Date: 11th September 2026

National Stock Exchange of India Limited, "Exchange Plaza" 5th Floor, Plot No. C-1, G Block, Bandra Kurla Complex, Bandra (East), Mumbai – 400051, Maharashtra, India **NSE Scrip Code – SKFINDUS**	**BSE Limited,** Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400001 **BSE Scrip Code - 544572**

Subject: Submission of Postal Ballot Notice.

Dear Sir/Ma'am,

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "**SEBI LODR**")as amended from time to time, we enclose herewith the Copy of Notice of Postal Ballot dated 3rd September 2026 as **Annexure – 1** along with Explanatory Statement pursuant to the provisions of section 102(1) of the Companies Act, 2013 (the "**Act**") for seeking approval of the Members of the Company on the following agenda items through remote e-voting for the resolutions as mentioned in the notice:

Sr. No.	Particulars	Type of Resolution
1.	To approve the change in designation of Mr. Sujeeth Pai (DIN – 07763929), from Whole-Time Director to Managing Director of the Company w.e.f. 1st September 2026 for a consecutive term of 5 (five) years and remuneration payable to him.	Ordinary Resolution
2.	To consider and approve the appointment of Mr. Mukund Vasudevan (DIN – 05146681) as a Non-Executive Director of the Company.	Ordinary Resolution

In compliance with the provisions of the Section 108, 110 and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (the "**Rules**"), Regulation 44 of the SEBI LODR and the applicable circulars issued by the Ministry of Corporate Affairs (the "**MCA**") and the Securities and Exchange Board of India (the "**SEBI**"), this notice is being sent through electronic mode to all those Members of the Company whose names appear in the Register of Members/ List of Beneficial Owners as maintained by the Company/ Depositories, respectively, as at the close of business hours on **Friday, 4th September 2026** (the **"cut-off date**") and whose e-mail addresses are registered with the Company/ Depositories. Accordingly, a physical copy of the Notice along with Postal Ballot Form and pre-paid business reply envelope, are not being sent to the Members for this Postal Ballot.

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

Members are requested to provide their assent or dissent through e-voting only. The important details regarding the e-voting process are provided as below:

Commencement of E-voting period	**Wednesday, 16th September 2026 at 9:00 am (IST)**
End of E-voting	**Thursday, 15th October 2026, at 5:00 pm (IST)**
Scrutinizer's detail	**Mr. Jayavant B Bhave** (Membership No. FCS 4266 / CP 3068) of M/s. J. B. Bhave & Co., Company Secretaries

This Notice is also being made available on the Company's website at https://www.skf.com/in/investors/skf-india-industrial-ltd/shareholder-information and on NSDL website at www.evoting.nsdl.com.

We request you to kindly take the above information on your record.

Thanking you,

Yours faithfully,
SKF India (Industrial) Limited

POORVA BANG

Digitally signed by POORVA BANG
DN: cn=POORVA BANG, c=IN, o=Personal, email=POORVA.BANG@SKF.COM
Date: 2026.09.11 19:31:34 +05'30'

Poorva Bang
Company Secretary & Compliance Officer

Annexure - 1

SKF India (Industrial) Limited
Registered office: Chinchwad Gaon, Chinchwad, Pune 411033, Maharashtra, India
Tel: +91 (20) 6611 2501, Fax no: +91 (20) 6611 2396, Email id: industrialindia@skf.com
CIN: L28140PN2024PLC236396

POSTAL BALLOT NOTICE

(***Notice to the Members of the Company pursuant to Section 110 of the Companies Act, 2013, read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules,2014 and applicable Circulars issued by Ministry of Corporate Affairs, Government of India, from time to time***)

