SKP Bearing Industries Limited

Previously known as : SKP Bearing Industries Pvt. Ltd. and also as SKP Bearing Industries
Regd. Office/Works : Survey No.2127, Mulchand Road, Wadhwan City.
District : Surendranagar, Gujarat. Pin : 363030.
Email : skpbearings@gmail.com, sales@skpbearings.com, info@skpbearings.com
Contact Info. : 9374326394 , 9374426396
Website : www.skpbearings.com | CIN No. : L29305GJ2022PLC128492 | IATF - 16949

Date: 26th August, 2026

To,
Listing department
National stock Exchange of India Limited,
Exchange Plaza, 5th Floor
Plot No. C-1, G block,
Bandra Kurla complex, Bandra (East)
Mumbai 400051

Symbol: SKP, ISIN: INE0KZA01016

Ref: Regulation 30 and 34(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Sub: Notice of 5th Annual General Meeting of the company

Dear Sir/Madam,

Pursuant to Regulation 30 and 34 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and other regulations if applicable, please find enclosed herewith the Notice of the 5th Annual General Meeting ("AGM") of SKP Bearing Industries Limited which is scheduled to be held on Thursday, September 17, 2026 at 03:00 P.M. IST through physical meeting at Registered Office of the Company at Survey No. 2127, Mulchand Road, Wadhwan, District Surendranagar – 363030

The AGM Notice is being sent through electronic mode to the Members, who have registered their email addresses with the Company/Depositories. The aforesaid notice is also placed on the website of the company at https://www.skpbearings.com/annual-report/

Pursuant to Regulation 36(1)(b) of the SEBI Listing Regulations, the Company has sent a letter providing a web-link of the Annual Report 2025-26 to those Members who have not registered their e-mail addresses with the Company/Depositories.

Kindly take the same on your record and do the needful.

Yours Sincerely,

For SKP BEARING INDUSTRIES LIMITED

SKP Bearing Industries Ltd.
Managing Director,

SHRINAND KAMLAKAR PALSHIKAR
MANAGING DIRECTOR
DIN: 08992832

Encl: As Above

NOTICE OF THE 5TH ANNUAL GENERAL MEETING

NOTICE is hereby given that the 5th (Fifth) Annual General Meeting of the Members of **SKP BEARING INDUSTRIES LIMITED** will be held at the Registered Office of the Company at Survey No. 2127, Mulchand Road, Wadhwan, District Surendranagar – 363030 on Thursday, 17th September, 2026 at 03:00 p.m. to transact the following business:

ORDINARY BUSINESS

1. **Adoption of Financial Statements**

   To receive, consider and adopt the audited standalone and consolidated financial statements of the Company for the financial year ended 31st March 2026, together with the Reports of the Board of Directors and the Auditors thereon, and in this regard to consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

   "RESOLVED THAT the audited consolidated and standalone financial statements of the Company for the financial year ended 31st March 2026, comprising the Balance Sheet as at 31st March 2026, the Statement of Profit and Loss and the Cash Flow Statement for the year ended on that date, together with the Notes and Schedules forming part thereof, and together with the Reports of the Board of Directors and Auditors thereon, be and are hereby received, considered and adopted."

2. **Re-appointment of Director retiring by rotation**

   To appoint a Director in place of Mrs. Sangita Shrinand Palshikar (DIN: 09054303), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and, being eligible, offers herself for re-appointment, and in this regard to pass the following resolution as an Ordinary Resolution:

   "**RESOLVED THAT** pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014, and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Mrs. Sangita Shrinand Palshikar (DIN: 09054303), Director, who retires by rotation and being eligible offers herself for re-appointment, be and is hereby re-appointed as a Director of the Company liable to retire by rotation."

3. **Appointment of Statutory Auditors**

   M/s Dipak P. Shah & Co., Chartered Accountants (FRN: 112132W), the present Statutory Auditors of the Company, are completing their term of office at the conclusion of this Annual General Meeting in accordance with the provisions of Section 139 of the Companies Act, 2013, and the vacancy so arising is proposed to be filled by the appointment of M/s Jain P.C. and Associates, Chartered Accountants (FRN: 126313W). In this regard, to consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

"**RESOLVED THAT** pursuant to the provisions of Sections 139, 141, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) 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 the Board of Directors, M/s Jain P.C. and Associates, Chartered Accountants (Firm Registration No. 126313W), having their office at 9th Floor, Ratnanjali Solitaire, Near ICICI Bank, Jodhpur Village, Ahmedabad – 380015, be and are hereby appointed as the Statutory Auditors of the Company, in place of the retiring Statutory Auditors M/s Dipak P. Shah & Co. (FRN: 112132W), whose term of office is completing at the conclusion of this 5th Annual General Meeting, to hold office for a term of five (5) consecutive years from the conclusion of this 5th Annual General Meeting until the conclusion of the 10th Annual General Meeting of the Company, at such remuneration plus applicable taxes and reimbursement of out-of-pocket expenses as may be mutually agreed between the Board of Directors and the Statutory Auditors."

