detailed in the Explanatory Statement to this resolution for an aggregate amount up to **MINR 25,291** (“Material Related Party Transactions”), such terms as may be mutually agreed between SKF India and the **SKF India (Industrial) Limited**, for the financial year 2026-27 and thereafter up to the date of the next annual general meeting of the Company to be held for FY 2026-27 or fifteen months from the date of 65th Annual General Meeting, whichever is earlier such that the maximum value of the Material Related Party Transactions with **SKF India (Industrial) Limited** in aggregate, does not exceed **MINR 25,291** during the aforesaid period.

   RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as the “Board”, which term shall be deemed to include any of its duly constituted Committee or any officer/ executive/ representative and/ or any other person so authorized by the Board) be and is hereby authorized by the members of the Company to do all such acts and deeds to finalize the terms and conditions as may be considered necessary, expedient or desirable and to give effect to this Resolution and to settle any question that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

   RESOLVED FURTHER THAT all actions taken by the Board in connection with any matter referred hereto or contemplated in this resolution, be and are hereby approved, ratified and confirmed in all respects.”

5. **To approve Material Related Party Transactions with SKF GmbH**

   To consider and if thought fit, to pass, the following Resolution with or without modification(s) as an **Ordinary Resolution**:

   "**RESOLVED THAT** pursuant to the applicable provisions of the Companies Act, 2013 ('the Act') and other applicable provisions, if any, read with applicable rules made thereunder, other applicable laws/ statutory provisions, if any, (including any statutory modification(s) or amendment(s) or re-enactment(s) thereof, for the time being in force), and Regulation 23(4), and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015 ("SEBI LODR") as amended till date, Foreign Exchange and Management Act, 1999 read with rules and regulations made thereunder, (including any statutory modifications or amendments or re-enactment thereof, for the time being in force), and the Company's policy on Related Party transaction(s), and subject to such approval(s), consent(s), permission(s) as may be necessary from time to time and on basis the recommendation and approval of the Audit Committee and Board of Directors, approval of the Members of the Company be and is hereby accorded to Board of Directors, if required to enter / continue to enter into the Material Related Party Transaction(s) / contracts / arrangement(s) / Agreements(s) (whether by way of an individual transaction or transaction taken together or series of transactions or otherwise) with **SKF GmbH**, a 'Related Party' as defined under Section 2(76) of the Act and Regulation 2(1)(zb) of the SEBI LODR related to Purchase of capital goods and services, Purchase of Raw Material, components, spares and finished goods, Reimbursements Paid, Reimbursement received, Sales of goods and services, Technical & services expenses, Technical & services income, other services received/ given on a continuous basis up to **MINR 4,701** ("Related Party Transactions") as detailed in the explanatory statement, on such terms as may be mutually agreed between the Company and the **SKF GmbH**, for the Financial Year 2026-27 and thereafter up to the date of the next annual general meeting of the Company to be held for the Financial Year 2026-27 or fifteen months from the date of 65th Annual General Meeting, whichever is earlier such that the maximum value of the Material Related Party Transactions with **SKF GmbH**, in aggregate, does not exceed **MINR 4,701** during the aforesaid period.

   RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall be deemed to include any of its duly constituted Committee or any officer/ executive/ representative and/ or any other person so authorized by the Board) be and is hereby authorized by the members of the Company to do all such acts and deeds to finalize the terms and conditions as may be considered necessary, expedient or desirable and to give effect to this Resolution and to settle any question that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

   RESOLVED FURTHER THAT all actions taken by the Board in connection with any matter referred hereto or contemplated in this resolution, be and are hereby approved, ratified and confirmed in all respects**."**

6. **To Ratify the Remuneration of the Cost Auditor for the Financial Year 2026-27.**

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

   "RESOLVED THAT pursuant to the provisions of Section 148(3) and other applicable provisions if any of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014 and Companies (Cost Records and Audit) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and pursuant to the recommendation of the Audit Committee and Board of Directors, Members of the Company be and is hereby ratify the remuneration of INR. 3,00,000/-(Rupees Three Lakhs Only) plus applicable taxes and reimbursement of out-of-pocket expenses incurred in connection with the cost audit at actuals, if any, payable to **M/s. Joshi Apte and Associates Cost Accountant (Firm Registration No: 000240),** who have been appointed as Cost Auditors by the Board of Directors on recommendation of the Audit Committee of the Company to conduct the cost audit of cost records of the Company for the Financial Year 2026-27.**"**

7. **To consider and approve Remuneration to Non-Executive Directors by way of Commission.**

   To consider and if thought fit, to pass the following resolution with or without modification(s) as a **Special Resolution**:

"**RESOLVED THAT** pursuant to Article No. 131(3)(b) of the Articles of Association of the Company, the provisions of Section 197, 198 and all other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and Regulation 17 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time and subject to other consents, if any, consent of the Members be and is hereby accorded to pay the commission equal to such amounts or proportions and in such manner and in all respects as may be decided by the Nomination & Remuneration Committee/Board of Directors, not exceeding in aggregate 1% (one per cent) per annum of the net profits of the Company calculated in accordance with the provisions of Section 198 of the Act, in addition to sitting fees and reimbursement of expenses for attending the meetings of the Board of Directors or Committees thereof for each of the five financial years of the Company commencing from 01st April, 2026 up till 31st March 2031, be paid to and distributed amongst such Directors of the Company excluding the Managing Director, Whole-time Director(s) if any as may be determined by Board.

RESOLVED FURTHER THAT approval of the Company be and is hereby accorded to the Nomination & Remuneration Committee/Board of Directors to determine the manner, rate, quantum and distribute the commission amongst such Director(s) as the Board may decide from time to time and to do all such acts, deeds and things as may be required in this regard."

8. **To consider and approve the remuneration payable to Mr. Gopal Subramanyam, Non-Executive, Independent Director (DIN: 06684319) in excess of 50% (fifty percent) of the total annual remuneration payable to all Non-Executive Directors of the Company for the financial year 2025-26.**

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

"RESOLVED THAT pursuant to the provisions of section 197 and 198 of the Companies Act, 2013 ("the Act") read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Schedule V of the Act, and any other applicable provisions of the Act, including any other statutory modification(s) or re-enactment(s) thereof, the Articles of Association of the Company, Regulation 17 (6) (ca) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, including any other applicable regulations thereon, and based on the recommendations of Board of Directors, consent of the Members be and is hereby accorded for payment of remuneration equal to a sum of **INR 17,63,835** /- **(Rupees seventeen lakh sixty-three thousand eight hundred thirty-five only)** to Mr. Gopal Subramanyam, Non-Executive, Independent Director (DIN: 06684319) in such manner and in all respects being an amount exceeding 50% (fifty percent) of the total annual remuneration payable to all Non-Executive Directors of the Company for the Financial Year 2025-26, in addition to sitting fees and reimbursement of expenses for attending the meetings of the Board of Directors or Committees.

RESOLVED FURTHER THAT Mr. Shailesh Sharma, Managing Director of the Company be and is hereby authorized to physically/digitally sign and execute all the required documents, filing of the forms and do all such acts, deeds and things as may be necessary and required to give effect to the aforesaid resolution."

By Order of the Board of Directors of
SKF India Limited

Mayuri Kulkarni
Company Secretary & Compliance Officer
Membership No.: A32237
Date: 1st July, 2026

Registered Office:
Chinchwad, Pune 411033, Maharashtra, India
CIN No.: L29130PN1961PLC213113
E-mail: investorsIndia@skf.com
Website: https://www.skf.com/in/investors/skf-india-ltd
Telephone No.:020- 66112500

Notice of 65th Annual General Meeting (Contd.)

