

Schaeffler India Limited · Pune · Maharashtra

BSE Limited

Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai-400001

Company Code: 505790

National Stock Exchange of India Limited

Exchange Plaza, C – 1, Block G,
Bandra-Kurla Complex, Bandra (E),
Mumbai-400051

Company Code: SCHAEFFLER

Sub: Outcome of the 62nd Annual General Meeting of Schaeffler India Limited ('the Company') held on Wednesday, April 30, 2025

30/04/2025

Dear Sir / Madam,

With reference to the captioned matter and pursuant to the provisions of Regulation 30 and 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') read with the Circular No. CIR/CFD/CMD/8/2015 issued by the SEBI dated November 4, 2015, and Rule 20 of the Companies (Management and Administration) Rules, 2014, we enclose herewith the following:

Phone: +912068198464

1. Result of the e-voting by the Shareholders during the remote e-voting period and e-voting during the 62nd Annual General Meeting ('AGM') of the Company on the resolutions set forth in the Notice convening the AGM, along with Scrutinizer's Report thereon.
2. Voting results pursuant to Regulation 44(3) of the Listing Regulations read with the Circular issued by the SEBI dated November 4, 2015.

You are requested to kindly take the same on record.

Thanking you,

Yours faithfully,

For **Schaeffler India Limited**

Ashish Tiwari,

VP - Legal & Company Secretary

Encl.: As above

Schaeffler India Limited

**RESULTS OF VOTING
62nd ANNUAL GENERAL MEETING OF THE COMPANY**

In compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulation'), the Members of the Company were provided with the facility to cast their votes electronically, through the e-voting services provided by National Securities Depository Limited ('NSDL'), on all the resolutions set forth in the Notice convening the 62nd Annual General Meeting ('AGM') of the Company. The e-voting facility was also provided at the AGM held on Wednesday, April 30, 2025, to enable the Members to cast their vote(s).

The Members, whose names appeared in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e., Wednesday, April 23, 2025, were entitled to cast their vote electronically. The e-voting period commenced from Sunday, April 27, 2025, at 9:00 a.m. (IST) and ended at 5:00 pm (IST) on Tuesday, April 29, 2025. The e-voting module was disabled on Tuesday, April 29, 2025, at 5:00 pm (IST). The voting rights of Shareholders were in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being April 23, 2025.

Mr. Suresh Kumar Kabra, Partner, M/s. Samdani Kabra & Associates, Company Secretaries, was appointed as the Scrutinizer for the purpose of scrutinizing the votes casted through remote e-voting as well as the e-voting at the AGM.

The Scrutinizers has submitted their report, based on which, it is hereby declared that all the resolutions as set forth in the notice convening 62nd Annual General Meeting of the Company have been passed with requisite majority.

For **Schaeffler India Limited**

Ashish Tiwari,
VP - Legal & Company Secretary

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

Schaeffler India Limited	
Details of Voting Results of 62nd Annual General Meeting conducted during the period from April 27, 2025, to April 29, 2025	
[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 AGM Notice	Thursday, February 27, 2025
Cut-off Date	Wednesday, April 23, 2025
Voting start Date and Time	Sunday, April 27, 2025, at 9:00 a.m. (IST)
Voting end Date and Time	Tuesday, April 29, 2025, at 5:00 p.m. (IST)
Total Number of Shareholders as on Cut-off date	76,987
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	
- Promoters and Promoter Group	4
- Public	64

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements including Balance Sheet as at December 31, 2024 and the Statement of Profit and Loss for the year ended on that date together with Directors' and Auditors' Report thereon				
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)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	115863235	115863235	100.0000	115863235	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	115863235	115863235	100.0000	115863235	0	100.0000	0.0000
Public- Institutions	E-Voting	32118543	30087209	93.6755	30087209	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	32118543	30087209	93.6755	30087209	0	100.0000	0.0000
Public- Non Institutions	E-Voting	8321892	21455	0.2578	19395	2060	90.3985	9.6015
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	8321892	21455	0.2578	19395	2060	90.3985	9.6015
Total		156303670	145971899	93.3899	145969839	2060	99.9986	0.0014
Whether resolution is Pass or Not.							Yes	

Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To declare Dividend on Equity Shares for the financial year ended December 31, 2024				
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)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	115863235	115863235	100.0000	115863235	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	115863235	115863235	100.0000	115863235	0	100.0000	0.0000
Public- Institutions	E-Voting	32118543	30087209	93.6755	30087209	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	32118543	30087209	93.6755	30087209	0	100.0000	0.0000
Public- Non Institutions	E-Voting	8321892	21455	0.2578	19395	2060	90.3985	9.6015
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	8321892	21455	0.2578	19395	2060	90.3985	9.6015
Total		156303670	145971899	93.3899	145969839	2060	99.9986	0.0014
Whether resolution is Pass or Not.							Yes	

Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint a Director in place of Andreas Schick (DIN: 09257160), who retires by rotation and being eligible offers himself for re-appointment.				
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)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	115863235	115863235	100.0000	115863235	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	115863235	115863235	100.0000	115863235	0	100.0000	0.0000
Public- Institutions	E-Voting	32118543	30086789	93.6742	26524821	3561968	88.1610	11.8390
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	32118543	30086789	93.6742	26524821	3561968	88.1610	11.8390
Public- Non Institutions	E-Voting	8321892	21455	0.2578	19395	2060	90.3985	9.6015
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	8321892	21455	0.2578	19395	2060	90.3985	9.6015
Total		156303670	145971479	93.3897	142407451	3564028	97.5584	2.4416
Whether resolution is Pass or Not.							Yes	

Resolution (4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To ratify remuneration of the Cost Auditors				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on out-standing shares	No. of votes – in favour	No. of votes – against	% of votes in fa-vour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Pro-moter Group	E-Voting	115863235	115863235	100.0000	115863235	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if ap-plicable)		0	0.0000	0	0	0	0
	Total	115863235	115863235	100.0000	115863235	0	100.0000	0.0000
Public- Insti-tutions	E-Voting	32118543	30087209	93.6755	30087209	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if ap-plicable)		0	0.0000	0	0	0	0
	Total	32118543	30087209	93.6755	30087209	0	100.0000	0.0000
Public- Non Institutions	E-Voting	8321892	21455	0.2578	19395	2060	90.3985	9.6015
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if ap-plicable)		0	0.0000	0	0	0	0
	Total	8321892	21455	0.2578	19395	2060	90.3985	9.6015
Total		156303670	145971899	93.3899	145969839	2060	99.9986	0.0014
Whether resolution is Pass or Not.							Yes	

Resolution (5)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint M/s. Samdani Kabra & Associates, Company Secretaries, as Secretarial Auditors for the term of 5 (Five) consecutive years.				
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)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	115863235	115863235	100.0000	115863235	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	115863235	115863235	100.0000	115863235	0	100.0000	0.0000
Public- Institutions	E-Voting	32118543	30086733	93.6740	30086733	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	32118543	30086733	93.6740	30086733	0	100.0000	0.0000
Public- Non Institutions	E-Voting	8321892	21455	0.2578	19395	2060	90.3985	9.6015
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	8321892	21455	0.2578	19395	2060	90.3985	9.6015
Total		156303670	145971423	93.3896	145969363	2060	99.9986	0.0014
Whether resolution is Pass or Not.							Yes	

Resolution (6)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Eranti V. Sumithasri (DIN: 07087197) as an Independent Director				
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)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	115863235	115863235	100.0000	115863235	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	115863235	115863235	100.0000	115863235	0	100.0000	0.0000
Public- Institutions	E-Voting	32118543	30087209	93.6755	30023603	63606	99.7886	0.2114
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	32118543	30087209	93.6755	30023603	63606	99.7886	0.2114
Public- Non Institutions	E-Voting	8321892	21455	0.2578	19376	2079	90.3100	9.6900
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	8321892	21455	0.2578	19376	2079	90.3100	9.6900
Total		156303670	145971899	93.3899	145906214	65685	99.9550	0.0450
Whether resolution is Pass or Not.							Yes	

Resolution (7)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To approve Material Related Party Transactions with Schaeffler Technologies AG & Co. KG, Germany				
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)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	115863235	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	115863235	0	0.0000	0	0	0.0000	0.0000
Public- Institutions	E-Voting	32118543	30087209	93.6755	22914784	7172425	76.1612	23.8388
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	32118543	30087209	93.6755	22914784	7172425	76.1612	23.8388
Public- Non Institutions	E-Voting	8321892	21455	0.2578	19395	2060	90.3985	9.6015
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	8321892	21455	0.2578	19395	2060	90.3985	9.6015
Total		156303670	30108664	19.2629	22934179	7174485	76.1714	23.8286
Whether resolution is Pass or Not.							Yes	

Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 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, GC No. 20/2020 dated 05.05.2020, and resting with GC No. 09/2024 dated 19.09.2024]

The Chairperson,
62nd Annual General Meeting of the Equity Shareholders of
SCHAEFFLER INDIA LIMITED
held on Wednesday, April 30, 2025, at 03:30 p.m. IST
through video conferencing / other Audio-Visual Means ('VC / OAVM')

Dear Madam,

I, Suresh Kumar Kabra, Partner of M/s. Samdani Kabra & Associates, Company Secretaries, have been appointed as a Scrutinizer by the Board of Directors of **SCHAEFFLER INDIA LIMITED** ('Company') for the purpose of scrutinizing the e-Voting process conducted for transacting the businesses as mentioned in the Notice dated February 27, 2025, convening 62nd Annual General Meeting (AGM) of the members of the Company which was held on Wednesday, April 30, 2025, at 03:30 p.m. IST through video conferencing / other Audio Visual Means ('VC / OAVM').

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, read with circulars issued thereunder and (iii) Secretarial Standard - 2 on General Meetings issued by the Institute of the Company Secretaries of India, if any, relating to remote e-Voting prior to the date of AGM and during the AGM.