RESOLVED FURTHER THAT the Board of Directors (including any Committee thereof) be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, proper or expedient to give effect to this resolution."

SPECIAL BUSINESS

4. APPROVAL OF MATERIAL RELATED PARTY TRANSACTION(S):

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

"RESOLVED THAT, pursuant to the provisions of Section 188 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") read with the rules made thereunder, the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), including Regulation 23 thereof, as amended from time to time, the Company's Policy on Related Party Transactions and based on the approval and recommendation of the Audit Committee and the Board of Directors, subject to such other approvals, permissions, consents and sanctions as may be necessary, the approval of the Members of the Company be and is hereby accorded to the Board of Directors of the Company to enter into and/or continue to enter into Material Related Party Transaction(s), contract(s), arrangement(s), agreement(s) and/or other commercial transaction(s) (whether by way of an individual transaction or transactions taken together or a series of transactions or otherwise), with such Related Party(ies), as set out in the Explanatory Statement annexed to this Notice, for each of the financial year (F.Y) specified in the Explanatory Statement, for an aggregate value not exceeding the limits specified against each Related Party(ies) and/or category of transaction for the respective financial year, on such terms and conditions as may be mutually agreed between the Company and the respective Related Party(ies), provided that such transaction(s) shall be entered into in the ordinary course of business and on an arm's length basis, to the extent applicable under the Act and the SEBI Listing Regulations."

"**RESOLVED FURTHER THAT**, the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall be deemed to include any Committee of the Board constituted or to be constituted for the purpose, including the Audit Committee and any person(s) authorised by the Board or such Committee) be and is hereby authorised to negotiate, finalise, approve, modify, amend, renew, extend, terminate and execute all such contract(s), arrangement(s), agreement(s), document(s), deed(s), writing(s) and other instruments, and to determine the actual terms and conditions of such transaction(s), including alterations, variations, modifications or revisions thereto, as it may, in its absolute discretion, deem fit and expedient, provided that the aggregate value of such transactions shall remain within the limits approved by the Members."

"**RESOLVED FURTHER THAT,** the Board be and is hereby authorised to delegate all or any of the powers conferred by this Resolution to any Committee of the Board, Director(s), Key Managerial Personnel and/or officer(s) of the Company, as may be considered necessary or expedient, to give effect to this Resolution."

"**RESOLVED FURTHER THAT,** any of the Director of the Company be and is hereby severally authorised to do all such acts, deeds, matters and things, including filing of necessary forms, applications, returns and disclosures with statutory, regulatory or governmental authorities, stock exchange(s) and such other authorities as may be required, and to settle any question, difficulty or doubt that may arise in relation to the implementation of this Resolution, and to take all such actions as may be necessary, proper or expedient for giving effect to this Resolution without being required to seek any further approval of the Members."

"**RESOLVED FURTHER THAT,** all acts, deeds, matters and things done or actions taken by the Board or any Committee thereof or any authorised person(s) of the Company in connection with the aforesaid transactions prior to or pursuant to this Resolution be and are hereby ratified, confirmed and approved in all respects."

5. REVISION IN THE REMUNERATION OF MR. SHRINAND KAMLAKAR PALSHIKAR (DIN: 08992832), CHAIRMAN & MANAGING DIRECTOR

To consider and, if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:
"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 203 and other applicable provisions, if any, of the Companies Act, 2013 read with Schedule V thereto and 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 the Articles of Association of the Company, and on the recommendation of the Nomination and Remuneration Committee and the Board of Directors, the consent of the Members be and is hereby accorded

to the revision in the remuneration payable to Mr. Shrinand Kamlakar Palshikar (DIN: 08992832), Chairman & Managing Director of the Company, with effect from 1st April 2026, for the financial year 2026-27, from the existing remuneration of ₹53.76 lakh per annum to ₹60.00 lakh per annum (i.e. ₹5,00,000 per month) (together with such perquisites, allowances and benefits as are set out in the explanatory statement annexed hereto), for the remainder of his present term of office, with liberty to the Board of Directors / Nomination and Remuneration Committee to fix the annual increments and to alter and vary the terms of remuneration within the limits approved herein."

