

SML/SEC/2023/063
16th September, 2023

Dy. General Manager- Corporate Relationship Department BSE Limited P J Towers, Dalal Street, Fort Mumbai 400 001	The Secretary National Stock Exchange of India Ltd. Exchange Plaza, 5 th Floor Plot No. C/1, G Block Bandra – Kurla Complex Bandra (East), Mumbai 400 051
Scrip Code: 505192	Scrip Code: SMLISUZU

Subject : 39th Annual General Meeting- Voting Results and Consolidated Scrutinizer's Report

Dear Sir,

With regard to the Company's 39th Annual General Meeting (AGM) held on Friday, 15th September, 2023 at 11:30 A.M. through Video Conferencing / Other Audio Visual means, please find enclosed the following:

- (a) Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- (b) Consolidated report of Scrutinizer dated 16th September, 2023 pursuant to Section 108 of the Companies Act, 2013.

This is for your information and record please.

Thanking you,

Yours faithfully
For **SML ISUZU LIMITED**

**Parvesh
Madan**

Digitally signed by Parvesh Madan
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cn=Parvesh Madan
Date: 2023.09.16 17:52:18 +05'30'

(PARVESH MADAN)

Company Secretary

ACS-31266

pmadan@smlisuzu.com

SML ISUZU Limited

Regd. Office & Works:

Village : Asron, Distt. Shahid Bhagat Singh Nagar (Nawanshahar) Punjab - 144533

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Corporate Office : 204-205, Sector 34-A, Chandigarh - 160135

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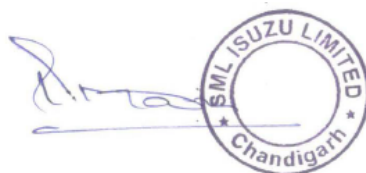
Trucks & Buses

Details of Resolutions passed at 39th Annual General Meeting of SML ISUZU LIMITED

Date of the AGM	15 th September, 2023 (Friday)
Total number of shareholders on record date (i.e 8 th September, 2023)	25,200
No. of shareholders present in the meeting either in person or through proxy: - Promoters and promoter group - Public	-- --
No. of shareholders attended the meeting through video conferencing: - Promoters and promoter group - Public	1 63

Agenda-wise

Item no.	Agenda	Resolution required (Ordinary/ Special)	Mode of voting	Remarks
ORDINARY BUSINESS				
1	To receive, consider and adopt the audited financial statements of the Company for the Financial Year ended 31st March 2023 and the reports of the Board of Directors and Auditors thereon.	Ordinary	Remote E-voting & E-Voting during at AGM	Passed with Requisite Majority
2	To appoint a Director in place of Mr. Masaki Morohoshi (DIN 07302404) , who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary	Remote E-voting & E-Voting during at AGM	Passed with Requisite Majority
3	To appoint a Director in place of Mr. Takashi Nishida (DIN 09699655) , who retires by rotation and being eligible, offers himself for re-appointment	Ordinary	Remote E-voting & E-Voting during at AGM	Passed with Requisite Majority



Date of AGM	15th September, 2023
Record Date	8th September, 2023
Total number of shareholders on record date	25200
No. of shareholders present in the meeting either in person or through proxy:	NA
Promoter and Promoter Group:	
No. of Shareholders attended the meeting through Video Conferencing:	
Promoter and Promoter Group:	1
Public:	63

(Agenda wise)

- 1 To receive, consider and adopt the audited financial statements of the Company for the Financial Year ended 31st March 2023 and the reports of the Board of Directors and Auditors thereon

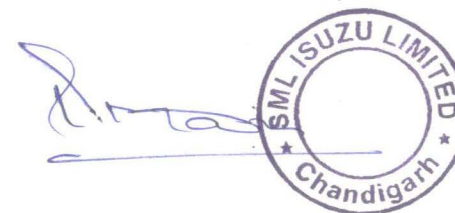
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter / promoter group are interested in the agenda / resolution?				No				
Category	Mode of Voting	No. of shares Held	No. of Votes Polled	% of Votes Polled on Outstanding shares	No. of votes in favour	No. of votes-against	% of Votes in favour on votes Polled	% of Votes against on votes Polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter & Promoter Group	E-Voting	6362306	6362306	100.00	6362306	0	100.0000	0.0000
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		6362306	100.00	6362306	0	100.0000	0.0000
Public-Institutions	E-Voting	57244	16129	28.18	16129	0	100.0000	0.0000
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		16129	28.18	16129	0	100.0000	0.0000
Public-Non Institutions	E-Voting	8052096	4739957	58.87	4739884	73	99.9985	0.0015
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		4739957	58.87	4739884	73	99.9985	0.0015
Total		14471646	11118392	76.83	11118319	73	99.9993	0.0007

The Resolution was passed with requisite majority.

- 2 To appoint a Director in place of Mr. Masaki Morohoshi (DIN 07302404), who retires by rotation and being eligible, offers himself for re-appointment

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter / promoter group are interested in the agenda / resolution?				Yes				
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)/(4)]*100
Promoter & Promoter Group	E-Voting	6362306	6362306	100.00	6362306	0	100.0000	0.0000
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		6362306	100.00	6362306	0	100.0000	0.0000
Public-Institutions	E-Voting	57244	16129	28.18	0	16129	0.000	100.000
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		16129	28.18	0	16129	0.0000	100.0000
Public-Non Institutions	E-Voting	8052096	4739957	58.87	4739883	74	99.9984	0.0016
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		4739957	58.87	4739883	74	99.9984	0.0016
Total		14471646	11118392	76.83	11102189	16203	99.8543	0.1457

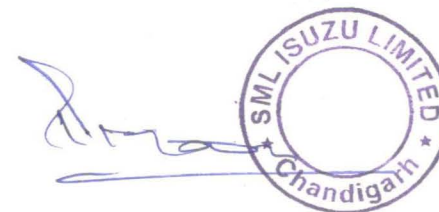
The Resolution was passed with requisite majority.



