



Date: 14th July 2025

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

Subject: Regulation 44(3) - Voting Results of the meeting of the equity shareholders of SKF India Limited (“Company”) held on 14th July 2025, pursuant to the directions of the Hon’ble National Company Law Tribunal, Mumbai Bench (“Hon’ble NCLT”)

Further to our intimation dated 07th June 2025 and 09th June 2025, this is to inform you that the equity shareholders of the Company at their meeting convened pursuant to the directions of the Hon’ble Company Law Tribunal, Mumbai Bench and held on Monday, 14th July 2025 at 11:30 A.M. IST, have by requisite majority (i.e. special resolution) approved the resolution stated in the Notice dated 06th June 2025 for the Scheme of Arrangement between SKF India Limited and SKF India (Industrial) Limited and their respective shareholders and creditors.

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR”), we are herewith submitting the details regarding the voting results of the meeting of the equity shareholders of SKF India Limited, held pursuant to the directions of the Hon’ble NCLT (“Meeting”), on 14th July 2025, in the format prescribed by SEBI as **Annexure-A**.

Further, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (4) (xii) of the Companies (Management and Administration), Rules 2014 we are also enclosing the Report of the Scrutinizer appointed by Hon’ble NCLT, dated 14th July 2025, on remote e-voting and e-voting (collectively referred as “electronic voting”) at the Meeting as **Annexure-B**.

The voting results along with the scrutinizer's report are also available on the website of the Company at <https://www.skf.com/in/investors/shareholder-information> , at the registered office of the Company and on the website of the NSDL at www.evoting.nsdl.com.

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

Yours faithfully,
For SKF India Limited

Ranjan Kumar
Company Secretary & Compliance Officer

SKF India Limited
Registered office: Chinchwad, Pune 411 033, Maharashtra, India
Tel: +91 (20) 6611 2500, Fax no: +91 (20) 6611 2396, Web: www.skf.com, Email id: investorindia@skf.com
CIN: L29130PN1961PLC213113

Annexure - A

SKF India Limited									
Resolution Required :Special			1 - To consider and approve the Scheme of Arrangement ("Scheme") between and amongst the Demerged Company and SKF India (Industrial) Limited ("Resulting Company") and their respective shareholders and creditors.						
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	No. of votes Invalid
		[1]	[2]	[3]=([2]/[1])*100	[4]	[5]	[6]=([4]/[2])*100	[7]=([5]/[2])*100	[8]
Promoter and Promoter Group	E-Voting	25992059	25992059	100.0000	25992059	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		25992059	100.0000	25992059	0	100.0000	0.0000	0
Public Institutions	E-Voting	16861973	15215691	90.2367	15215691	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		15215691	90.2367	15215691	0	100.0000	0.0000	0
Public Non Institutions	E-Voting	6583931	15051	0.2286	14865	186	98.7642	1.2358	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		15051	0.2286	14865	186	98.7642	1.2358	0
Total		49437963	41222801	83.3829	41222615	186	99.9995	0.0005	0



KEVAL MAHENDRA SHAH & ASSOCIATES

Firm Registration Number: 161464W

Registered Office: E/403, Neelambuj Bldg, Shankar Lane, Kamal Apartment,
Kandivali West, Mumbai 400067, Maharashtra, India; Email ID- kevalshah_001@yahoo.co.in
Contact No.- +91 98699 77076

To,
The Chairperson appointed for the meeting of the Equity Shareholders
SKF INDIA LIMITED
CIN: L29130PN1961PLC213113
Chinchwad, Pune, Maharashtra, India, 411033

Sub: Scrutinizer's Report on the results of voting by the Equity Shareholders of SKF India Limited ('the Company') through remote e-voting process prior to and e-voting process during the meeting, at the meeting convened in accordance with the directions of the Hon'ble National Company Law Tribunal, Mumbai Bench ('Hon'ble Tribunal' or 'Hon'ble NCLT') vide Order dated June 04, 2025, in Company Scheme Application CA (CAA) No. 130/MB/2025 in the matter of the Scheme of Arrangement between SKF India Limited and SKF India (Industrial) Limited and their respective shareholders and creditors under Sections 230-232 and other applicable provisions of the Companies Act, 2013 held on Monday, July 14, 2025, at 11:30 a.m. IST, through video conferencing/ other audio-visual means ('Meeting').