"RESOLVED FURTHER THAT where, in any financial year during the currency of the tenure of the Managing Director, the Company has no profits or its profits are inadequate, the Company may pay the above remuneration as minimum remuneration, subject to the limits set out in Section II of Part II of Schedule V to the Companies Act, 2013."

"RESOLVED FURTHER THAT the Board of Directors (including any Committee thereof) be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, proper or expedient to give effect to this resolution."

6. REVISION IN THE REMUNERATION OF MRS. SANGITA SHRINAND PALSHIKAR (DIN: 09054303), NON-EXECUTIVE DIRECTOR

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

"RESOLVED THAT pursuant to the provisions of Section 197 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and on the recommendation of the Nomination and Remuneration Committee and the Board of Directors, the consent of the Members be and is hereby accorded to the payment of remuneration, by way of monthly payment under Section 197(6) of the Companies Act, 2013, to Mrs. Sangita Shrinand Palshikar (DIN: 09054303), Non-Executive Director of the Company, with effect from 1st April 2026, for the financial year 2026-27, of ₹30.00 lakh per annum (i.e. ₹2,50,000 per month), revised from the existing ₹26.88 lakh per annum, notwithstanding that the said remuneration may exceed one percent of the net profits of the Company computed in the manner laid down in Section 198 of the Companies Act, 2013."

RESOLVED FURTHER THAT the Board of Directors (including any Committee thereof) be and is hereby authorised to do all such acts, deeds and things as may be necessary to give effect to this resolution."

By Order of the Board of Directors
For SKP BEARING INDUSTRIES LIMITED

Sd/-
SHRINAND KAMLAKAR PALSHIKAR
Chairman & Managing Director
DIN: 08992832

Place: Surendranagar Date: *25th August, 2026*
Registered Office: Survey No. 2127, Mulchand Road, Wadhwan, Surendranagar, Gujarat – 363030

Notes:

1. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("the Act"), setting out all material facts relating to the Special Business to be transacted at the Annual General Meeting ("AGM"), is annexed to this Notice.

2. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF/HERSELF, AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. A proxy form is annexed to this Notice. A person can act as proxy on behalf of Members not exceeding 50 and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A Member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy, and such person shall not act as proxy for any other person or shareholder. The instrument appointing the proxy, duly completed and signed, must be deposited at the Registered Office not less than 48 hours before the commencement of the Meeting. A proxy does not have the right to speak at the meeting and can vote only on a poll.

3. Corporate members are requested to send a duly certified copy of the Board Resolution authorising their representatives to attend and vote at the meeting.

4. Members or their proxies should fill in the Attendance Slip for attending the Meeting.

5. In the case of joint holders attending the Meeting, only the holder whose name stands first in the order of names will be entitled to vote.

6. The Statutory Registers maintained under the Companies Act, 2013 (including Registers under Sections 170 and 189) will be available for inspection at the Registered Office during business hours (11.00 a.m. to 5.00 p.m.) on working days and at the venue of the Meeting.

7. Members are requested to forward their queries on the Annual Accounts or any other section of the Annual Report to the Compliance Officer at the Registered Office at least 7 days in advance to enable the Company to furnish appropriate details.

8. Members are requested to bring their copy of the Annual Report to the Meeting.

9. To prevent fraudulent transactions, Members are advised to exercise due diligence and to notify the Company / Registrar and Share Transfer Agent of any change in their address or of the demise of any Member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long; a periodic statement of holdings should be obtained from the concerned Depository Participant and the holdings verified from time to time.

10. Members holding shares in electronic form are requested to submit their PAN to their Depository Participants; members holding shares in physical form may submit their PAN details to the Company / RTA, as mandated by SEBI.

11. To support the "Green Initiative", the electronic copy of the Notice of the 5th AGM, inter alia indicating the process and manner of e-voting, together with the Attendance Slip and Proxy Form, is being sent to all members whose email IDs are registered with the Company / Depository Participant(s), unless a member has requested a hard copy. For members who have not registered their email address, physical copies are being sent in the permitted mode.

12. In compliance with Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is providing a remote e-voting facility through Bigshare Services Private Limited to enable Members to cast their votes electronically on all resolutions.

E-Voting Particulars

The remote e-voting period commences on Monday, 14th September, 2026 *(9.00 a.m.)* and ends on Wednesday, 16th September, 2026 *(5.00 p.m.)*. The cut-off date for determining the eligibility of Members to vote is Thursday, 10th September 2026. Once a vote is cast, the Member shall not be allowed to change it. Members who have voted through remote e-voting may attend the Meeting but shall not be entitled to vote again.