Notes:

1. The Ministry of Corporate Affairs ("MCA") vide its General Circular no. 14/2020 dated April 08, 2020, General Circular no.17/2020 dated April 13, 2020 and General Circular no. 20/2020 dated May 05, 2020, General Circular no. 02/2021 dated January 13, 2021, General Circular No. 19/2021 dated December 8, 2021, Circular No. 21/2021 dated December 14, 2021, General Circular no 2/2022 dated May 5,2022, and read with General Circular No 10/2022 dated December 28 2022, 09/2024 dated September 19, 2024, and General Circular No. 03/2025 dated September 22, 2025 respectively and recent MCA notifications issued if any in this regard ("MCA Circulars") has allowed to hold the Annual General Meeting ("AGM" or "meeting") of the Company through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") without the physical presence of the Members at a common venue. Therefore, in compliance with the MCA Circulars, applicable provisions of the Companies Act, 2013 ("Act"), and all applicable SEBI Circulars and Regulations, this 65th AGM of the Company is scheduled to be held through VC / OAVM in the manner given below. The deemed venue of this meeting shall be considered at the Registered Office of the Company situated at Chinchwad, Pune 411033, Maharashtra, India.

2. In view of relaxation given by MCA Circulars and SEBI Circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 read with SEBI circular no. CIRCULAR SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/ CMD2/CIR/P/2022/62 dated May 13, 2022, SEBI/HO/CFD/PoD-2/P/VCIR/2023/4 dated January 5, 2023 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024 and recent relevant SEBI circular issued in this regard, (hereinafter referred as "SEBI circulars"), the Annual Report including Financial statements, Auditor's report, Board's report, Notice of AGM along with all the annexures and attachments thereof are being sent through email to those Members whose email addresses are registered with the Company / Depositories as on **03rd July 2026**) and no physical copy of the same will be sent by the Company. Members may note that the Notice and Annual Report of the Company for the financial year 2025-26 will also be available on the Company's website https://www.skf.com/in/investors/skf-india-ltd, websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and will also be available on the website of National Securities Depository Limited www.evoting.nsdl.com (agency for providing the remote e-voting facility).

3. The Explanatory Statement, pursuant to the provisions of Section 102(1) of the Companies Act, 2013 ("The Act"), setting out the material facts concerning the Business(s) mentioned in **Agenda Item Nos. 4 to 8** of the Notice is annexed herewith this notice.

3A. The relevant details with respect to **Agenda Item No. 3**, pursuant to regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR") and Secretarial Standards on General Meetings ('SS-2') issued by the Institute of Company Secretaries of India ("ICSI") in respect of Directors seeking appointment/re-appointment at this meeting are also annexed herewith this notice as **Annexure – A**.

4. The 65th AGM of the Company is being held in accordance with the MCA and SEBI Circulars through VC/OAVM, therefore, the requirement of physical attendance of members has been dispensed, therefore, the facility to appoint proxy to attend and cast vote for the members will not be available for this AGM and the Proxy Form, Attendance Slip and route map are not annexed to this Notice. However, the Body Corporates are entitled to appoint authorized representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.

5. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

6. Pursuant to Section 113 of the Act, Institutional / Corporate members are requested to send a duly certified scanned copy (JPG / PDF Format) of the Board Resolution, governing body Resolution or Authorization letter authorizing their representative to participate in remote e-voting or to attend and vote at the AGM at **jbbhave@gmail.com** with a copy marked to **evoting@nsdl.com** before e-voting/ attending AGM from their registered email address.

7. As per Regulation 40 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, securities of listed companies can be transferred only in dematerialized form with effect from, 01st April 2019. In view of this and to eliminate all risks associated with physical shares and for ease

of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company or Company's Registrars and Share Transfer Agents, M/s MUFG Intime India Private Limited (previously known as M/s Link Intime India Private Limited) ("RTA") for assistance in this regard. In respect of shares held in dematerialized form, the nomination form may be filed with the respective Depository Participant.

8. Pursuant to Section 72 of the Act, read with the rules made thereunder, Member(s) of the Company may nominate a person in whose name the shares held by him/them shall vest in the event of his/ their unfortunate death. Member(s) holding shares in physical form may file nominations in the prescribed Form SH-13 with the Company's RTA. In respect of shares held in dematerialized form, the nomination form may be filed with the respective Depository Participant.

9. In the case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company, as on the cut-off date will be entitled to vote at the AGM and the dividend will be paid in the name of such first holder in the order of names.

10. The Record date is fixed as **Friday, 03rd July, 2026** for the purpose of determining the eligibility of member(s) entitled to receive dividend, if declared at the AGM.

11. **The final dividend of INR 40/- per equity shares of INR 10/- each for the financial year 2025-26**, as recommended by the Board of Directors of the Company, if declared at AGM, will be paid on or before the 30th day from the date of declaration of dividend, to the below members:

    (i) in respect of shares held in physical form, to those Members whose names stand in the Register of Members of the Company after giving effect to valid transmission or transposition requests lodged with the Company as of the end of day, on **Friday, 03rd July 2026** and

    (ii) in respect of shares held in the dematerialized form, to those members whose names appear in the statement of Beneficial Owners furnished by National Securities Depository Limited and Central Depository Services (India) Limited for this purpose as of the end of the day, on **Friday, 03rd July 2026.**

12. Pursuant to the Finance Act, 2020, dividend income will be taxable in the hands of the Members w.e.f. 1st April 2020 and the Company is required to deduct tax at source ("TDS") from dividends paid to the Members at prescribed rates in the Income Tax Act, 1961 ("the IT Act"). In general, to enable compliance with TDS requirements, Members are requested to complete and/or update their Residential Status, PAN, Category as per the IT Act with their Depository Participants or in case shares are held in physical form, with the Company by sending email to the Company's Registrars and Share Transfer Agent's email address at csg-unit@in.mpms.mufg.com

13. Beneficial Owners holding shares in demat form are advised to get particulars of their bank account updated with the Depository Participant (DP) in terms of SEBI Guidelines and the regulations of NSDL and CDSL for the purpose of payment of dividends. The Company or RTA will not entertain requests for change of such bank details printed on their dividend warrants. Member(s) holding shares in physical form are requested to notify the Company or Company's RTA of any change in their addresses/Bank Mandates.

14. Members are requested to note that, dividends if not encashed for a consecutive period of 7 years from the date of transfer to Unpaid Dividend Account of the Company, are liable to be transferred to the Investor Education and Protection Fund ("IEPF"). The shares in respect of such unclaimed dividends are also liable to be transferred to the demat account of the IEPF Authority. In view of this, Members are requested to claim their dividends from the Company, within the stipulated timeline. The Members, whose unclaimed dividends/shares have been transferred to IEPF, may claim the same by making an online application to the IEPF Authority in web Form No. IEPF-5 available on www.mca.gov.in. For details, please refer to the corporate governance report which is part of this Annual Report.

15. The amount outstanding in the unpaid dividend account in respect of the **financial year 2018-19** and shares where the dividend had remained unpaid for last consecutive seven years will be transferred to the 'Investor Education and Protection Fund' maintained with the Central Government.

    The Company has placed on its website https://www.skf.com/in/investors/skf-india-ltd/shareholder-information (Path - Reports --> Outstanding dividend for shareholder --> Outstanding Dividend for 7 Consecutive Years from 2019 to 2025, the information on unclaimed dividends.

16. Members who would like to express their views/ask questions before or during the meeting may send an email at Company's email address investorIndia@skf.com from their registered email id with the Company or RTA mentioning their views/questions along with their full name, demat account number/folio number, registered email id, mobile number and such other details as may be deemed fit by **04th August 2026**. Only the views/questions of those shareholders will be taken up who have mailed it to the Company within prescribed time and will be replied suitably.

    The Company has sent individual letters to all the Members holding shares of the Company in physical form for furnishing their PAN, KYC details and Nomination pursuant to SEBI Circular No. SEBI/HO/MIRSD/MIRSDRTAMB/P/CIR/2021/655 dated November 3, 2021, in Form ISR-1. The Form ISR-1 is also available on the website of the Company at https://www.skf.com/in/investors/skf-india-ltd/shareholder-information. Attention of the Members holding shares of the Company in physical form is invited to go through and submit the said Form ISR–1.

    Members may please note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSDRTAMB/P/CIR/2022/8 dated January 25, 2022 has mandated the Listed Companies to issue securities in demat form only while processing service requests viz. Issue of duplicate securities certificate; claim from Unclaimed Suspense Account; Renewal/Exchange of securities certificate; Endorsement; Sub-division/Splitting of securities certificate; Consolidation of securities certificates/folios; Transmission and Transposition.