Dear Sir,

I, Mr. Keval Mahendra Shah, Chartered Accountant (Membership No. 191638), have been appointed by the Hon'ble NCLT, vide its Order dated June 04, 2025, in Company Scheme Application CA(CAA) No. 130/MB/2025 ('Order'), as the Scrutinizer for the purpose of scrutinizing the remote e-voting process prior to Meeting and e-voting process during the Meeting, in a fair and transparent manner, at the Meeting convened pursuant to the provisions of the Section 230 to 232 of the Companies Act, 2013 ('Act') read with any other applicable provisions of the Act, along with Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 and Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 read with the applicable general circulars issued by the Ministry of Corporate Affairs, Regulation 44 and other applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBILODR'), other applicable SEBI circulars and Secretarial Standard on General Meetings as issued by the Institute of Company Secretaries of India ('SS-2'), in each case including any statutory modifications(s), or re-enactment thereof, for the time being in force, on the resolution seeking approval of the Equity Shareholders of SKF India Limited for the Scheme of Arrangement between SKF India Limited and SKF India (Industrial) Limited and their respective shareholders and creditors under Sections 230-232 and other applicable provisions of the Companies Act, 2013 ('Scheme'), in terms of the Notice dated June 06, 2025, convening the said Meeting.

Address: E/403, Neelambuj Bldg, Shankar Lane, Kamal Apartment, Kandivali West,
Mumbai 400067, Maharashtra, India; Email ID- kevalshah_001@yahoo.co.in
Contact No.- +91 98699 77076

KEVAL MAHENDRA SHAH & ASSOCIATES

Firm Registration Number: 161464W

Registered Office: E/403, Neelambuj Bldg, Shankar Lane, Kamal Apartment,
Kandivali West, Mumbai 400067, Maharashtra, India; Email ID- kevalshah_001@yahoo.co.in
Contact No.- +91 98699 77076

I do hereby submit my report as under:

1. The Company had provided its members the facility to exercise their right to vote on the resolution proposed to be considered at the Meeting by electronic means (by using the electronic voting system provided by National Securities Depository Limited (NSDL) by (i) remote e-voting prior to the Meeting; (ii) e-voting during the Meeting.
2. The voting period for the remote e-voting prior to the Meeting commenced on **Thursday, July 10, 2025 at 9:00 a.m. (IST) and ended on Sunday, July 13, 2025 at 5:00 p.m. (IST)**. The remote e-voting prior to the Meeting was disabled thereafter.
3. The Company had also provided e-voting facility to the Equity Shareholders present at the Meeting through video conferencing / other audio-visual means and who had not cast their votes through remote e-voting prior to the Meeting. The e-voting module during the Meeting was disabled by NSDL for voting after 15 minutes of the conclusion of the Meeting.
4. The **cut-off date was Monday, July 07, 2025**, for the purpose of determining the shareholders entitled to vote through remote e-voting and e-voting conducted at the Meeting on the resolution seeking their approval.
5. As confirmed by the Company, the Notice dated June 06, 2025 convening the Meeting of the Equity Shareholders of the Company along with a copy of the Scheme and the Statement under Section 102, Sections 230 to 232 of the Act ('**Scheme**') read with Rule 6 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016, was sent to the Equity Shareholders in respect of the resolution to be passed at the Meeting through electronic mode via e-mail to those Equity Shareholders whose e-mail addresses were registered with the Company/ Depositories as per details shared by the Registrar and Transfer Agent ('**RTA**') of the Company as on May 30, 2025 in compliance with the MCA General Circular Nos., 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, and the subsequent circulars issued in this regard the latest being 09/2024 dated September 19, 2024 ("**MCA Circulars**") and applicable SEBI Circulars.
6. After the closure of the voting at the Meeting, the report on the e-voting done at the Meeting and the votes cast under remote e-voting facility prior to the Meeting were unblocked and

Address: E/403, Neelambuj Bldg, Shankar Lane, Kamal Apartment, Kandivali West,
Mumbai 400067, Maharashtra, India; Email ID- kevalshah_001@yahoo.co.in
Contact No.- +91 98699 77076

KEVAL MAHENDRA SHAH & ASSOCIATES

Firm Registration Number: 161464W

Registered Office: E/403, Neelambuj Bldg, Shankar Lane, Kamal Apartment,
Kandivali West, Mumbai 400067, Maharashtra, India; Email ID- kevalshah_001@yahoo.co.in
Contact No.- +91 98699 77076

counted.