The Board has appointed M/s M K Chokshi & Associates, Practising Company Secretaries, Ahmedabad, as the Scrutiniser for conducting the remote e-voting process in a fair and transparent manner. The Scrutiniser shall submit the report to the Chairman within the prescribed time, and the results, together with the Scrutiniser's report, shall be placed on the Company's website www.skpbearings.com and communicated to the Stock Exchange.

Detailed login and voting instructions for individual shareholders holding securities in demat mode (through CDSL / NSDL) and for other shareholders (through the Bigshare i-Vote portal at https://ivote.bigshareonline.com) are set out in the printed Notice circulated to Members. A route map to the venue is annexed to this Notice.

Bigshare i-Vote E-Voting System

THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING ARE AS UNDER:

i. The voting period begins on Monday, 14th September 2026 (9.00 a.m.) and ends on Wednesday, 16th September 2026 (5.00 p.m.). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Thursday, 10th September 2026, may cast their vote electronically. The e-voting module shall be disabled by Bigshare for voting thereafter.

ii. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

iii. Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020,** under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders**, **by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

iv. In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 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.

1. Pursuant to above said SEBI Circular**,** Login method for e-Voting **for Individual shareholders holding securities in Demat mode** is given below:

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 URL for users to login to Easi/Easiest is https://web.cdslindia.com/myeasitoken/home/login or visit CDSL website www.cdslindia.com and click on login icon & New System My easi Tab and then use 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 **BIGSHARE** the e-Voting service provider and you will be re-directed to **i-Vote** website for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. **BIGSHARE**, 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 https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a link https://evoting.cdslindia.com/Evoting/EvotingLogin 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. Click on **BIGSHARE** and you will be re-directed to **i-Vote** website for casting your vote during the remote e-voting period.
Individual Shareholders holding securities in demat mode with **NSDL**	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting 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 name **BIGSHARE** and you will be re-directed to **i-Vote** website for casting your vote during the remote e-Voting period. 2) If the user is 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 3) 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 name **BIGSHARE** and you will be redirected to **i-Vote** website for casting your vote during the remote e-Voting period. 4) 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 with all e-Voting Service Providers. Click on **BIGSHARE** and you will be re-directed to **i-vote (E-voting website)** for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
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. After Successful login, you will be able to see e-Voting option. Once you 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 name and you will be redirected to e-Voting service provider website 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. CDSL and NSDL

Login type	Helpdesk details
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 22 55 33.
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 022-48867000.

2. **Login method for e-Voting for shareholder other than individual shareholders holding shares in Demat mode & physical mode is given below:**

- You are requested to launch the URL on internet browser: https://ivote.bigshareonline.com
- Click on "**LOGIN**" button under the '**INVESTOR LOGIN**' section to Login on E-Voting Platform.
- Please enter you '**USER ID'** (User id description is given below) and '**PASSWORD'** which is shared separately on you register email id.
    - Shareholders holding shares in **CDSL demat account should enter 16 Digit Beneficiary ID** as user id.
    - Shareholders holding shares in **NSDL demat account should enter 8 Character DP ID followed by 8 Digit Client ID** as user id.
    - Shareholders holding shares in **physical form should enter Event No + Folio Number** registered with the Company as user id.

Note If you have not received any user id or password please email from your registered email id or contact i-vote helpdesk team. (Email id and contact number are mentioned in helpdesk section).

- Click on **I AM NOT A ROBOT (CAPTCHA)** option and login.

NOTE: If Shareholders are holding shares in demat form and have registered on to e-Voting system of https://ivote.bigshareonline.com and/or voted on an earlier event of any company then they can use their existing user id and password to login.

- If you have forgotten the password: Click on '**LOGIN**' under '**INVESTOR LOGIN**' tab and then Click on '**Forgot your password**?
- Enter "**User ID"** and "**Registered email ID**" Click on **I AM NOT A ROBOT (CAPTCHA)** option and click on '**Reset**'.
  (In case a shareholder is having valid email address, Password will be sent to his / her registered e-mail address).

Voting method for shareholders on i-Vote E-voting portal:

- After successful login, **Bigshare E-voting system** page will appear.
- Click on "**VIEW EVENT DETAILS (CURRENT)**" under '**EVENTS**' option on investor portal.
- Select event for which you are desire to vote under the dropdown option.
- Click on **"VOTE NOW"** option which is appearing on the right hand side top corner of the page.
- Cast your vote by selecting an appropriate option "**IN FAVOUR**", "**NOT IN FAVOUR**" or "**ABSTAIN**" and click on "**SUBMIT VOTE**". A confirmation box will be displayed. Click "**OK**" to confirm, else "**CANCEL**" to modify. Once you confirm, you will not be allowed to modify your vote.
- Once you confirm the vote you will receive confirmation message on display screen and also you will receive an email on your registered email id. During the voting period, members can login any number of times till they have voted on the resolution(s). Once vote on a resolution is casted, it cannot be changed subsequently.
- Shareholder can "**CHANGE PASSWORD**" or "**VIEW/UPDATE PROFILE**" under "**PROFILE**" option on investor portal.

