

Schaeffler India Limited · Pune · Maharashtra

BSE Limited

Phiroze Jeejeebhoy Towers,
Dalal Street,
MUMBAI- 400 001

Company Code: 505790

National Stock Exchange of India Limited

Exchange Plaza, C - 1, Block G,
Bandra-Kurla Complex, Bandra (E)
MUMBAI- 400 051

Company Code: SCHAEFFLER

16/12/2024

Sub.: Announcement of the Postal Ballot Voting Results and Scrutinizers Report on Postal Ballot.

Dear Sir/Ma'am,

Pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with the Circular No. CIR/CFD/CMD/8/2015 issued by the SEBI dated November 4, 2015, please find attached the Results of voting declared including summary of proceedings of the Postal Ballot along with Scrutinizer's Consolidated report and Result of voting in prescribed format under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the Postal Ballot of the Company conducted during the period from November 15, 2024, to December 14, 2024, (both days inclusive) through e-voting, seeking approval of members of the Company by way of Ordinary Resolution and Special Resolutions for the following business items which are duly approved by Members with requisite majority:

Phone: +91 8669613701

1. Re-appointment of Mr. Harsha Kadam (DIN: 07736005) as a Managing Director, as Ordinary resolution.
2. Re-appointment of Mr. Arvind Balaji (DIN: 00557711) as an Independent Director, as Special Resolution.
3. Appointment of Mr. N. V. Sivakumar (DIN: 03534101) as an Independent Director, as Special Resolution.

You are requested to kindly take the same on records.

Thanking you,

Yours faithfully,

For **Schaeffler India Limited**

Ashish Tiwari
VP – Legal & Company Secretary

Encl.: As above

Voting results pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Cir. No. CIR/CFD/CMD/8/2015 dated 04.11.2015:

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Schaeffler India Limited	
Details of Voting Results of Postal Ballot conducted during the period from November 15, 2024, to December 14, 2024	
[Reg. 44(3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 read with SEBI Cir. No. CIR/CFD/CMD/8/2015 dtd. 04.11.2015]	
Particulars	Details
Date of Postal Ballot Notice	Wednesday, October 30, 2024
Cut-off Date	Friday, November 08, 2024
Voting start Date and Time	Friday, November 15, 2024, at 9:00 a.m. (IST)
Voting end Date and Time	Saturday, December 14, 2024, at 5:00 p.m. (IST)
Total Number of Shareholders as on Cut-off date	74, 453
No. of shareholders present in the meeting either in person or through proxy:	Not Applicable
- Promoters and Promoter Group	-
- Public	-
No. of shareholders attended the meeting through Video Conferencing	Not Applicable
- Promoters and Promoter Group	-
- Public	-

<p style="text-align: center;">Schaeffler India Limited Details of Voting Results of Postal Ballot conducted during the period from November 15, 2024, to December 14, 2024 [Reg. 44(3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 read with SEBI Cir. No. CIR/CFD/CMD/8/2015 dtd. 04.11.2015]</p>								
Resolution Required: (Ordinary)			Resolution No. 1: RE-APPOINTMENT OF MR. HARSHA KADAM (DIN: 07736005) AS A MANAGING DIRECTOR					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]= $\frac{[2]}{[1]} \times 100$	[4]	[5]	[6]= $\frac{[4]}{[2]} \times 100$	[7]= $\frac{[5]}{[2]} \times 100$
Promoter and Promoter Group	E-Voting	115,863,235	115,863,235	100.00	115,863,235	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		115,863,235	100.00	115,863,235	0	100.0000	0.0000
Public Institutions	E-Voting	31,782,292	29,131,750	91.6603	28,600,945	530,805	98.1779	1.8221
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		29,131,750	91.6603	28,600,945	530,805	98.1779	1.8221
Public Non Institutions	E-Voting	8,658,143	52,790	0.6097	51,800	990	98.1246	1.8754
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		52,790	0.6097	51,800	990	98.1246	1.8754
Total		156,303,670	145,047,775	92.7987	144,515,980	531,795	99.6334	0.3666

<p style="text-align: center;">Schaeffler India Limited Details of Voting Results of Postal Ballot conducted during the period from November 15, 2024, to December 14, 2024 [Reg. 44(3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 read with SEBI Cir. No. CIR/CFD/CMD/8/2015 dtd. 04.11.2015]</p>								
Resolution Required: (Special)			Resolution No. 2: RE-APPOINTMENT OF MR. ARVIND BALAJI (DIN: 00557711) AS AN INDEPENDENT DIRECTOR					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$
Promoter and Promoter Group	E-Voting Poll	115,863,235	115,863,235	100.00	115,863,235	0	100.0000	0.0000
			0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		115,863,235	100.00	115,863,235	0	100.0000	0.0000
Public Institutions	E-Voting Poll	31,782,292	29,131,750	91.6603	20,727,440	8,404,310	71.1506	28.8493
			0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		29,131,750	91.6603	20,727,440	8,404,310	71.1506	28.8493
Public Non Institutions	E-Voting Poll	8,658,143	52,228	0.6032	51,168	1,060	97.9704	2.0295
			0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		52,228	0.6032	51,168	1,060	97.9704	2.0295
Total		156,303,670	145,047,213	92.7983	136,641,843	8,405,370	94.2051	5.7949