    Accordingly, Shareholders are requested to make service requests by submitting a duly filled and signed Form ISR–4, the format of which is available on the Company's https://www.skf.com/in/investors/shareholder-information and on the website of the Company's RTA may be noted that any service request can be processed only after the folio is KYC compliant. SEBI vide its notification dated January 24, 2022, has mandated that all requests for transfer of securities including transmission and transposition requests shall be processed only in dematerialized form. In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialization, members are advised to dematerialize the shares held by them in physical form. Members can contact the Company or RTA for assistance in this regard.

17. Members requesting any information relating to the accounts are requested to write to the Company at an early date to enable the Management to keep the information ready.

18. Instructions **for remote-voting, e-voting and joining the AGM through VC/OAVM as per MCA Circulars are as follows:**

    (i) The Company shall be providing a two-way teleconferencing facility for the ease of participation of the members.

    (ii) The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on a first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restrictions on the first come first served basis.

    (iii) The facility for joining AGM through VC/OAVM will be opened 15 minutes before the scheduled time i.e. 12:45 p.m. IST and the Company may close the window to join the VC/OAVM facility 15 minutes after the scheduled time to start the 65th AGM.

    (iv) The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act, and the Register of Contracts or Arrangements in which the Directors are interested, maintained under Section 189 of the Act, will be available electronically for inspection by the members during the AGM. All other documents referred to in the Notice and Explanatory Statement will also be available for electronic inspection without any fee by the members up to the date of AGM. Members seeking to inspect such documents are requested to send an email to investorIndia@skf.com in advance.

    (v) Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration)

Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using a remote e-Voting system as well as venue voting on the date of the AGM will be provided by NSDL.

(vi) The voting rights of Members for remote e-voting and for e-voting at AGM shall be in proportion to the paid-up value of their shares in the equity share capital of the Company as on **cut-off date** i.e. the closing of business hours of **Friday, 07th August 2026**.

(vii) A person whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the **cut-off date i.e. Friday, 07th August 2026** shall be entitled to avail of the facility of remote e-voting / e-voting facility during the AGM. Any person who is not a member as on the Cut-off date should treat this notice for information purpose only.

The Members can opt for only one mode of voting i.e. remote e-Voting or e-voting at the AGM. In the case of voting by both modes, vote cast through remote e-Voting will be considered final and e-Voting at the AGM will not be considered.

(viii) The remote e-voting facility will be available during the following period for all the members who are either holding shares in physical mode or in demat mode:

(a) **Commencement of remote e-voting: Tuesday, 11th August 2026 at 9:00 a.m. (IST)**

(b) **End of remote e-voting: Thursday, 13th August 2026 at 5:00 p.m. (IST)**

(ix) The voting rights of the Members shall be proportionate to their share of the Paid-up equity share capital of the Company as on Cut-Off date i.e. **Friday, 07th August 2026.**

(x) During this period, Members holding shares either in physical form or in dematerialized form as on cut-off date, may cast their vote through remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently. Those Members who will be present in the AGM through VC / OAVM facility and have not cast their vote on the Resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through the e-voting system during the AGM as per the process mentioned below in the Notice.

(xi) Any person, who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request at evoting@nsdl.com

(xii) The Board of Directors of the Company has appointed **Mr. Jayavant Bhave (Membership FCS 4266/CP 3068)** of M/s J B Bhave and Co, Practicing Company Secretaries, as the Scrutinizer to scrutinize the voting process electronically or otherwise for remote e-Voting and e-Voting at the AGM in a fair and transparent manner.

(xiii) The Scrutinizer shall on conclusion of the voting at the AGM first count the votes cast at the meeting and thereafter, unblock the votes cast through remote e-voting and make, not later than 48 hours of conclusion of the meeting, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing who shall countersign the same. The Chairman or the person authorized by him in writing shall forthwith on receipt of the consolidated Scrutinizer's Report, declare the Results of the voting. The results declared along with the Scrutinizer's Report shall be placed on the Company's website https://www.skf.com/in/investors/skf-india-ltd and on the website of NSDL www.evoting.nsdl.com and communicated to BSE Limited and National Stock Exchange of India Limited, where the shares of the Company are listed. The results of the voting shall also be placed on the Notice Board at the Registered Office of the Company.

(xiv) The helpline number / contact person regarding any technical query / assistance for remote e-voting or participation and e-voting in the AGM through VC/OAVM is 022 - 4886 7000, Mr. Sanjeev Yadav, at evoting@nsdl.com

(xv) Members who have not yet registered their email addresses or want to update their registered email address are requested to register / update the same by providing their Folio No., Name of shareholder, scanned copy of the share certificate(s) (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to company's RTA at csg-unit@in.mpms.mufg.com in case the shares are held by them in physical form. Further, if shares are held in demat mode, then the members may contact the Depository Participants (DPs) to register / update their email address as per the process advised by your DPs.

(xvi) For receiving the dividend directly in their bank accounts, Members are requested to register / update their bank details by providing their Folio No., Name of shareholder, scanned copy of the share certificate(s) (front and back), self-attested copy of their PAN original copy of cancelled cheque etc. to Company's RTA at csg-unit@in.mpms.mufg.com in case the shares are held by them in physical form. Further, if shares are held on demat mode, then the members may contact their Depository Participant (DP) for registering / updating the bank account details as per the process advised by your DP.

(xvii) Any person who is not a member as on the cut-off date should treat this notice for information purpose only. The e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the Member, he / she shall not be allowed to change it subsequently.

(xviii) The voting rights of Members shall be in proportion to their shares of the paid-up equity share capital of the Company as on closing of business hours of **Friday, 07th August 2026**. A person whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date shall be entitled to avail the facility of e-voting, as well as voting at the meeting through electronic voting system.

(xix) Any person who acquires shares of the Company and becomes a member of the Company after dispatch of the Notice and holding shares as of cut-off date i.e. closing of business of hours of **(Friday, 03rd July 2026)** may obtain the login id and password by sending a request at evoting@nsdl.com. However, if he/she is already registered with NSDL for e-voting then he/she can use his/her existing User ID and password for casting vote. If you forget your password, you can reset your password by using "Forgot user Details/Password" option or "Physical User Reset Password?" available on www.evoting.nsdl.com. If you are already registered with NSDL for e-voting, then you can use your existing User ID and Password/PIN for casting your vote.

(xx) In case Shareholders are holding shares in demat mode, USER ID is the combination of (DPID + Client ID). In case, Shareholders are holding shares in Physical mode, USER ID is the combination of (EVEN No. +Folio No).

(xxi) A Member may participate in the AGM even after exercising his/her right to vote through remote e-voting but shall not be entitled to vote again.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:-

The remote e-voting period begins on Tuesday, 11th August 2026 at 9:00 a.m. (IST) and ends on Thursday, 13th August 2026 at 5:00 p.m. (IST) The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Friday, 07th August 2026 may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date being Friday, 07th August 2026.

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 and joining virtual meeting 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:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. 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 or joining virtual meeting & voting during the meeting. 2. 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 or joining virtual meeting & voting during the meeting. 3. 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 4. 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 or joining virtual meeting & voting during the meeting. 5. Shareholders/Members can also download NSDL Mobile App "**NSDL Speede**" facility by scanning the QR code mentioned below for seamless voting experience. **NSDL Mobile App is available on** App Store Google Play

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with CDSL	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 & New System Myeasi Tab and then user your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting 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 or joining virtual meeting & voting during the meeting. 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. 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 evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	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 or joining virtual meeting & voting during the meeting.

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.

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. 1800-21-09911

B) Login Method for e-Voting and joining virtual meeting 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 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 user your existing password to login and cast your vote.

      (i)

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.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting 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 and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
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.

Notice of 65th Annual General Meeting (Contd.)

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.

   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 section of www.evoting.nsdl.com or call on.: 022 - 4886 7000 or send a request to Sanjeev Yadav 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

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 **investorIndia@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 and joining virtual meeting 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.