3. Custodian registration process for i-Vote E-Voting Website:

- You are requested to launch the URL on internet browser: https://ivote.bigshareonline.com
- Click on "**REGISTER**" under "**CUSTODIAN LOGIN**", to register yourself on Bigshare i-Vote e-Voting Platform.
- Enter all required details and submit.
- After Successful registration, message will be displayed with **"User id and password will be sent via email on your registered email id"**.

  NOTE: If Custodian have registered on to e-Voting system of https://ivote.bigshareonline.com and/or voted on an earlier event of any company then they can use their existing user id and password to login.
- If you have forgotten the password: Click on '**LOGIN**' under '**CUSTODIAN LOGIN**' tab and further Click on '**Forgot your password**?
- Enter "**User ID"** and "**Registered email ID**" Click on **I AM NOT A ROBOT (CAPTCHA)** option and click on '**RESET**.

  (In case a custodian is having valid email address, Password will be sent to his / her registered e-mail address).

Voting method for Custodian on i-Vote E-voting portal:

- After successful login, **Bigshare E-voting system** page will appear.

Investor Mapping:

- First you need to map the investor with your user ID under "**DOCUMENTS**" option on custodian portal.
  - Click on "**DOCUMENT TYPE**" dropdown option and select document type power of attorney (POA).
  - Click on upload document "**CHOOSE FILE**" and upload power of attorney (POA) or board resolution for respective investor and click on "**UPLOAD**".

    Note: The power of attorney (POA) or board resolution has to be named as the "**InvestorID.pdf**" (Mention Demat account number as Investor ID.)
  - Your investor is now mapped and you can check the file status on display.

Investor vote File Upload:

- To cast your vote select "**VOTE FILE UPLOAD**" option from left hand side menu on custodian portal.
- Select the Event under dropdown option.
- Download sample voting file and enter relevant details as required and upload the same file under upload document option by clicking on "**UPLOAD**". Confirmation message will be displayed on the screen and also you can check the file status on display (Once vote on a resolution is casted, it cannot be changed subsequently).
- Custodian can "**CHANGE PASSWORD**" or "**VIEW/UPDATE PROFILE**" under "**PROFILE**" option on custodian portal.

Helpdesk for queries regarding e-voting:

Login type	**Helpdesk details**
Shareholders other than individual shareholders holding shares in Demat mode & Physical mode.	In case shareholders/ investor have any queries regarding E-voting, you may refer the Frequently Asked Questions (‘FAQs’) and i-Vote e-Voting module available at https://ivote.bigshareonline.com, under download section or you can email us to ivote@bigshareonline.com or call us at: 022-62638338

A route map giving directions to the venue of the meeting is annexed to the Notice

By Order of the Board of Directors
For SKP BEARING INDUSTRIES LIMITED

Sd/-
SHRINAND KAMLAKAR PALSHIKAR
Chairman & Managing Director
DIN: 08992832

Place: Surendranagar Date: *25th August, 2026*

Annexure to the Notice – Details of Director seeking re-appointment

(Pursuant to Regulation 36(3) of the SEBI (LODR) Regulations, 2015 and Secretarial Standard-2 on General Meetings)

Name of the Director	Mrs. Sangita Shrinand Palshikar
DIN	09054303
Date of Birth / Age	26-12-1965, 61 years
Date of first appointment on the Board	06-01-2022
Qualifications	*She has degree in Bachelor of commerce from Pune. She has experience in accounts, finance, human resource, and administration*
Experience / Expertise in specific functional areas	She has experience in accounts, finance, human resource and administration
Nature of appointment and terms of re-appointment	Director liable to retire by rotation; re-appointed pursuant to Section 152(6).
Remuneration last drawn (FY 2025-26)	Rs. 24,00,000/-
Remuneration proposed	*Rs. 30,00,000/-*
Number of Board Meetings attended during FY 2025-26	*17*
Directorships held in other companies	*0*
Membership / Chairmanship of Committees of other Boards	0
Shareholding in the Company (No. of equity shares)	*6229000*
Relationship with other Directors / KMP	Spouse of Mr. Shrinand Kamlakar Palshikar, Chairman & Managing Director