Dear Members,

NOTICE is hereby given pursuant to and in compliance with the provisions of Section 108 and 110 and other applicable provisions, if any, of the Companies Act, 2013 (the "**Act**"), read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (the "**Rules**") and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI LODR**") as amended from time to time, read with the Secretarial Standard 2 issued by the Institute of Company Secretaries of India on General Meetings (SS-2) as amended from time to time, read with the General Circular Nos. 14/2020 dated 08th April 2020, 17/2020 dated 13th April 2020, and subsequent circulars issued in this regard, the latest being. 03/2025 dated 22nd September 2025 ("**MCA Circulars**") and relevant circulars, issued by the Ministry of Corporate Affairs (MCA) and the Securities and Exchange Board of India ("**SEBI Circulars**"), and other applicable laws and regulations, as amended from time to time (including any statutory modification(s) or re-enactment thereof for the time being in force, SKF India (Industrial) Limited ("**the Company**") is seeking approval from its members for passing of the resolutions as set out in this Postal Ballot Notice by voting through electronic means ("**remote e-voting**").

Accordingly, the Resolutions proposed to be passed through e-Voting i.e. Remote e-Voting, together with Explanatory Statement setting out the material facts and reasons/ rationale therefore part of this Postal Ballot notice ("**Postal Ballot Notice**"), are being sent to you for your consideration.

In compliance with the aforesaid MCA Circulars and Section 110 of the Act and the Rules made thereunder, this Postal Ballot Notice is being sent only through Electronic means to those members whose e-mail addresses are registered with the Company, Register and Transfer Agent ("**RTA**") or the Depository Participant(s) and whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the National Securities Depository Limited ("**NSDL**") and Central Depository Services (India) Limited ("**CDSL**") as on **Friday, 4th September 2026 ("cut-off date").** Accordingly, physical copy of this Notice along with Postal Ballot form and pre-paid business reply envelope are not being sent to the members for this Postal Ballot process and members are required to communicate their assent or dissent only through the remote e-voting facility. The instructions for e-Voting are appended to this Notice.

The notice will be placed on the Website of the Company, accordingly, for downloading the Postal Ballot Notice including the instructions for e-Voting, please click on https://www.skf.com/in/investors/skf-india-industrial-ltd/shareholder-information and the same is also available on the website of National Securities Depository Limited at www.evoting.nsdl.com, BSE Limited at www.bseindia.com and National Stock Exchange of India Limited at www.nseindia.com.

The Board of Directors of your Company has **appointed Mr. Jayavant B Bhave (Membership No. FCS 4266/CP 3068) proprietor of M/s. J.B. Bhave & Co, a Peer Reviewed Practicing Company Secretaries Firm as the scrutinizer** to conduct the Postal Ballot process through remote e-voting in a fair and transparent manner. The Scrutinizer's decision on the validity of the votes cast in the Postal Ballot shall be final.

Further, in terms of Sections 108, 110 and other applicable provisions of the Act, as amended from time to time, read with the Companies (Management and Administration) Rules, 2014 and in compliance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is providing the remote e-voting facility to its members as on the cut-off date, **Friday, 4th September 2026 ("cut-off date"),** to exercise their right to vote by electronic means on the businesses specified in this Notice.

The Company has engaged NSDL as the agency for providing e-voting facility.

The remote e-voting process commences from Wednesday, 16th September 2026 at 9:00 am (IST) and ends on Thursday, 15th October 2026 at 5:00 pm (IST).

Accordingly, the members of the Company holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. Friday, 4th September 2026, may cast their vote by remote e-voting on the special businesses specified in this Postal Ballot Notice not later than 5:00 P.M. (IST) on Thursday, 15th October 2026. The remote e-voting module shall be disabled for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.

Subject to the receipt of sufficient votes cast by the members of the Company, the Resolutions shall be deemed to be passed on the last date of voting i.e. on Thursday, 15th October 2026. The Scrutinizer will submit his report, after the completion of scrutiny of votes cast through e-Voting, to the Chairperson of the Company or any person authorized by him in writing. The results of the Postal Ballot will be announced by the Chairperson of the Company or by the person authorised by the Chairman.