   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

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.

2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.

3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the EGM/AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM" placed under **"Join meeting"** menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/ Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/ have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at **investorIndia@SKF.com.** The same will be replied by the company suitably.
6. Shareholders who would like to express their views / have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at **investorIndia@SKF.com.** The same will be replied to by the Company suitably.
7. The shareholders who have registered themselves as a speaker will only be allowed to express their views / ask questions during the meeting.

EXPLANATORY STATEMENT SETTING OUT MATERIAL FACTS UNDER SECTION 102 OF THE COMPANIES ACT, 2013.

Item No. 4

To approve Material Related Party Transactions with SKF India (Industrial) Limited.

The Company is a subsidiary of Aktiebolaget SKF (AB SKF"). SKF India (Industrial) Limited ("SKF Industrial") is also a subsidiary of AB SKF and is a 'Related Party' as per the definition under Section 2(76) of the Companies Act, 2013 ("the Act") and Regulation-2(1)(zb) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR").

As per the applicable provision of the Companies Act 2013, read with rules made thereunder, Regulation 23(4) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (amended from time to time), all Material Related Party Transactions requires prior approval of the Shareholders by Ordinary Resolution where transactions proposed to be entered fall under threshold limit i.e., if the transaction(s) to be entered into individually or taken together with previous transactions during a Financial Year, exceeds limits as prescribed under Schedule XII of the SEBI LODR i.e."Where the listed entity having Consolidated Turnover upto Rs. 20,000 Crore a transaction with a related party shall be considered material, if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year exceeded 10% of the annual consolidated turnover of the listed entity".

It is proposed to enters into contract with SKF Industrial for **transactions related to Reimbursements of expenses paid on behalf of SKF India (Industrial) Limited Services provided under ISA Sales of goods and services, Services received under ISA Reimbursement paid Purchase of Raw Material, components, spares & Finished Goods Sale of property, plant and equipment Technical and service expenses, Purchase of capital goods and service, Administrative & Service provided, Refund of deposit from Non-Consenting customer and other services received/given on continuous basis up to MINR 25,291 and thereafter up to the date of the next annual general meeting of the Company to be held for FY 2026-27or** 15 (fifteen) months from the date of 65th Annual General Meeting, whichever is earlier, such that the maximum value of the Material Related Party Transactions with SKF India (Industrial) Limited, in aggregate, does not exceed **MINR 25,291** during the aforesaid period. This makes it a material-related party transaction. The said contract(s)/ arrangement(s)/transaction(s) shall be carried out at arm's length basis and in the ordinary course of business of the Company.

In compliance to the aforesaid provision of the Act and rules made thereunder and SEBI Regulations, aforesaid transactions require approval of the members by way of an ordinary resolution.

All the transactions carried out by SKF India Limited with SKF Industrial are in the **ordinary course of business and at arm's length basis** and hence it is recommended for approval by the members for Financial Year 2026-27 and thereafter up to the date of the next annual general meeting of the Company to be held for the FY 2026-27 or fifteen months from the date of 65th Annual General Meeting, whichever is earlier.

Pursuant to applicable provision of the Companies Act 2013 including Rules made thereunder and SEBI Master Circular bearing reference no. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated 30th January 2026, read with SEBI notified Industry Standards on Minimum Information to be provided to Audit Committee and Shareholders for approval of Related Party Transactions, as amended from time to time, particulars of the transactions with SKF Industrial enclosed herewith for perusal of shareholders. The same was also presented before the Audit Committee/ Independent Directors for approval and Board of Directors for its noting & recommendation to shareholder (which has been duly approved and recommended to the Shareholders for approval) is provided as **Annexure - B** to this notice.

The Related Party Transactions as aforesaid are necessary, normal and incidental to business and also plays significant role in the Company's business operations and accordingly the Board recommends the **Ordinary Resolution set forth in Item No. 4** of the Notice for the approval of the Members in terms of Regulations 23 of SEBI Regulations. Members may note that Related Party Transaction as per **Annexure- B**, placed for members approval, shall, at all times, be subject to prior approval of the Audit Committee/ Independent Directors of the Company and shall continue to be in the ordinary course of business and at arm's length. As per the amended SEBI LODR Regulations, all the related party transactions shall be approved only by those Members of the audit committee, who are Independent Directors. The transactions shall also be reviewed/ monitored on a quarterly basis by the Audit Committee of the Company as per Regulation 23(2) and 23(3) of the SEBI LODR and Section 177 of the Act and shall remain within the proposed amount(s) being placed before the Members. Any subsequent material modifications in the proposed transactions, as may be defined by the Audit Committee as a part of the Company's Policy on Related Party Transactions, shall be placed before the Members for approval, in terms of Regulation 23(4) of the SEBI LODR.

The proposed transactions shall not, in any manner, be detrimental to the interest of minority shareholders and shall be in the best interest of the Company and its shareholders.

The Board of Directors of the Company on 1st July 2026, on the approval and recommendation of the Audit Committee and subject to the approval of the Members, approved the above proposal such that the maximum value of the Related Party Transactions during the aforesaid period does not exceed the amount stated in the aforesaid resolution.

Pursuant to Regulation 23 of the SEBI LODR, Members may also note that no related party of the Company shall vote to approve this resolution whether the entity is a related party to the particular transaction or not.

Accordingly, the Board recommends the Resolution as set out in **Item No. 4** of this Notice for approval of the Members as an **Ordinary Resolution.**

None of the Directors and/or Key Managerial Personnel of the Company and/or their relatives except Mr. Antonio Molle, Mr. Bastian Thomas & Mr. Magnus Lennart Prick(being employed by SKF Vertevo AB (Formerly known as SKF Interim AB / SKF Group) is deemed to be concerned or interested, financially or otherwise, in the said resolution except to the extent of their shareholding and common directorships, if any.

The Board accordingly recommends the ordinary resolution as set forth in **Item no. 4** for the approval of the Members of the Company.

Item No. 5

To approve Material Related Party Transactions with SKF GmbH

SKF GmbH is a 'Related Party' as per the definition under Section 2(76) of the Companies Act, 2013 ("the Act") and Regulation-2(1)(zb) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR").

As per the applicable provision of the Companies Act 2013, read with rules made thereunder, Regulation 23(4) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (amended from time to time), all Material Related Party Transactions requires prior approval of the Shareholders by Ordinary Resolution where transactions proposed to be entered fall under threshold limit i.e., if the transaction(s) to be entered into individually or taken together with previous transactions during a Financial Year, exceeds limits mentioned in Schedule XII of the SEBI LODR i.e. "Where the listed entity having Consolidated Turnover upto Rs. 20,000 Crore a transaction with a related party shall be considered material, if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year exceeded 10% of the annual consolidated turnover of the listed entity.

It is proposed to enters into contract with **SKF GmbH related to Purchase of capital goods and services, Purchase of Raw Material, components, spares and finished goods, Reimbursements Paid, Reimbursement received, Sales of goods and services, Technical & services expenses, Technical & services income, other services received/given on a continuous basis up to MINR 4,701 ("Related Party Transactions") on such terms as may be mutually agreed between SKF India**

Limited and the SKF GmbH and thereafter up to the date of the next annual general meeting of the Company to be held for FY 2026-27 or 15 (fifteen) months from the date of 65th Annual General Meeting, whichever is earlier, such that the maximum value of the Material Related Party Transactions with **SKF GmbH** in aggregate, does not exceed **MINR 4,701** during the aforesaid period. This makes it a material-related party transaction. The said contract(s)/ arrangement(s)/transaction(s) shall be carried out at arm's length basis and in the ordinary course of business of the Company.

All the transactions carried out by SKF India Limited with SKF GmbH are in the ordinary course of business and at arm's length basis and hence it is recommended for approval by the Members for Financial Year 2026-27 and thereafter up to the date of the next Annual General Meeting of the Company to be held for the FY 2026-27 or fifteen months from the date of 65th Annual General Meeting, whichever is earlier, such that the maximum value of the related party transactions with SKF GmbH, in aggregate, does not exceed the aforesaid limit.