SKP Bearing Industries Limited
Previously known as : SKP Bearing Industries Pvt. Ltd. and also as SKP Bearing Industries
Regd. Office/Works : Survey No.2127, Mulchand Road, Wadhwan City.
District : Surendranagar, Gujarat. Pin : 363030.
Email : skpbearings@gmail.com, sales@skpbearings.com, info@skpbearings.com
Contact Info. : 9374326394 , 9374426396
Website : www.skpbearings.com | CIN No. : L29305GJ2022PLC128492 | IATF - 16949

EXPLANATORY STATEMENT

(Pursuant to Section 102 of the Companies Act, 2013)

ANNEXURE TO ITEM NO. 4 OF THE NOTICE: TO APPROVE RELATED PARTY TRANSACTION(S):

Item No. 4: During the financial year 2025-26, the Company entered into related party transactions with its Promoter Directors and with its wholly-owned subsidiary. The transactions with Mr. Shrinand Kamlakar Palshikar and Mrs. Sangita Shrinand Palshikar, comprising remuneration, unsecured loans and interest thereon, individually exceed the materiality threshold under Regulation 23 (₹1,027.12 lakh, being 10% of the consolidated turnover of ₹10,271.25 lakh) and are therefore material related party transactions requiring the approval of the Members. The transactions with the wholly-owned subsidiary, SKP Bearing Industries Limited – France, by way of sale and purchase of goods/services, are placed for the approval of the Members as an additional related party. The aggregate value of these transactions during FY 2025-26 was as follows:

Related party (nature of relationship) – nature of transactions	Aggregate value FY 2025-26 (₹ lakh)
Mr. Shrinand Kamlakar Palshikar (Chairman & Managing Director, Promoter) – remuneration, unsecured loans and interest	1,304.97
Mrs. Sangita Shrinand Palshikar (Non-Executive Director, Promoter) – remuneration, unsecured loans and interest	1,356.79
SKP Bearing Industries Limited – France (Wholly-owned subsidiary) – sale and purchase of goods/services	261.21

The Company proposes to continue the above transactions during the financial year 2026-27, and accordingly the approval of the Members is sought to authorise the Board to enter into and/or continue such transactions up to the aggregate limits set out in the resolution. All the transactions are, and will be, carried out in the ordinary course of business and on an arm's length basis, and have been approved by the Audit Committee. The details of the transactions with the subsidiary for the last three financial years are set out in the Annexure to this statement.

Nature of concern or interest: Mr. Shrinand Kamlakar Palshikar and Mrs. Sangita Shrinand Palshikar (being spouses and Promoters) are interested in the resolution to the extent of their respective transactions; no other Director, Key Managerial Personnel or their relatives is concerned or interested, except to the extent of their directorship/interest, if any, in the subsidiary. The related parties shall abstain from voting on this resolution.

Sr.	Particulars	Details
1	Name of the related parties	Mr. Shrinand Palshikar, Managing Director, Mrs. Sangita Palshikar, Non- Executive Director
2	Nature of relationship / nature of interest (financial or otherwise)	Managing Director and Non-Executive Non-Independent Director respectively — all forming part of the Promoter / Promoter Group. Mrs. Sangita Palshikar is the spouse of Mr. Shrinand Palshikar.
3	Type and particulars of the proposed transaction	Acceptance of unsecured loan(s), repayable on demand
4	Material terms of the proposed transaction	Unsecured; interest-free; repayable on demand
5	Tenure of the proposed transaction	During F.Y. 2026-27
6	Value of the proposed transaction during FY 2026-27	As mentioned in Point 3 above, the aggregate amount outstanding across three lenders shall not exceed Rs. 150 crores/- (Rupees One Hundred Fifty Crores only) at any point of time during FY 2026-27, with a maximum limit of Rs. 50,00,00,000/- (Rupees Fifty Crores only) outstanding from each lender**.**
7	Transactions with these related parties in the past three years	Mr. Shrinand Palshikar, FY 25-26: Remuneration Rs. 53.76 lakhs, Unsecured Loan Rs. 805.50 lakhs; FY 24-25: Remuneration: Rs. 53.74 lakhs, Unsecured Loan: Rs. 459.292 lakhs F.y 23-24: Remuneration: Rs. 48 lakhs, Unsecured Loan: Rs. 936.027 lakhs **Mrs. Sangita Palshikar -** FY 25-26: Remuneration Rs. 26.88 Lakhs, Unsecured Loan: Rs. 1058 Lakhs; FY 24-25: Remuneration Rs.26.87 lakhs, Unsecured Loan Rs.568.78 lakhs ; FY 23-24: Remuneration Rs. 24 lakhs, Unsecured loan: Rs. 1579.13 lakhs. **SKP Bearing Industries Limited –** France (Wholly-Owned Subsidiary)- Last three years Annexure as per the below table
8	Percentage of annual consolidated turnover (immediately preceding FY) represented by the value of the proposed transaction	Approximately 48.68% (on aggregate Rs. 50 Cr against FY 2025-26 turnover of Rs. 10271.249 lakhs)
9	Justification of the proposed transaction	**Mr. Shrinand Palshikar / Mrs. Sangita Palshikar (Promoter Directors):** To avail unsecured loans from the Promoters, on an arm's length basis and with interest at arm's length rates, to meet the Company's working capital, capital expenditure and general corporate requirements without the Company being required to provide any security or collateral, and to pay remuneration for the services rendered by them to the Company.