Further the results of the Postal Ballot along with the Scrutinizer's Report would be submitted to BSE Limited at www.bseindia.com and National Stock Exchange of India Limited at www.nseindia.com where the Equity Shares of the Company are listed. Additionally, the results will be uploaded on the Company's website at https://www.skf.com/in/investors/skf-india-industrial-ltd/shareholder-information and will also be communicated to NSDL (www.evoting.nsdl.com) for publishing on their respective websites.

As voting on the resolution(s) will be conducted solely through remote e-voting, the Company, in accordance with the aforesaid Circular, has made appropriate arrangements with its Registrar and Share Transfer Agent to facilitate the registration of email addresses of those members to whom the Postal Ballot Notice could not be sent due to the non-availability of a valid email address. Members are requested to refer to the Postal Ballot Notice for details of the process.

The proposed resolution(s) requiring the consent of members through Postal Ballot are as under:

Special Business(s)

1) **To approve the change in designation of Mr. Sujeeth Pai (DIN – 07763929), from Whole-Time Director to Managing Director of the Company w.e.f. 1st September 2026 for a consecutive term of 5 (five) years and remuneration payable to him.**

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

   "**RESOLVED THAT** pursuant to the provisions of Section 196, 197, 198, 203 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act") read with Schedule V thereto, and the Companies (Appointment and Remuneration of Key Managerial Personnel) Rules, 2014 and pursuant to the relevant articles of the Articles of Association of the Company, the Nomination and Remuneration Policy of the Company and Regulation 17 SEBI (Listing and Obligations Disclosures Requirement) Regulation 2015 ("SEBI LODR") and other Regulations of SEBI LODR(including any amendment(s), other statutory modifications or re-enactment(s) thereof for the time being in force) and pursuant to the recommendations of the Nomination and Remuneration Committee and approval of the Board of Directors, the consent of the Members of the Company be and is hereby accorded for the change in designation of Mr. Sujeeth Pai (DIN: 07763929) from Whole time Director to Managing Director of the Company, and his appointment as Key Managerial Personnel of the Company for a period of **five (5) years** commencing from 1st September 2026, during which period he shall not be liable to retire by rotation on the terms and conditions, including remuneration subject to the same not exceeding the limits specified under Section 197, read with Schedule V to the Companies Act, 2013, as approved by the Nomination and Remuneration Committee and the Board of Directors and as set out in the Explanatory Statement annexed to the Notice.

RESOLVED FURTHER THAT, the Agreement entered into between the Company and Mr. Sujeeth Pai, a copy of which has been initialled by the Chairperson for the purpose of identification, be and is hereby approved.

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

RESOLVED FURTHER THAT the Nomination and Remuneration Committee and Board of Directors of the Company be and are hereby authorized to increase, alter and vary the aforesaid terms as to remuneration including perquisites without further reference to the Members, shall be within the overall limits specified under Section 197, read with Schedule V of the Companies Act, 2013 & rules made thereunder, as in force from time to time and to do all such acts, matters, deeds and things as are usual or expedient to implement this resolution.

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

2) **To consider and approve the appointment of Mr. Mukund Vasudevan (DIN: 05146681) as a Non-Executive Director of the Company**.

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

"**RESOLVED THAT** pursuant to the provisions of Section 149, 152, 161 and other applicable provisions, if any of the Companies Act, 2013 read with rules made thereunder, , Regulation 17 including Regulation 17(1C) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and all other applicable laws, if any (including any statutory modification(s) or enactment(s) thereof, for the time being in force), the Nomination and Remuneration Policy of the Company and, on recommendation of the Nomination and Remuneration Committee, and approval of the Board of Directors, the consent of the members of the company be and is hereby accorded for the appointment of Mr. Mukund Vasudevan as Non-Executive Non Independent Director of the Company w.e.f. 1st September 2026, liable to retire by rotation, on the terms and conditions set out in the Explanatory Statement annexed to the Notice.