In compliance to the aforesaid provision of the Companies Act 2013 and rules made thereunder and SEBI Regulations, aforesaid transaction requires approval of the Members by way of an ordinary resolution.

Pursuant to applicable provision of the Companies Act 2013 including Rules made thereunder and SEBI Master Circular bearing reference no. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated 30th January 2026, read with SEBI notified Industry Standards on Minimum Information to be provided to Audit Committee and Shareholders for approval of Related Party Transactions, as amended from time to time, particulars of the transactions with **SKF GmbH** enclosed herewith for perusal of shareholders. The same was also presented before the Audit Committee/ Independent Directors and Board of Directors for its approval (which has been duly approved and recommended to the Shareholders for approval) is provided as **Annexure - C** to this notice.

The Related Party Transactions as aforesaid are necessary, normal and incidental to business and also plays significant role in the Company's business operations and accordingly the Board recommends the Ordinary Resolution set forth in **Item No. 5** of the Notice for the approval of the Members in terms of Regulations 23 of SEBI Regulations.

Members may note that the Related Party Transaction as per **Annexure - C**, placed for Members approval, shall, at all times, be subject to prior approval of the Audit Committee / Independent Directors of the Company and shall continue to be in the ordinary course of business and at arm's length. As per the amended SEBI LODR Regulations, all the related party transactions shall be approved only by those Members of the Audit Committee, who are Independent Directors. The transactions shall also be reviewed / monitored on a quarterly basis by the Audit Committee of the Company as per Regulation 23(2) and 23(3) of the SEBI LODR and Section 177 of the Act and shall remain within the proposed amount(s) being placed before the members. Any subsequent material modifications in the proposed transactions, as may be defined by the audit committee as a part of the Company's Policy on Related Party Transactions, shall be placed before the members for approval, in terms of Regulation 23(4) of the SEBI LODR.

The proposed transactions shall not, in any manner, be detrimental to the interest of minority shareholders and be in the best interest of the Company and its shareholders.

The Board of Directors of the Company on 1st July 2026, on the approval and recommendation of the Audit Committee and subject to the approval of the Members, approved the above proposal such that the maximum value of the Related Party Transactions during the aforesaid period does not exceed the amount stated in the aforesaid resolution.

Pursuant to Regulation 23 of the SEBI LODR, members may also note that no related party of the Company shall vote to approve this resolution whether the entity is a related party to the particular transaction or not.

None of the Directors and/or Key Managerial Personnel of the Company and/or their relatives except Mr. Antonio Molle, Mr. Bastian Thomas & Mr. Magnus Lennart Prick(being employed by SKF Vertevo AB (Formerly known as SKF Interim AB/ SKF Group), is deemed to be concerned or interested, financially or otherwise, in the said resolution except to the extent of their shareholding and common directorships, if any.

The Board accordingly recommends the ordinary resolution as set forth in **Item no. 5** for the approval of the members of the Company.

Notice of 65th Annual General Meeting (Contd.)

Item No. 6

To ratify the Remuneration to Cost Auditor for the Financial Year 2026-27.

The Company is required to have its cost records audited by Cost Accountant in practice. Accordingly, the Board of Directors of the Company, on the recommendation of the Audit Committee, approved the appointment of M/s. Joshi Apte and Associates, Cost Accountants, having Firm Registration No. 000240 as Cost Auditors of the Company for the Financial Year 2026-27 at its Board meeting held on 13th May 2026 at a INR 3,00,000 (Rupees Three Lakh Only) plus out of pocket expenses as actual, if any and applicable taxes. The detailed profile of the Cost Auditor is as per **Annexure – D**.

In accordance with the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and Companies (Cost Records and Audit) Rules, 2014 as amended, the remuneration payable to the Cost Auditors is required to be ratified by the Members of the Company. Accordingly, the consent of the Members is sought by way of an Ordinary Resolution to ratify the remuneration payable to the Cost Auditors for the FY 2026-27.

The Board accordingly recommends the Ordinary Resolution as set out at **Item No. 6** of this Notice for the approval of the Members of the Company.

None of the Directors and/or Key Managerial Personnel of the Company and/or their relatives, are in any way concerned or interested, financially or otherwise, in the resolution except to the extent of their shareholding and common directorships, if any.

Item No. 7

To consider and approve Remuneration to Non-Executive Directors by way of Commission.

At the Sixtieth (60th) Annual General Meeting of the Company held on 23rd July 2021, the shareholders had approved the payment of commission upto 1% per annum, of the net profits of the Company to Directors (other than Managing / Whole-time Directors and the Non-resident Directors) effective from 01st April, 2021 for a period of five years. The period of five years expired on 31st March 2026.

In accordance with the Nomination and Remuneration Policy of the Company, the commission payable to Non-Executive Directors will be based on the remuneration structure as determined by the Board. In view of continued business activities of the Company, it is appropriate that pursuant to the provisions of the Companies Act, 2013 ("The Act"), a commission not exceeding in the aggregate 1% per annum of the net profits of the Company computed in the manner laid down in Section 198 of the Act may be paid for each of the five financial years of the Company commencing from 01st April 2026 and be distributed to /Non-Executive Directors of the Company excluding Managing / Whole-time Director(s) as may be decided from time to time. As per Article No. 131(3)(b) of the Articles of Association of the Company the approval Members shall be needed by way of Special resolution for the payment of remuneration by way of commission to the Directors of the Company excluding the Managing Director & Whole Time Director.

The proportion and manner of such payment and distribution would be as the Nomination and Remuneration Committee/ Board may decide from time to time and in accordance with the provisions of the law.

Apart from commission proposed to be paid to Non-Executive Directors in terms of the special resolution, such Directors also entitled to receive sitting fees and re-imbursement of expenses for each of the Board or Committee Meetings attended as the case may be.

Save and except all l the Non-Executive Directors of the Company, none of the other Directors, Key Managerial Personnel/their relatives are, in any way concerned or interest, financially or otherwise in this resolution.

Accordingly, approval of the members of the company is being sought by way of a Special resolution for payment of commission to Directors of the Company.

The Board recommends the **Special Resolution** as set out at **Item No. 7** of this Notice for the approval of the Members of the Company.

Item No. 8

To consider and approve the remuneration payable to Mr. Gopal Subramanyam, Non-Executive, Independent Director (DIN: 06684319) in excess of fifty percent of the total annual remuneration payable to all Non-Executive Directors of the Company for the financial year.

The shareholders at the 60th General Meeting held on 23rd July 2021 had approved the payment of remuneration by way of commission to Non-Executive Directors of the Company not exceeding one per cent of the net profits of the Company for the relevant Financial Year. In line with the Remuneration Policy of the Company, the compensation to the Non-Executive Directors takes the form of commission on profits. Though shareholders have approved the payment of commission up to 1% (one per cent) of net profits of the Company for each year, the actual commission paid to the Directors is restricted to a fixed sum within the above limit. This sum is reviewed at the end of Financial Year after taking into consideration various factors such as business / financial performance of the Company, activities handled / supervised, time spent for attending to the affairs and business of the Company, extent of responsibilities shouldered by each Director and evaluation of performance made by the Board. Keeping in view all these factors, skills, expertise including Industry Experience, sector specific knowledge of bearing and user industries, marketing, strategic planning and thinking, Finance/ Accounting Acumen, Leadership Skills, Regulatory Laws Knowledge and a considerable amount of time has been spent by Mr. Gopal Subramanyam in meetings held during the year, evaluating various opportunities, reviewing the business with leadership team, mentoring the leadership team, as member of Audit, Nomination and Remuneration and Corporate Social Responsibilities committees, apart from being the Chairperson of the Stakeholders' Relationship and Risk Management Committee as well as the Board, the duties and responsibilities of Mr. Gopal Subramanyam have increased manifold.