		SKP Bearing Industries Limited – France (wholly-owned subsidiary): To carry on the sale and purchase of goods/services with the wholly-owned subsidiary in the ordinary course of business and on an arm's length basis, in furtherance of the Company's operations and its overseas business.
10	Statement that any valuation/external report relied upon will be made available through the registered email address of the shareholders	Not Applicable

Related party transactions with SKP Bearing Industries Limited – France (Wholly-Owned Subsidiary) – last three financial years

Sale and purchase of goods and/or services (₹ in lakh):

Financial Year	Sale of goods / services to the subsidiary	Purchase of goods / services from the subsidiary
2023-24	Nil	Nil
2024-25	47.23	164.89
2025-26	119.37	141.84

In terms of Regulation 23(4) of the SEBI Listing Regulations and the second proviso to Section 188(1) of the Companies Act, 2013, no related party — including Mr. Shrinand Palshikar and Mrs. Sangita Palshikar and all other members of the Promoter and Promoter Group of the Company — shall vote to approve the resolution set out at Item No. 4, whether or not such party is a party to the proposed transaction.

The Board recommends the Ordinary Resolution set out at Item No. 4 of the Notice for approval of the members.

Save as aforesaid, none of the other Directors or Key Managerial Personnel of the Company, or their relatives, is concerned or interested, financially or otherwise, in the resolution set out at Item No. 4 of the Notice. Mr. Shrinand Palshikar and Mrs. Sangita Palshikar (and their relatives) are deemed to be concerned or interested to the extent of the interest-free unsecured loan(s) to be advanced by them to the Company.

Item Nos. [5] and [6]: Mr. Shrinand Kamlakar Palshikar was appointed as the Chairman & Managing Director and Mrs. Sangita Shrinand Palshikar as a Director of the Company, and they are also Promoters of the Company. In recognition of the growth in the operations and financial performance of the Company and the increased responsibilities shouldered by them, the Nomination and Remuneration Committee, at its meeting held on *25th August, 2026*, and the Board of Directors, at its meeting held on the same day at 25th August 2026, have recommended a revision in the remuneration payable to them, subject to the approval of the Members.

The existing and proposed annual remuneration is summarised below:

Name & Designation	Existing remuneration (₹ lakh p.a.)	Proposed remuneration (₹ lakh p.a.)
Mr. Shrinand Kamlakar Palshikar – Chairman & Managing Director	53.76	60.00 (₹5,00,000 p.m.)
Mrs. Sangita Shrinand Palshikar – Non-Executive Director	26.88	30.00 (₹2,50,000 p.m.)

The revised remuneration is within the overall limits prescribed under Section 197 of the Companies Act, 2013. In terms of Section 197 and, where applicable, Schedule V, the approval of the Members by way of a Special Resolution is sought. The relevant documents are available for inspection by the Members.

Statement of Information [Schedule V, Part II, Section II]

I. General Information

Nature of industry: Manufacture of bearings (auto components); the Company is IATF 16949 certified and is listed on the SME (EMERGE) platform of NSE.

Date of commencement of commercial production: *January, 2022*

Financial performance (FY 2025-26, standalone): revenue from operations ₹8,070.08 lakh; profit after tax ₹1,500.62 lakh. In case of foreign investments/collaborators, if any: *Not applicable.*

II. Information about the appointees

(a) Mr. Shrinand Kamlakar Palshikar – Chairman & Managing Director (DIN: 08992832)