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

By Order of the Board of SKF India (Industrial) Limited

Sd/-
Poorva Bang
Company Secretary & Compliance Officer
Membership no.: A54596

Address: Chinchwad Gaon, Chinchwad, Pune 411033, Maharashtra, India

Date: 03rd September 2026
Place: Bangalore

NOTES:

1. The Explanatory Statement pursuant to Section 102 and 110 of the Act read with Rule 20 and 22 of the Rules stating material facts and reasons for the proposed resolutions are annexed hereto. It also contains all the requisite disclosures as specified in the applicable provisions of the Companies Act, 2013 read with the rules and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR").
2. Pursuant to the provisions of Section 110 of the Act read with the Rules and MCA Circulars, your Company has an option for the above-mentioned resolution, to seek the approval of the members through Postal Ballot (via remote e-voting), instead of getting the same passed at a General Meeting. Accordingly, if the resolution is approved by the members through Postal Ballot via remote e-voting, shall be deemed to have been passed as if the same has been passed at a General Meeting of the members convened in this regard.
3. **Mr. Jayavant Bhave (Membership No. FCS 4266/CP 3068) of M/s. J.B. Bhave & Co., Company Secretaries** have been appointed as the Scrutinizer for conducting the Postal Ballot only through the remote e-voting in a fair and transparent manner.
4. In compliance with the latest MCA and SEBI Circulars, the Notice of the Postal Ballot is being sent by electronic mode only to those members whose names appear in the Register of Members / List of Beneficial Owners maintained by the Company / Depositories respectively as at close of business hours on **Friday, 4th September 2026,** (the '**Cut-off date**') and whose e-mail addresses are registered with the Company / Depositories. Any person who is not a member as on cut-off date should treat this notice as for information purpose only.
5. As required under Rule 20 and Rule 22 of the Rules, read with the MCA Circulars and the SEBI LODR , the details pertaining to this Postal Ballot will be published in at least one vernacular newspaper in the principal vernacular language of the district in which the registered office of the Company is situated, and having a wide circulation in that district, and at least one in English language in an English newspaper having country-wide circulation.
6. Members whose names appear in the Register of Members/List of Beneficial Owners as on the Cut-off date are entitled to vote on the Resolution set forth in this Notice. A person who is not a member as on the cut-off date should treat this Notice for information purpose only. Members who have not registered their e-mail addresses with the Company/Depositories are requested to register the same with the Company or the Depositories in accordance with the instructions given under **Note no.17.**
7. Members may please note that the Postal Ballot Notice is also available on the Company's website at

https://www.skf.com/in/investors/skf-india-industrial-ltd/shareholder-information websites of the Stock Exchanges i.e. BSE Limited ('**BSE**') and National Stock Exchange of India Limited ('**NSE**') at www.bseindia.com and www.nseindia.com respectively, and on the website of National Securities Depository Limited ('**NSDL**') at www.evoting.nsdl.com.

8. In compliance with the MCA Circulars and SEBI circulars in relation to e-voting facility provided by listed entities, Sections 108 and 110 of the Act and the Rules made thereunder and Regulation 44 of the SEBI LODR, the Company is offering remote e-voting facility to seek the approval of members of the Company for the resolution contained in this Notice. For this purpose, the Company has entered into an agreement with NSDL for facilitating remote e-voting to enable the members to cast their votes electronically.

9. Voting rights of the members shall be reckoned in proportion to the paid-up equity shares registered in the name of the member/beneficial owner as on the Cut-off date **Friday, 04th September 2026.**

10. The facility to exercise voting through electronic means will **commence on Wednesday, 16th September 2026 at 9:00 am (IST) and ends on Thursday, 15th October 2026 at 5:00 pm (IST).** The e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on the resolution is casted by the member, such member shall not be allowed to change it subsequently or cast the vote again.

11. In order to facilitate members to receive this Notice electronically and cast their vote, the Company has made special arrangements with its Registrar and Share Transfer Agent (RTA') for temporary registration of e-mail addresses to receive this Postal Ballot Notice via e-mail. The process for temporary registration of e-mail address is mentioned in Note no 17.