<p style="text-align: center;">Schaeffler India Limited Details of Voting Results of Postal Ballot conducted during the period from November 15, 2024, to December 14, 2024 [Reg. 44(3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 read with SEBI Cir. No. CIR/CFD/CMD/8/2015 dtd. 04.11.2015]</p>								
Resolution Required: (Special)			Resolution No. 3: APPOINTMENT OF MR. N. V. SIVAKUMAR (DIN: 03534101) AS AN INDEPENDENT DIRECTOR					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$
Promoter and Promoter Group	E-Voting	115,863,235	115,863,235	100.00	115,863,235	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		115,863,235	100.00	115,863,235	0	100.0000	0.0000
Public Institutions	E-Voting	31,782,292	29,131,750	91.6603	28,838,542	293,208	98.9935	1.0064
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		29,131,750	91.6603	28,838,542	293,208	98.9935	1.0064
Public Non Institutions	E-Voting	8,658,143	52,230	0.6032	51,265	965	98.1524	2.0295
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		52,230	0.6032	51,265	965	98.1524	1.8475
Total		156,303,670	145,047,215	92.7983	144,753,042	294,173	99.7972	0.2028

Scrutinizer's Report

[Pursuant to Sections 108, 110 of the Companies Act, 2013 and Rules 20, 22 of the Companies (Management and Administration) Rules, 2014, as amended from time to time and as per MCA General Circular (GC) No. 14/2020 dated 08.04.2020, GC No. 17/2020 dated 13.04.2020 and resting with GC No. 09/2024 dated 19.09.2024. ("MCA Circulars")]

The Chairperson,
Schaeffler India Limited
15th Floor, ASTP (Amar Sadanand Tech Park),
Baner, Pune, Maharashtra,
India, 411045

Postal Ballot conducted through voting by Electronic Means (Remote E-voting) in respect of the resolution(s) contained in the Postal Ballot Notice dated October 30, 2024.

Dear Sir,

I, Suresh Kumar Kabra, Partner, Samdani Kabra & Asso., Company Secretaries, have been appointed as a Scrutinizer by the Board of Directors of **Schaeffler India Limited ("Company")**, for scrutinizing the Remote E-Voting Process conducted in respect of passing of the resolution(s) contained in the Postal Ballot Notice dated **October 30, 2024** ('Postal Ballot Notice').

The Management of the Company is responsible to ensure the compliance with the requirements of the relevant provisions of (i) The Companies Act, 2013 and Rules made thereunder; (ii) The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and (iii) Secretarial Standard - 2 on General Meetings issued by the Institute of the Company Secretaries of India, relating to passing of the resolution(s) by Postal Ballot.

My responsibility as a Scrutinizer is restricted to give a Report on the votes cast by the members for the resolution(s) contained in the Postal Ballot Notice.

I submit my report as under:

1. The Company had availed the E-voting facility offered by the National Securities Depository Limited ("NSDL") for providing Remote E-voting facility to the Members of the Company.
2. Remote E-voting facility remained opened for 30 (Thirty) days from Friday, November 15, 2024 (9.00 A.M.) (IST) to Saturday, December 14, 2024 (5.00 P.M.) (IST) (both days inclusive) and was disabled for voting thereafter.
3. After the completion of the Remote E-voting process, the votes cast through Remote E-voting were unblocked and downloaded from the E-voting website of the NSDL (www.evoting.nsdl.com) on December 14, 2024 at about 05:15 P.M. in presence of two witnesses – Mr. Rahul Nagpal and Mrs. Mitashri Mav, who are not in employment of the Company.
4. I have scrutinized and reviewed the votes cast by the Members through Remote E-voting, based on the data downloaded from the NSDL website.

SRSIL161224



The result of the scrutiny of the above referred Remote E-voting in respect of passing of the following resolution(s), contained in the Postal Ballot Notice, is as under:

Resolution / Business No.1 :

Re-appointment of Mr. Harsha Kadam (DIN: 07736005) as a Managing Director.
(Ordinary Resolution)

Voting Description	No. of Members	No. of valid votes cast by them	% of total number of valid votes cast
Voted in Favour	632	14,45,15,980	99.63
Voted Against	48	5,31,795	0.37
Total	680	14,50,47,775	100.00
Invalid Votes	0	0	-

Resolution / Business No 2:

Re-Appointment of Mr. Arvind Balaji (DIN: 00557711) as an Independent Director
(Special Resolution)

Voting Description	No. of Members	No. of valid votes cast by them	% of total number of valid votes cast
Voted in Favour	597	13,66,41,843	94.21
Voted Against	78	84,05,370	5.79
Total	675	14,50,47,213	100.00
Invalid Votes	0	0	-



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Resolution / Business No. 3 :

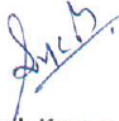
Appointment of Mr. N. V. Sivakumar (DIN: 03534101) as an Independent Director
(Special Resolution)

Voting Description	No. of Members	No. of valid votes cast by them	% of total number of valid votes cast
Voted in Favour	653	14,47,53,042	99.80
Voted Against	23	2,94,173	0.20
Total	676	14,50,47,215	100.00
Invalid Votes	0	0	-

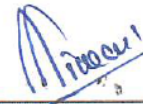
Notes:

1. All the figures shown in percentage have been rounded off nearest to two decimal points.
2. All relevant records of the Postal Ballot conducted through Remote E-voting are under my safe custody and will be handed over to the Chairman / Company Secretary / Officer of the Company, duly authorized by the Board, for preserving safely, after the Chairman signs the minutes.
3. We report that the aforesaid resolutions has been passed with requisite majority.

Thanking you,
Yours Faithfully,



Suresh Kumar Kabra
Partner
Samdani Kbra & Asso.
Company Secretaries
CP No. 9927



Counter Signed by
Ashish Tiwari
VP-Legal & Company Secretary
(Authorized Person)
Schaeffler India Limited



ICSI Peer Review # 884/2020

ICSI UDIN: A009711F003391771

Place: Vadodara | Date: December 16, 2024

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