Accordingly, a higher amount of commission has been proposed for Mr. Gopal Subramanyam, for devoting his valuable time to the organization. Accordingly, the Board of Directors on the recommendation of the Nomination and Remuneration Committee have recommended a higher amount of commission to him in the capacity of Non-Executive Independent Director as compared to other Non-Executive Directors. Pursuant to Regulation 17(6)(ca) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the approval of shareholders by special resolution is required to be obtained every Financial Year, in which the annual remuneration payable to a single Non-Executive Director exceeds fifty per cent of the total annual remuneration payable to all Non-Executive Directors. Since the commission amount payable to Mr. Gopal Subramanyam exceeds fifty per cent of the total remuneration payable to all Non-Executive Directors for the year 2025-26, the approval of the shareholders is sought by way of special resolution. Considering the role that he is expected to play, the Board believes that the commission payable to Mr. Gopal Subramanyam is commensurate with the efforts and the time spent by him on behalf of the Company.

Accordingly, the Board has recommended a commission payable to Mr. Gopal Subramanyam for the Financial Year 2025-26, which is in excess of 50% (fifty per cent) of the total annual remuneration payable to all Non-Executive Directors of the Company and accordingly recommends the **Special Resolution** as set out at **Item No. 8** for approval of the Members of the Company.

Except Mr. Gopal Subramanyam none of the Directors, Key Managerial Personnel of the Company and their relatives is in any way concerned or interested financial or otherwise, in the said resolution.

By Order of the Board
SKF India Limited

Mayuri Kulkarni
Company Secretary & Compliance Officer
Membership No.: A32237
Date: 1st July 2026

Registered Office:
Chinchwad, Pune 411033, Maharashtra, India
CIN No.: L29130PN1961PLC213113
E-mail: investorIndia@skf.com
Website: www.skf.com/in/investors/skf-india-ltd
Telephone No.: 020 66112500

Annexure – A

Relevant details pursuant to regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR") and Secretarial Standards on General Meetings ('SS-2') issued by the Institute of Company Secretaries of India ("ICSI") in respect of Directors seeking appointment/re-appointment at the AGM.

Agenda Item No. 3: To appoint a Director in place of Mr. Magnus Lennart Prick (DIN: 11342653) who retires by rotation at this AGM and being eligible offers himself for re-appointment.

As per the provisions of Section 152 (6) of the Companies Act 2013, except for Independent Directors, not less than two–thirds of the total number of remaining directors shall be the persons whose period of office is liable to determination by rotation and at least one-third of such Directors are liable to retire by rotation at every AGM. As per the Article of Association of the Company, the Managing Director is not liable to retire by rotation. The Board of Directors ("Board") on recommendation of Nomination and Remuneration Committee appointed Mr. Magnus Lennart Prick (DIN: 11342653) as Additional Director of the Company with effect from 13th January 2026 and the members approved his appointment as a Director of the Company via Postal Ballot dated 17th March 2026, liable to retire by rotation at 65th Annual General Meeting proposed to held on 14th August 2026. Mr. Magnus Lennart Prick, who holds the office for the longest period, is liable to retire by rotation at the ensuing AGM. Accordingly, the Board recommends the resolution as provided in **Item No. 3** of the Notice, before the Members to be passed as an Ordinary Resolution, details of which are provided in the explanatory statement of the resolution. A brief profile and other information of Mr. Magnus Lennart Prick (DIN: 11342653), as required under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard – 2, is provided in below.

Mr. Magnus Lennart Prick is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013, and he is not restrained from holding the position of Director in any Company, by virtue of order of Securities and Exchange Board of India (SEBI) or any other authority.

Apart from Mr. Magnus Lennart Prick and his relatives, to the extent of their shareholding, none of the Directors and/or Key Managerial Personnel of the Company and/or their relatives, are concerned or interested, whether financially or otherwise, in the resolution as set out in **Item No. 3** of this Notice.

Accordingly, the Board recommends the Resolution as set out in **Item No. 3** of this Notice for approval of the Members as an Ordinary Resolution.

Information pursuant to the Regulation 36(3) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings ('SS-2') issued by the Institute of Company Secretaries of India of Directors seeking re-appointment / appointment at the 65th Annual General Meeting

Name of the Director	**Mr. Magnus Lennart Prick**
Director Identification Number	11342653
Date of Birth and Age	24th April 1984 (42 years old)
Nationality	Swedish
Date of first Appointment on Board of the Company	13th January 2026
Qualification	**Qualification and Certifications**: Mr. Magnus Lennart Prick holds a Master of Laws (LL.M.) with corporate law as major subject from the University of Gothenburg. He also holds a Bachelor of Business Administration (B.B.A.) with accounting as major subject from the University of Gothenburg.

Annexure – A (Contd.)

Name of the Director	Mr. Magnus Lennart Prick
Experience	Mr. Magnus Lennart Prick is currently Acting Legal and Compliance Director Automotive Group Management, before current position he was Head of Automotive Corporate Legal. He has over 15 years of experience from a wide range of areas within business law, including but not limited to corporate matters, M&A, governance, commercial contracts, etc. **Previously associated with following Organisations:** • Volvo Cars, • Volvo Group, • Mannheimer Swartling (leading Swedish law firm).
Terms & conditions of appointment/ re-appointment	As per the appointment letter
Remuneration sought to be paid	NA
Remuneration last drawn	NA
Number of Board Meeting attended during the FY 2025-26/ during the tenure of their appointment	1
Shareholding in the Company (self and beneficial basis only)	Nil
List of Directorship held in other Listed Companies	Nil
Listed companies from which the person has resigned in the past three years	Nil
Nature of expertise in specific functional areas	Please refer the Corporate Governance report
Chairmanship / Membership of Audit and Stakeholders Relationship Committee of Public Company	**SKF India Limited** Member of Audit Committee w.e.f. 13th January 2026
Listed entities from which Director has resigned in last three years	Nil
Chairmanships / Memberships of the Committees of Boards of other Companies	Nil
Inter-se Relationship between the Directors, Manager and other Key Managerial personnel of the Company	NA (Mr. Magnus Lennart Prick is not related to any of the Directors or Key Managerial Personnel of the Company)

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.

Annexure – B

Item No. 4: To approve Material Related Party Transactions with SKF India (Industrial) Limited

'PART – A'

A(1): Basic details of the related party:

S. No.	Particulars of the information	Information provided by the management
1.	Name of the related party	**SKF India (Industrial) Limited**
2.	Country of incorporation of the related party	India
3.	Nature of business of the related party	SKF India (Industrial) Limited is engaged in manufacturing, trading, and servicing industrial solutions like bearings, seals, and motion technologies across sectors such as railways, defence, and wind energy.

A(2): Relationship and ownership of the related party:

S. No.	Particulars of the information	Information provided by the management
1.	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:	As on date, SKF India (Industrial) is a subsidiary of AB SKF, which forms part of the Promoter Group. AB SKF is the holding company of SKF Vertevo AB (formerly known as SKF Interim AB). SKF Vertevo AB is the promoter of SKF India Limited.
	• Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.	NA
	• Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	NA
	• Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary).	NA

A(3): Details of previous transactions with the related party:

<table>
<tr><th>S. No.</th><th>Particulars of the information</th><th>Information provided by the management</th></tr>
<tr><td>1.</td><td>Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year.
<table>
<tr><th>S. No.</th><th>Nature of Transactions</th><th>FY 2025 – 2026 (MINR)</th></tr>
<tr><td>1</td><td>Reimbursement received</td><td>1,860.7</td></tr>
<tr><td>2</td><td>ISA services provided</td><td>1,117.0</td></tr>
<tr><td>3</td><td>ISA services received</td><td>562.7</td></tr>
<tr><td>4</td><td>Sale of Goods and services (Including sale of property, plant and Equipment amounting to INR 824 MINR)</td><td>3,401.3</td></tr>
<tr><td>6</td><td>Purchase of Raw Material, components, spares & Finished Goods</td><td>2,394.4</td></tr>
<tr><td>7</td><td>Rent Income on leased property</td><td>52.3</td></tr>
<tr><td></td><td>Total</td><td>9,338.4 MINR</td></tr>
</table>
Explanation: Details need to be disclosed separately for listed entity and its subsidiary.</td><td>All the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year are provided in Particulars of information.</td></tr>
</table>

Annexure – B (Contd.)