My responsibility as a Scrutinizer is restricted to give a Report on votes cast by the members of the Company.

I submit my report as under:

1. The Company had availed the e-Voting facility offered by National Securities Depository Limited ("NSDL") for providing remote e-Voting facility to the members of the Company prior to AGM as well as during the AGM.
2. Prior to the date of AGM, the remote e-Voting facility remained open for three days from April 27, 2025 at 9:00 a.m. (IST) to April 29, 2025 at 5:00 p.m. (IST) and was disabled for voting thereafter.
3. Further, the Company had also provided remote e-Voting facility to the members who attended the AGM through VC / OAVM and had not voted on resolutions through remote e-voting prior to the date of AGM, to cast their votes during the AGM.
4. After the completion of the e-voting process at the AGM, the votes cast through remote e-Voting prior to the date of AGM as well as during the AGM were unblocked and downloaded from the e-Voting website of NSDL (www.evoting.nSDL.com) on April 30, 2025, around 05:35 p.m. (IST), in the presence of two witnesses - Mr. Rahul S. Nagpal and Ms. Kunjan H. Mehta, who are not in the employment of the Company.



SRSIL300425

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5. I have scrutinized and reviewed the votes cast by the members through remote e-Voting prior to the date of AGM as well as during the AGM, based on the data downloaded from the NSDL website.

The report on the results of the remote e-Voting prior to the date of AGM and during the AGM is as under:

Resolution No. 1:

Adoption of the Audited Standalone and Consolidated Financial Statements including Balance Sheet as at December 31, 2024 and the Statement of Profit and Loss for the financial year ended on that date together with Directors' and Auditors' Report thereon. **(Ordinary Resolution)**

Voting Description	No. of Members	No. of votes cast	% of total number of valid votes cast
Voted in Favour	372	14,59,69,839	100.00
Voted Against	6	2,060	0.00
Total	378	14,59,71,899	100.00
Invalid Votes	0	0	0

Resolution No. 2:

Declaration of Dividend on Equity shares for the Financial Year ended December 31, 2024. **(Ordinary Resolution)**

Voting Description	No. of Members	No. of votes cast	% of total number of valid votes cast
Voted in Favour	372	14,59,69,839	100.00
Voted Against	6	2,060	0.00
Total	378	14,59,71,899	100.00
Invalid Votes	0	0	0

Resolution No. 3:

Appointment of a Director in place of Mr. Andreas Schick [DIN: 09257160], who retires by rotation and being eligible offers himself for re-appointment. **(Ordinary Resolution)**

Voting Description	No. of Members	No. of votes cast	% of total number of valid votes cast
Voted in Favour	272	14,24,07,451	97.56
Voted Against	105	35,64,028	2.44
Total	377	14,59,71,479	100.00
Invalid Votes	0	0	0

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Resolution No. 4

Ratification of remuneration of the Cost Auditors. **(Ordinary Resolution)**

Voting Description	No. of Members	No. of votes cast	% of total number of valid votes cast
Voted in Favour	372	14,59,69,839	100.00
Voted Against	6	2,060	0.00
Total	378	14,59,71,899	100.00
Invalid Votes	0	0	0

Resolution No. 5:

Appointment of M/s. Samdani Kabra & Associates, Company Secretaries, as Secretarial Auditors for the term of 5 (Five) consecutive years. **(Ordinary Resolution)**

Voting Description	No. of Members	No. of votes cast	% of total number of valid votes cast
Voted in Favour	371	14,59,69,363	100.00
Voted Against	6	2,060	0.00
Total	377	14,59,71,423	100.00
Invalid Votes	0	0	0

Resolution No. 6:

Re-appointment of Eranti V. Sumithasri (DIN: 07087197) as an Independent Director **(Special Resolution)**

Voting Description	No. of Members	No. of votes cast	% of total number of valid votes cast
Voted in Favour	367	14,59,06,214	99.96
Voted Against	11	65,685	0.04
Total	378	14,59,71,899	100.00
Invalid Votes	0	0	0



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Resolution No. 7:


Approve Material Related Party Transactions with Schaeffler Technologies AG & Co. KG, Germany.
(Ordinary Resolution)

Voting Description	No. of Members	No. of votes cast	% of total number of valid votes cast
Voted in Favour	325	2,29,34,179	76.17
Voted Against	49	71,74,485	23.83
Total	374	3,01,08,664	100.00
Invalid Votes	0	0	0

Notes:

1. All the figures shown in percentage have been rounded off nearest to 2 (two) decimal points.
2. Register(s) and all other records relating to Remote e-Voting as conducted for AGM are under my safe custody and will be handed over to the Chairman / Company Secretary / Person duly authorized by the Board for preserving records safely after the Chairman signs the minutes.
3. All the resolutions were passed with requisite majority.

Thanking you,
Yours Faithfully,



Suresh Kumar Kabra
Partner
Samdani Kabra & Associates
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: A009711G000243186

Place: Vadodara | Date: **April 30, 2025**

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