12. The Scrutinizer shall submit his report to the Chairperson (or to such other person authorized by the Chairperson) after the **completion of scrutiny of the votes received through remote e-voting on or before Saturday, 17th October 2026** as per Regulation 44 of SEBI LODR. The result of voting shall be declared by the Chairperson, or any other person duly authorized by Chairperson within the prescribed time . Such results will also be displayed on the notice board of the Company at its Registered and Corporate Office. The results together with the scrutinizer's report, shall also be placed on the website of the Company and the website of NSDL (www.evoting.nsdl.com)and intimated to stock exchange (NSE and BSE) in accordance with the SEBI (Listing obligations and Disclosers Requirements) Regulation 2015 .

13. The resolution, if passed by the requisite majority, shall be deemed to have been passed on the last date specified for the receipt of votes through e-Voting i.e. Thursday**, 15th October 2026** specified for receipt of votes through the remote e-voting process.

14. All the documents referred to in this Notice and Explanatory Statement thereto shall be available for inspection electronically from 10:00 a.m. to 5:00 p.m. (IST) on all working days from the date of circulation of the Notice and up to the closure of the voting period. Members seeking to inspect such documents can send an e-mail to industrialindia@SKF.com

15. Brief profile of the Directors to be appointed including nature of their expertise, names of Companies in which they hold directorships and committee memberships, shareholding in the Company and relationships with other Directors etc., are provided under **Annexure – A** respectively in this Notice.

16. In case of any queries, you may contact the Company at industrialindia@SKF.com or on contact details as mentioned in Note no. 17.

17. Voting Through Electronic means:

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

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

Step 1: Access to NSDL e-Voting system

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

In terms of SEBI circular dated 9th December 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. 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. 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 heldwith 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-

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	Voting period. 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
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 myEasieasi 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. Additionally, there are 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.

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 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.

   b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
   c) How to retrieve your 'initial password'?
      (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
      (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**

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.

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9. After you click on the “Login” button, Home page of e-Voting will open.

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

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

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

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to jbbhave@gmail.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on **"Upload Board Resolution / Authority Letter"** displayed under **"e-Voting"** tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on : 022 - 4886 7000 or send a request to (Ms. Pallavi Mhatre) 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 industrialindia@SKF.com
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to industrialindia@SKF.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting for Individual shareholders holding securities in demat mode**.
3. Alternatively shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.

4. In terms of SEBI circular dated 9th December 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.

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

Item No 1:

The Board of Directors, on the recommendation of the Nomination and Remuneration Committee at in their meeting held on 11th August 2026 and based on the qualifications, expertise and performance of Mr. Sujeeth Pai (DIN - 07763929), approved the change in designation of Mr. Sujeeth Pai (DIN: 07763929) from Whole-Time Director to Managing Director of the Company, with effect from 1st September 2026, for a period of five (5) years, subject to the approval of the Members of the Company.

Mr. Sujeeth Pai ceased to hold the office of Whole-Time Director of the Company with effect from the closure of business hours on 31st August 2026 and shall hold office as Managing Director of the Company with effect from 1st September 2026, subject to approval of the Members.

1. **Remuneration**:

The Board on the recommendation of the Nomination and Remuneration Committee appointed Mr. Sujeeth Pai as the new Managing Director of the Company effective from 1st September 2026 for a period of 5 (five) years at its meeting held on 11th August 2026 on the terms and conditions including remuneration as set out in the agreement which are as under:

A. **Salary**:

The Managing Director shall be entitled to the basic salary of INR 81,57,278/- per annum which shall be revised annually as of 1st April 2027. The increase shall be at the discretion of the Nomination and Remuneration Committee and Board of Directors and of the Company, Subject to the limits prescribed under the Act

In addition to the basic salary, the Managing Director shall be entitled to a Flexible Pay Plan ("FPP") equivalent to a sum of INR 96,41,087/-per annum. The Managing Director shall be allowed to select amongst the various Heads that are offered under this scheme based upon his preference. The scheme shall be revised annually beginning 1st April 2027.