S. No.	Particulars of the information	Information provided by the management
2.	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	9,338.4 MINR
3.	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	No

A(4): Amount of the proposed transaction:

S. No.	Particulars of the Information	Information provided by the management
1.	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.	**25,291 MINR**
2.	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes
3.	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year i.e. 31st March 2026.	67%
4.	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)	Nil
5.	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	74%
6.	Financial performance of the related party for the immediately preceding financial year:	Financial performance of the related party for the immediately preceding financial year provided in particulars of the transaction.

Particulars	For the period 1st April 2025 to 31st March 2026 (MINR)
Turnover	34,403.6
Profit/ (Loss) After Tax	2,176.7
Net worth	14,768.5

A(5): Basic details of the proposed transaction:

S. No.	Particulars of the information	Information provided by the management
1.	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	1. Reimbursements of expenses paid on behalf of SKF India (Industrial) Limited Services provided under ISA Sales of goods and services, Services received under ISA Reimbursement paid Purchase of Raw Material, components, spares & Finished Goods Sale of property, plant and equipment Technical and service expenses, Purchase of capital goods and service. 2. Administrative & Service provided 3. Refund of deposit from Non-Consenting customer
2.	Details of each type of the proposed transaction	Refer above comment

Annexure – B (Contd.)

S. No.	Particulars of the information	Information provided by the management
3.	Tenure of the proposed transaction (tenure in number of years or months to be specified)	1 year and as per period mentioned in the resolution. For the period 1st April, 2026 to 31st March, 2027 and thereafter up to the date of the next annual general meeting of the Company to be held for the Financial Year 2026-27 or fifteen months from the date of 65th Annual General Meeting, whichever is earlier.
4.	Whether omnibus approval is being sought?	Yes
5.	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	**25,291 MINR** **Aggregate value of transactions for FY 2026-27 is 25,291 MINR. The details of the transactions are provided below in the table.**
6.	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	The proposed RPTs between SKF India Limited and SKF India (Industrial) Limited, following the demerger of its Industrial Business, are strategic in nature and crucial for maintaining operational efficiency and maximizing shareholder value. Post- Demerger both entities will have interdependencies in terms of their processes and operations, necessitating cooperation through RPTs to ensure seamless supply chains, shared technological expertise, and coordinated market strategies. These transactions will not only enhance operational efficiency and optimize costs but also foster strategic synergies, allowing both entities to leverage their strengths for innovation and competitive advantage. By ensuring consistent product quality and standards, the proposed RPTs will preserve the brand reputation while adhering to stringent compliance and transparency standards. Overall, the proposed RPTs are structured to benefit both entities and align with the broader strategic objectives of SKF India Limited, thereby contributing to long term shareholder value and business sustainability.
7.	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.	SKF India (Industrial) is a subsidiary of AB SKF, which forms part of the Promoter Group. AB SKF is the holding company of SKF Vertevo AB (formerly known as SKF Interim AB). SKF Vertevo AB is the promoter of SKF India Limited. None of the Directors and / or Key Managerial Personnel of the Company and / or their relatives except Mr. Magnus Prick, Mr. Antonio Molle, and Mr. Bastian Thomas (being employed by SKF Vertevo AB/ SKF Group) is deemed to be concerned or interested, financially or otherwise, in the said resolution except to the extent of their shareholding and common directorships, if any.
	a. Name of the director / KMP	As mentioned above in Item no 7
	b. Shareholding of the director / KMP, whether direct or indirect, in the related party	As mentioned above in Item no 7
8.	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	Not applicable
9.	Other information relevant for decision making.	All important information forms part of the statement setting out material facts forming part of disclosures.

Annexure – B (Contd.)

'PART – B'

B(1): Disclosure only in case of transactions relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances:

S. No.	Particulars of the information	Information provided by the management
1.	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services	Given the substantial business alignment between SKF India Limited and SKF India (Industrial) Limited and considering that all transactions are conducted on an arm's length basis, the Management has determined that inviting bids would not yield any meaningful advantage in executing related party transactions (RPTs) with SKF India (Industrial) Limited. We have taken external expert assistance in determining the arm's length mark-up for the transactions entered.
2.	Basis of determination of price.	Refer above comment
3.	In case of Trade advance (*of up to 365 days or such period for which such advances are extended as per normal trade practice*), if any, proposed to be extended to the related party in relation to the transaction, specify the following:	Not applicable
	a. Amount of Trade advance	Not Applicable
	b. Tenure	Not Applicable
	c. Whether same is self-liquidating?	Not Applicable

***Additional Information w.r.t proposed Related Party Transactions**

Nature of Transaction	Approval sought (in ₹ millions)
Reimbursements of expenses paid on behalf of SKF India (Industrial) Limited	₹ 9,625
Services provided under ISA*	₹ 2,884
Sales of trading goods and services	₹3,052
Services received under ISA*	₹1,557
Reimbursement paid	₹1,000
Purchase of Raw Material, components, spares & Finished Goods	₹ 5,500
Sale of property, plant and equipment	₹ 1,246
Technical and service expenses	₹ 48
Purchase of capital goods and service	₹ 25
Administrative & Service provided	₹ 294
Refund of deposit from Non-Consenting customer	₹ 60
Total	**₹ 25,291**

***Includes Technical services, shared support services, Job work, Deputation services, Toll manufacturing, leasing of space and assets etc.**

Note: B(2) to B(7) Not Applicable for the this RPT Approval

Part C is also not Applicable for this RPT Approval.

Annexure – C

Agenda Item No. 5: To approve Material Related Party Transactions with SKF GmbH

The Committee Members are requested to take note of the following information in relation to the transaction:

'PART – A'

A(1): Basic details of the related party:

S. No.	Particulars of the information	Information provided by the management
1.	Name of the related party	**SKF GmbH**
2.	Country of incorporation of the related party	Germany
3.	Nature of business of the related party	SKF GmbH is engaged in manufacturing, trading, and servicing industrial solutions like bearings, seals, and motion technologies across sectors such as aerospace, agriculture, construction, Marine, medical, and metal industries in Germany.

A(2): Relationship and ownership of the related party:

S. No.	Particulars of the information	Information provided by the management
1.	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:	AB SKF is the ultimate holding company of SKF GMBH. SKF GMBH is the fellow subsidiary company of SKF India Limited. AB SKF is the holding company of SKF Vertevo AB (formerly known as SKF Interim AB). SKF Vertevo AB is the promoter of SKF India Limited.
	• Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.	NA
	• Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	NA
	• Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary).	NA

A(3): Details of previous transactions with the related party:

<table>
<tr><th>S. No.</th><th>Particulars of the information</th><th>Information provided by the management</th></tr>
<tr><td>1.</td><td>Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year.
<table>
<tr><th>S. NO.</th><th>Nature of Transactions</th><th>FY 2025 – 2026 (MINR)</th></tr>
<tr><td>1.</td><td>Purchase of capital goods</td><td>9.3</td></tr>
<tr><td>2.</td><td>Purchase of raw materials, components, spares and finished goods</td><td>1,789.3</td></tr>
<tr><td>3.</td><td>Reimbursement Paid</td><td>3.9</td></tr>
<tr><td>4.</td><td>Sales of goods and service</td><td>339.1</td></tr>
<tr><td>5.</td><td>Technical and service Income</td><td>0.5</td></tr>
<tr><td></td><td>Total</td><td>2,142.1</td></tr>
</table>
Explanation: Details need to be disclosed separately for listed entity and its subsidiary.</td><td>All the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year are provided in Particulars of information.</td></tr>
</table>

Annexure – C (Contd.)