7. I have scrutinized and reviewed the remote e-voting prior to the Meeting and e-voting during the Meeting and votes tendered therein based on the data downloaded from the NSDL e-voting system. The downloaded data was reconciled with the records maintained by the Company's RTA and the authorisations lodged with the Company/ Company's RTA.
8. The Management of the Company is responsible to ensure the compliance with the requirements of the Act and Rules thereunder and the SEBI Listing Regulations relating to voting through remote e-voting prior to the Meeting and e-voting during the Meeting on the resolution contained in the Notice of Meeting of the Equity Shareholders.
9. My responsibility as the Scrutinizer for the remote e-voting process prior to the Meeting and e-voting during the Meeting is restricted to scrutinize remote e-voting process prior to Meeting and e-voting process during the Meeting in a fair and transparent manner and to prepare a Scrutinizer's Report of the votes cast 'in favour' or 'against' the Resolution and 'invalid' votes, based on the reports generated from the remote e-voting prior to the Meeting and e-voting at the Meeting provided by NSDL.
10. The Resolution placed before the shareholders and the result of the voting on the same through remote e-voting prior to Meeting and e-voting process during the Meeting seeking approval of the Equity Shareholders of the Company are given below:

Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 read with the Companies (Compromises) Arrangements and Amalgamations) Rules, 2016, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), applicable circulars and notifications issued by Ministry of Corporate Affairs, the Securities and Exchange Board of India Act, 1992 and the rules and regulations framed thereunder including Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, read with the SEBI Master Circular number SEBI/HO/CFD/POD-2/P/CIR/2023/93 dated 20 June 2023 and other applicable SEBI Circulars, the observation letter(s) issued by each of BSE

Address: E/403, Neelambuj Bldg, Shankar Lane, Kamal Apartment, Kandivali West,
Mumbai 400067, Maharashtra, India; Email ID- kevalshah_001@yahoo.co.in
Contact No.- +91 98699 77076

KEVAL MAHENDRA SHAH & ASSOCIATES

Firm Registration Number: 161464W

Registered Office: E/403, Neelambuj Bldg, Shankar Lane, Kamal Apartment,
Kandivali West, Mumbai 400067, Maharashtra, India; Email ID- kevalshah_001@yahoo.co.in
Contact No.- +91 98699 77076

Limited and the National Stock Exchange of India Limited, each dated March 28, 2025, and in accordance with the Memorandum and Articles of Association of each of SKF India Limited (“Company”) and SKF India (Industrial) Limited (“Resulting Company”) and subject to the approval of the Hon’ble National Company Law Tribunal, Mumbai bench (“Tribunal” or “NCLT”) and such other regulatory approvals, permissions and sanctions of any other regulatory or statutory authority(ies), as may be deemed necessary and subject to such conditions and modifications as may be prescribed or imposed by the NCLT or any other regulatory or statutory authority(ies), while granting such consents, approvals and permissions, which may be agreed to by the board of directors of the Company (“Board”, which term shall be deemed to mean and include one or more committee(s) constituted/ to be constituted by the Board or any other person authorised by the Board to exercise its powers including the powers conferred by this resolution), the arrangement embodied in the proposed Scheme of Arrangement between the Company and the Resulting Company and their respective shareholders and creditors (“Scheme”), be and is hereby approved.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds, matters and things, as it may, in its absolute discretion, deem desirable, appropriate or necessary, to give effect to this resolution and effectively implement the arrangement embodied in the Scheme and to accept such modifications, amendments, limitations and/or conditions, if any, at any time and for any reason whatsoever, which may be needed and/or imposed by the NCLT / its appellate authority(ies) while sanctioning the demerger embodied in the Scheme or by any statutory/regulatory authority(ies), or as may be needed for the purpose of resolving any doubts or difficulties that may arise while giving effect to the Scheme, as the Board may deem fit and proper, without needing to seek any further approval of the shareholders and the shareholders shall be deemed to have given their approval thereto expressly by authority under this Resolution.