B. **Retirement Benefits**:

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

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

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

C. **Basic salary and Flexible Pay Plan** according to paragraph A above together with retirement benefits according to paragraph B above will form the Gross annual salary which will be revised annually beginning 1st April 2027. The increase shall be at the discretion of the Nomination and Remuneration Committee/Board of Directors of the Company.

D. **Incentives**:

i. **Short-Term Variable Salary (STVS)**: The Managing Director shall be entitled to STVS incentive as per the Group Bonus Plan.

ii. **Long Term Scheme (LTVS)**: The Managing Director shall be entitled to participate in the Group LTVS program.

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

E. Perquisites:

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

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

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

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

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

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

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

2. Other material terms of appointment:

A. Mr. Sujeeth Pai, while acting as Managing Director of the Company, shall exercise and perform such powers and duties as the Board of Directors of the Company ("the Board") may from time to time determine. Subject to the directions and restrictions as may be imposed by the Board from time to time, he shall be responsible for general governance, risk and compliances of the Company with powers to enter into contracts on behalf of the Company in the ordinary course of business and to do and perform all other acts, deeds and things which in the ordinary course of business he may consider necessary, expedient or proper towards the assigned areas in the interests of the Company.

B. Mr. Sujeeth Pai shall not, during the period of his employment and without the previous consent in writing of the Board engage or interest himself, either directly or indirectly in the business or affairs of any other Person, Firm, Company, Body Corporate or Concern or in any undertaking or business of a nature similar to or competing with the Company's business.

C. Mr. Sujeeth Pai shall not be entitled to any sitting fees for attending meetings of the Board of Directors or any Committee thereof.

D. Mr. Sujeeth Pai satisfies all the conditions set out in Part-I of Schedule V to the Act as also conditions set out under Sub-Section (3) of Section 196 of the Act for being eligible for appointment. He is not disqualified from being appointed as Director in terms of Section 164 of the Act and undertakes that as long as he functions as Managing Director, he will not become interested or otherwise concerned directly or through his relative(s) in any buying/selling agency of the Company.

E. The Company shall be entitled to forthwith determine this Agreement in the event of Mr. Sujeeth Pai being found guilty of misconduct or negligence in the discharge of his duties or in the conduct of the Company's business or to any other act or commission inconsistent with his duties as Managing Director or any breach of this Agreement/ employment terms which in the opinion of the Board requires his termination from the office of Managing Director.

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

A copy of the agreement entered into between Mr. Sujeeth Pai and the Company in terms of Section 190 of the Companies Act, 2013 is available for inspection by the members at the Registered Office of the Company during the business hours on all working day (except Saturday) upto the date of closure of the remote e-voting period during normal working hours of the Company.

The Board of Directors recommends resolution set out at Item No. 1 of this Notice for your approval as Ordinary Resolution.

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

Mr. Sujeeth Pai is not related to any of the Directors of the Company. None of the Directors except Mr. Sujeeth Pai and his relatives, Key Managerial Personnel or other relative are interested in the resolution set out at resolution no. 1 of this Notice. He does not hold any shares in the company.

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

Item No 2:

Mr. Mukund Vasudevan (DIN: 05146681) was appointed as Managing Director of the Company with effect from 1st October 2025 for a term of five (5) years. In pursuance to the change of role within SKF Group, Mr. Mukund Vasudevan (DIN: 05146681), Managing Director of the Company has submitted his letter of resignation from the position of Managing Director of the Company with effect from closure of business hours of 31st August 2026 and will continue to act as Non-Independent, Non-Executive Director on the Board of the Company with effect from 1st September 2026

The Board of Directors, on the recommendation of the Nomination and Remuneration Committee at its meeting held on 11th August 2026 has approved appointment of Mr. Mukund Vasudevan (DIN: 05146681), as Non-Executive Non-Independent Director of the Company, subject to the approval of the Members of the Company.

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

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

Accordingly, the Board, on the recommendation of the Nomination and Remuneration Committee recommends the resolution as set forth in Item No. 2 in relation to the appointment of Mr. Mukund Vasudevan as a Non – Executive, Non-Independent Director of the Company, for approval by the members of the Company, by way of Ordinary Resolution.