Background & qualifications	Founder of SKP Bearing Industries; established the business as a partnership firm in 1991 and led its transition into a public limited company. He has several decades of experience in the engineering and manufacturing of precision rolling elements and bearings. Educational qualifications: He holds degree in Bachelor of Engineering from University of Jabalpur, Madhya Pradesh in the year 1986. He has completed his Master of Technology in Mechanical Engineering with specialisation in Production Engineering from IIT Bombay in the year 1988. Further he has completed the Rolling Bearing Theory & Performance Course from SKF College of Engineering in 1989
Past remuneration (FY 2025-26)	₹53.76 lakh per annum
Recognition / awards	Under his leadership the Company has earned IATF 16949 certification and has grown into a leading manufacturer of rolling elements with a global customer base and an overseas subsidiary. Other awards: Nil.
Job profile & suitability	As Chairman & Managing Director he is responsible for the overall management, strategy and day-to-day affairs of the Company, subject to the superintendence and control of the Board. Being the founder-promoter with in-depth knowledge of the industry and the Company's operations, he is well suited for the position.
Remuneration proposed	₹60.00 lakh per annum (₹5,00,000 per month), together with perquisites/benefits as approved, with effect from 1st April 2026 for FY 2026-27.
Comparative remuneration profile (industry / size / position)	Commensurate with the remuneration paid to managerial personnel of comparable responsibility in similar-sized companies in the auto-

	components / bearings industry, and within the limits under Section 197 read with Schedule V.
Pecuniary relationship with the Company / relationship with managerial personnel	Promoter of the Company; holds 6159995 equity shares (37.11%). Spouse of Mrs. Sangita Shrinand Palshikar, Director. Apart from the proposed remuneration, his shareholding, and the loans, interest and other related-party transactions disclosed in the financial statements, he has no other pecuniary relationship with the Company.

(b) Mrs. Sangita Shrinand Palshikar – Non-Executive Non-Independent Director (DIN: 09054303)

Background & qualifications	Promoter and Non-Executive Non-Independent Director of the Company, associated with the Company and its promoter group over the years. Educational qualifications and experience: She has completed her graduation in commerce from Brihan Maharashtra College of Commerce, Pune in the year 1982. She has experience in accounts, finance, human resource and administration. She has been awarded for “Special award to outstanding women Entrepreneur of the Year” from the President of India Late Honourable Shri Pranab Mukherjee in 2011 and “Successful Business entrepreneur” award by Chief Minister and Governor of Gujarat in 2019. She is the leader of the workplace and employees with introduction of innovative office norms to boost productivity and worker satisfaction.
Past remuneration (FY 2025-26)	₹26.88 lakh per annum
Recognition / awards	Special award to outstanding women Entrepreneur of the Year” from the President of India Late Honourable Shri Pranab Mukherjee in 2011 and “Successful Business entrepreneur” award by Chief Minister and Governor of Gujarat in 2019
Job profile & suitability	As a Non-Executive Director and Promoter, she participates in the deliberations of the Board and contributes to the strategic direction and oversight of the Company. Her long association with the Company and knowledge of its business make her suitable for the role.
Remuneration proposed	₹30.00 lakh per annum (₹2,50,000 per month) by way of monthly payment under Section 197(6), with effect from 1st April 2026 for FY 2026-27.
Comparative remuneration profile (industry / size / position)	In line with the remuneration paid to non-executive directors of comparable standing in similar-sized companies, subject to the approval of the Members by special resolution, as it exceeds one percent of the net profits of the Company.
Pecuniary relationship with the Company / relationship with managerial personnel	Promoter of the Company; holds 6229000 equity shares (37.52%). Spouse of Mr. Shrinand Kamlakar Palshikar, Chairman & Managing Director. Apart from the proposed remuneration, her shareholding, and the loans, interest and other related-party transactions disclosed in the financial statements, she has no other pecuniary relationship with the Company.

III. Other information

Reasons of loss or inadequate profits, steps taken/proposed to improve, and expected increase in productivity/profits: *Not applicable, as the Company has adequate profits.*

IV. Disclosures

The remuneration package of the managerial person is as stated above. The requisite disclosures on remuneration, including that of all elements of remuneration of all the directors, are/will be provided in the Board's Report / Corporate Governance section, as applicable.

Nature of concern or interest: Mr. Shrinand Kamlakar Palshikar and Mrs. Sangita Shrinand Palshikar are interested in the resolutions relating to their respective remuneration; being spouses, each is also concerned/interested in the other's resolution. Save as aforesaid, no other Director, Key Managerial Personnel or their relatives is concerned or interested, financially or otherwise, in the said resolutions.

The Board recommends the Special Resolutions set out at Item Nos. 5 and 6 for the approval of the Members.

For and on behalf of the Board of Directors
SKP BEARING INDUSTRIES LIMITED

Sd/-	Sd/-
SHRINAND KAMLAKAR PALSHIKAR	**SANGITA SHRINAND PALSHIKAR**
Chairman & Managing Director	Director
DIN: 08992832	DIN: 09054303

Place: Surendranagar
Date: *25th August, 2026*