RESOLVED FURTHER THAT the Board may delegate all or any of its powers herein conferred to any director(s) and/or officer(s) of the Company, to give effect to this resolution, if needed, as it may in its absolute discretion deem fit, necessary or desirable, without any further approval from shareholders of the Company.”

11. The results of votes cast by all the Equity Shareholders through remote e-voting prior to Meeting and e-voting process during the Meeting of the Company is as under:

Address: E/403, Neelambuj Bldg, Shankar Lane, Kamal Apartment, Kandivali West,
Mumbai 400067, Maharashtra, India; Email ID- kevalshah_001@yahoo.co.in
Contact No.- +91 98699 77076

KEVAL MAHENDRA SHAH & ASSOCIATES

Firm Registration Number: 161464W

Registered Office: E/403, Neelambuj Bldg, Shankar Lane, Kamal Apartment,
Kandivali West, Mumbai 400067, Maharashtra, India; Email ID- kevalshah_001@yahoo.co.in
Contact No.- +91 98699 77076

(i) Voted **in favour** of the resolution:

Mode of voting	No. of shareholders that voted	No. of shares held by such shareholders	% of total no. of shares of valid vote cast
Remote E-Voting prior to the Meeting	355	4,12,21,802	100.00% (Rounded off to nearest integer)
E-Voting at the time of Meeting	7	813	0.00% (Rounded off to nearest integer)
Total	362	4,12,22,615	100.00% (Rounded off to nearest integer)

(ii) Voted **against** the resolution:

Mode of voting	No. of shareholders that voted	No. of shares held by such shareholders	% of total no. of shares of valid vote cast
Remote E-Voting prior to the Meeting	0	0	0.00% (Rounded off to nearest integer)
E-Voting at the time of Meeting	3	186	0.00% (Rounded off to nearest integer)
Total	3	186	0.00% (Rounded off to nearest integer)

Address: E/403, Neelambuj Bldg, Shankar Lane, Kamal Apartment, Kandivali West,
Mumbai 400067, Maharashtra, India; Email ID- kevalshah_001@yahoo.co.in
Contact No.- +91 98699 77076

KEVAL MAHENDRA SHAH & ASSOCIATES

Firm Registration Number: 161464W

Registered Office: E/403, Neelambuj Bldg, Shankar Lane, Kamal Apartment,
Kandivali West, Mumbai 400067, Maharashtra, India; Email ID- kevalshah_001@yahoo.co.in
Contact No.- +91 98699 77076

(iii) **Invalid votes:**

Mode of voting	No. of shareholders whose votes were declared invalid	No. of shares held by such shareholders
Remote E-Voting prior to the Meeting	0	0
E-Voting at the time of Meeting	0	0
Total	0	0

12. All registers, relevant records and other incidental papers related to remote e-voting prior to the Meeting as well as e-voting during the Meeting, are handed over to the Company Secretary of the Company for safe keeping.

Thanking you,
Yours faithfully,

For KEVAL MAHENDRA SHAH & ASSOCIATES
Chartered Accountants
(Firm Registration No. 161464W)

Keval Mahendra Shah
Shah

Digitally signed by
Keval Mahendra Shah
Date: 2025.07.14
13:16:35 +05'30'

CA Keval Mahendra Shah
Proprietor
(Membership No. 191638)
UDIN: 25191638BMLJPG5905

Place: Mumbai
Dated: 14.07.2025

Address: E/403, Neelambuj Bldg, Shankar Lane, Kamal Apartment, Kandivali West,
Mumbai 400067, Maharashtra, India; Email ID- kevalshah_001@yahoo.co.in
Contact No.- +91 98699 77076