None of the Directors except Mr. Mukund Vasudevan (DIN: 05146681) & his relatives or Key Managerial Personnel of the Company and their relatives are in any way concerned or interested, financially or otherwise, in this resolution. Mr. Mukund Vasudevan (DIN: 05146681) does not hold any shares in the Company.

Annexure – A

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

Name of the Director	**Mr. Sujeeth Pai**	**Mr. Mukund Vasudevan**
Director Identification Number	07763929	05146681
Date of Birth (age)	13/10/1981 (44 years old)	24th October 1969 (56 years old)
Nationality	Indian	Indian
Date of first Appointment on Board of the Company	01st October 2025	17th December 2024 as a Director 01st October 2025 as the Managing Director of the company for a period of five (5) years.
Date of New Appointment	With effect from 01st September 2026 subject to the approval of the members of the company.	With effect from 01st September 2026 subject to the approval of the members of the company.
Qualification	Mechanical Engineering degree from P.E.S.I.T, Bangalore, and an MBA from ISB, Hyderabad,	Bachelor of Technology from Indian Institute of Technology (IIT), Mumbai MBA in Finance and Strategy, University of Chicago.
Experience (including Expertise in Specific area/ Brief Resume)	Overall 20 years of multidimensional experience in driving growth and profitability through employee, partner and customer success. He also has rich experience from building proof of concepts, providing technical support to successfully delivering double digit growth for businesses, leading P&L across the region.	Entrepreneurial and result-oriented executive, with 25+ years of experience in P&L management, strategy development, sales and M&A in India, the Middle East and USA. Strong commercial and operational skills. Collaborative leader with a track record of building high-performance teams.
Terms & conditions of appointment/ re-appointment	As per the appointment letter.	As per the appointment letter. No payment is made towards commission / sitting fee to the Non-Executive, Non- Independent Directors. of the Company.
Remuneration sought	As mentioned in the explanatory statement	Nil
Remuneration last drawn	*INR 2,111,695 (per month) subject to tax deduction *Considered retirals and variable STVS 100% along with the monthly fixed salary.	*INR 4,955,857 (per month) subject to tax deduction. *Considered retirals and variable STVS 100% along with the monthly fixed salary.

Number of Board Meeting attended during the FY 2026-27 (up to the date of the Postal Ballot notice)	2 Board Meetings dated 12th May, 2026 and 11th August 2026.	2 Board Meetings dated 12th May, 2026 and 11th August 2026.
Shareholding in the Company as on the date of Postal Ballot Notice (self and beneficial basis)	Nil	Nil
List of directorships held in other Companies	Nil	Nil
Listed companies from which the person has resigned in the past three years	Nil	SKF India Limited (resigned as Managing Director w.e.f 30th September 2025. Appointed as Non-Executive and Non-Independent Director w.e.f 1st October 2025 and resigned w.e.f 12th January 2026).
Chairmanship / Membership of Audit and Stakeholders Relationship Committee of the Company	Member of Stakeholder Relationship Committee	Member of Stakeholder Relationship Committee upto 31st August 2026
***Chairmanships / Memberships of the Committees of Boards of other Companies**	NIL	Member of Stakeholders Relationship Committee of SKF India Limited upto 30th September 2025.
Inter-se Relationship between the Directors and other Key Managerial personnel of the Company	Nil (Mr. Sujeeth Pai is not related to any of the Directors or Key Managerial Personnel or Promoters of the Company).	Nil (Mr. Mukund Vasudevan is not related to any of the Directors or Key Managerial Personnel or Promoters 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.

With warm regards,

By order of the Board of Directors
For SKF India (Industrial) Limited

Sd/-
Poorva Bang
Company Secretary & Compliance Officer
Membership no.: A54596
Address: Chinchwad Gaon, Chinchwad, Pune 411033, Maharashtra, India

Date: 03rd September 2026
Place: Bangalore