S. No.	Particulars of the information	Information provided by the management
2.	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	2,142.1 MINR
3.	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	No

A(4): Amount of the proposed transaction:

<table>
<tr><th>S. No.</th><th>Particulars of the Information</th><th>Information provided by the management</th></tr>
<tr><td>1.</td><td>Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.</td><td>4,701 MINR</td></tr>
<tr><td>2.</td><td>Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?</td><td>Yes</td></tr>
<tr><td>3.</td><td>Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year i.e. 31st March 2026.</td><td>12%</td></tr>
<tr><td>4.</td><td>Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)</td><td>NA</td></tr>
<tr><td>5.</td><td>Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.</td><td>3%</td></tr>
<tr><td>6.</td><td>Financial performance of the related party for the immediately preceding financial year:
<table>
<tr><th>Particulars</th><th>For the period 1st January 2025 to 31st December 2025 MINR</th></tr>
<tr><td>Turnover</td><td>141,081</td></tr>
<tr><td>Profit/ (Loss) After Tax</td><td>3,947</td></tr>
<tr><td>Net worth</td><td>91,138</td></tr>
</table>
</td><td>Financial performance of the related party for immediately preceding financial year provided in particulars of the information.</td></tr>
</table>

A(5): Basic details of the proposed transaction:

S. No.	Particulars of the information	Information provided by the management
1.	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Transactions related to: 1. Purchase of capital goods and services 2. Purchase of Raw Material, components, spares & Finished Goods 3. Reimbursements Paid 4. Reimbursement received 5. Sale of Goods and services 6. Technical & Service expenses 7. Technical & Service income

Annexure – C (Contd.)

S. No.	Particulars of the information	Information provided by the management
2.	Details of each type of the proposed transaction	Refer above comment
3.	Tenure of the proposed transaction (tenure in number of years or months to be specified)	1 year and as per period mentioned in the resolution. For the period 1st April, 2026 to 31st March, 2027 and thereafter up to the date of the next annual general meeting of the Company to be held for the Financial Year 2026-27 or fifteen months from the date of 65th Annual General Meeting, whichever is earlier.
4.	Whether omnibus approval is being sought?	Yes
5.	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	**MINR 4,701** **Aggregate value of transactions for FY 2026-27 is MINR 4,701. The details of the transactions are provided below in the table.**
6.	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	The proposed RPTs between SKF India Limited and SKF GMBH, are strategic in nature and crucial for maintaining operational efficiency and maximizing shareholder value. These transactions will not only enhance operational efficiency and optimize costs but also foster strategic synergies, allowing both entities to leverage their strengths for innovation and competitive advantage. By ensuring consistent product quality and standards, the proposed RPTs will preserve the brand reputation while adhering to stringent compliance and transparency standards. Overall, the proposed RPTs are structured to benefit both entities and align with the broader strategic objectives of SKF India Limited, thereby contributing to long term shareholder value and business sustainability.
7.	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.	SKF GMBH is a subsidiary of AB SKF, which forms part of the Promoter Group. AB SKF is the ultimate holding company of SKF GMBH. SKF Vertevo AB (formerly known as SKF Interim AB) is the subsidiary of AB SKF, SKF Vertevo AB is the promoter of SKF India Limited. None of the Directors and / or Key Managerial Personnel of the Company and / or their relatives except Mr. Magnus Prick, Mr. Antonio Molle, and Mr. Bastian Thomas (being employed by SKF Vertevo AB/ SKF Group) is deemed to be concerned or interested, financially or otherwise, in the said resolution except to the extent of their shareholding and common directorships, if any.
	c. Name of the director / KMP	As mentioned above in Item no 7
	d. Shareholding of the director / KMP, whether direct or indirect, in the related party	As mentioned above in Item no 7
8.	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	Not applicable
9.	Other information relevant for decision making.	All important information forms part of the statement setting out material facts forming part of disclosures.

Annexure – C (Contd.)

'PART – B'

B(1): Disclosure only in case of transactions relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances:

S. No.	Particulars of the information	Information provided by the management
1.	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services	Given the substantial business alignment between SKF India Limited and SKF GMBH and considering that all transactions are conducted on an arm's length basis, the Management has determined that inviting bids would not yield any meaningful advantage in executing related party transactions (RPTs) with SKF GMBH.
2.	Basis of determination of price.	Refer above comment
3.	In case of Trade advance (*of up to 365 days or such period for which such advances are extended as per normal trade practice*), if any, proposed to be extended to the related party in relation to the transaction, specify the following:	Not Applicable
	d. Amount of Trade advance	Not Applicable
	e. Tenure	Not Applicable
	f. Whether same is self-liquidating?	Not Applicable

***Additional Information w.r.t proposed Related Party Transactions**

Nature of Transaction	Approval sought (in ₹ millions)
Purchase of Raw Material, components, spares & Finished Goods	₹2,774.5
Reimbursements Paid	₹0.4
Purchase of capital goods	₹1,500
Sale of Goods and services	₹425
Technical & Service Income	₹0.5
Reimbursement received	₹0.1
Technical & service expense	₹0.5
Total	**4,701**

Note: B(2) to B(7) Not Applicable for the this RPT Approval

Part C is also not Applicable for this RPT Approval.

Annexure - D

Agenda Item No. 7: To ratify the Remuneration to Cost Auditor for the Financial Year 2026-27.

Profile - Cost Auditors – Joshi Apte and Associates:

M/s Joshi Apte and Associates (Firm Registration No. 000240) has a track record of providing expert services in Cost Management Accountancy for the last 16 years. They have a dynamic team which is a mix of seasoned practitioners with rich experience and young professionals with their youthful exuberance. Firm also observes diversity with majority of woman partners. The Firm provides professional services like, Cost Audit, Costing Systems, Cost Study and analysis, etc.

INFORMATION AT A GLANCE

Sr. No	Particulars	Details
1.	**Day, Date and Time of AGM**	Friday, 14th August, 2026 at 1:00 PM (IST)
2	**Mode**	Video Conference (VC) and Other Audio Visual Means (OAVM)
3	**Participation through VC/OAVM**	Members can login from 12:45.00 P.M (IST) on the date of the AGM at **https://evoting.nsdl.com**
4	**Helpline Number for VC/OAVM participation**	022 - 2499 7000
5.	**Submission of Questions/Queries before AGM**	Members seeking any information with regard to the accounts or any matter to be placed at the AGM, are requested to write to the Company on or before **Tuesday, 04th August 2026** through email on investorIndia@skf.com The same will be replied by the Company suitably.
6.	**Speaker Registration before AGM**	Members may register themselves as a speaker by sending their request from their registered email address mentioning their name, DP ID and Client ID/folio number, PAN, mobile number to investorIndia@skf.com on or before **Tuesday, 04th August 2026.**
7.	**Recorded Transcript**	Will be made available post AGM at https://www.skf.com/in/investors/skf-india-ltd
8.	**Dividend for FY 2025-26 recommended by the Board**	**INR 40/- equity share of the face value of Rs.10/- each**
9.	**Dividend Record Dates**	**Friday, 3rd July 2026**
10.	**Dividend Payment Date**	The Dividend, if declared at the AGM will be paid on or before, 31st August, 2026.
11.	**Cut-off date for e-voting**	**Friday, 07th August 2026**
12.	**Remote e-voting start time and date**	**Tuesday, 11th August 2026**
13.	**Remote e-voting end time and date**	**Thursday, 13th August 2026**
14.	**Remote e-voting website**	**Shares held in Demat mode with NSDL:** 1. Shareholders registered for NSDL IDeAS facility: **https://eservices.nsdl.com/** 2. Others: **https://evoting.nsdl.com** **Shares held in Demat mode with CDSL:** 1. Shareholders who have opted for Easi facility of CDSL: **https://web.cdslindia.com/myeasi/home/login** 2. Others: **www.cdslindia.com** **Logging in through Depositary Participants:** Members can also login using the login credentials of their demat account through your DP registered with NSDL /CDSL for e-voting facility.

Sr. No	Particulars	Details
15.	**Name, address and contact details of e-voting service provider and registrar and transfer agent**	**Registrar and Transfer Agent** **MUFG Intime India Private Limited** C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West), Mumbai 400 083 Tel: +91 22 66568484 **E-voting Service Provider** National Securities Depositories Limited ("NSDL") Trade World, A wing, 4th Floor, Kamala Mills Compound, Lower Parel, Mumbai - 400013 Tel No: 1800-1020-990/1800-22-44-30
16.	**Email Registration and Contact Updation Process**	**Demat Shareholders:** Contact respective Depository Participant **Physical Shareholders:** MUFG Intime India Private Limited C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West), Mumbai 400 083