- 3 To appoint a Director in place of Mr. Takashi Nishida (DIN 09699655), who retires by rotation and being eligible, offers himself for re-appointment

Resolution required: (Ordinary / Special)				Ordinary				
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)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter & Promoter Group	E-Voting	6362306	6362306	100.00	6362306	0	100.0000	0.0000
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		6362306	100.00	6362306	0	100.0000	0.0000
Public-Institutions	E-Voting	57244	16129	28.18	3401	12728	21.0862	78.9138
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		16129	28.18	3401	12728	21.0862	78.9138
Public-Non Institutions	E-Voting	8052096	4739957	58.87	4739883	74	99.9984	0.0016
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		4739957	58.87	4739883	74	99.9984	0.0016
Total		14471646	11118392	76.83	11105590	12802	99.8849	0.1151

The Resolution was passed with requisite majority.



Consolidated Report of Scrutinizer

[Pursuant to section 108 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 as amended]

To,
The Chairman,
SML Isuzu Limited
Village Asron, District Nawanshahr,
Punjab – 144533.

39th Annual General Meeting of the Equity Shareholders of SML Isuzu Limited held on Friday, the 15th September, 2023 at 11.30 A.M. conducted through Video Conferencing / Other Audio Visual Means.

Dear Sir,

1. I, Kanwaljit Singh Thanewal, Practicing Company Secretary, at S.C.O. 64-65, 1st Floor, Sector 17-A, Madhya Marg, Chandigarh was appointed as Scrutinizer by the Board of Directors of **SML Isuzu Limited** (the Company) for the purpose of scrutinizing the e-voting process (remote e-voting) and e-voting during AGM pursuant to section 108 of the Companies Act, 2013 read with rule 20 & 21 of the Companies (Management and Administration) Rules, 2014, as amended, in respect of the below mentioned resolutions proposed at the 39th Annual General Meeting (AGM) of the Equity Shareholders of SML Isuzu Limited held on 15th September, 2023 at 11.30 A.M. conducted through Video Conferencing / Other Audio Visual Means ("VC").
2. The notice dated 4th August, 2023, as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions proposed at the 39th AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/Depositories, in compliance with the MCA Circular dated 5th May, 2020 read with circulars dated 8th April, 2020, 13th April, 2020, 13th January, 2021,



14th December, 2021, 5th May, 2022, and 28th December, 2022 (collectively referred to as "MCA Circulars") and SEBI Circular dated 12th May, 2020, 15th January, 2021, 13th May, 2022 and 5th January, 2023.

3. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means (by remote e-voting) and e-voting during the Annual General Meeting on the resolutions proposed in the Notice of the 39th Annual General Meeting of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process both through remote e-voting and e-voting during the meeting are conducted in a fair and transparent manner and render a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman on the resolutions, based on the reports generated from the electronic voting system provided by National Securities Depository Limited (NSDL).
4. The Company had arranged the services of NSDL from 11th September, 2023 (from 9.00 A.M.) to 14th September, 2023 (upto 5.00 P.M.). The voting rights were reckoned as on 8th September, 2023 being the Cut-off date for the purpose of deciding the entitlements of members at the remotee-voting.
5. During the 39th AGM of the Company held on 15th September, 2023, it was informed that the facility of E-voting is available during the meeting for the members who have not cast their vote previously through remote e-voting and are attending the Meeting through video conferencing.
6. The results of remote e-voting and e-voting during the AGM were unblocked by me on 15th September, 2023 in the presence of two witnesses who are not in the employment of the Company.

The consolidated results of voting are as under:

ORDINARY BUSINESS:

(1) As an Ordinary Resolution-Item no. 1

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2023 and the Reports of the Board of Directors and Auditors thereon.



Particulars	Consolidated Details of Valid Votes		Votes Cast in Favour		Votes Cast Against		Invalid Votes	
	Total No. of Members	Total No. of shares/ votes held	No. of Members	No. of shares/ Votes	No. of Members	No. of shares/Votes	No. of Members	No. of shares/Votes
Detail of voting	138	11118392	134	11118319	4	73	--	-
% to total valid votes				99.9993%		0.0007%		

(2) As an Ordinary Resolution-Item no. 2

To appoint a Director in place of Mr. Masaki Morohoshi (DIN: 07302404), who retires by rotation and being eligible, offers himself for re-appointment.

Particulars	Consolidated Details of Valid Votes		Votes Cast in Favour		Votes Cast Against		Invalid Votes	
	Total No. of Members	Total No. of shares/ votes held	No. of Members	No. of shares/ Votes	No. of Members	No. of shares/Votes	No. of Members	No. of shares/Votes
Detail of voting	138	11118392	123	11102189	15	16203	-	-
% to total valid votes				99.8543%		0.1457%		

(3) As an Ordinary Resolution-Item no. 3

To appoint a Director in place of Mr. Takashi Nishida (DIN: 09699655), who retires by rotation and being eligible, offers himself for re-appointment.

Particulars	Consolidated Details of Valid Votes		Votes Cast in Favour		Votes Cast Against		Invalid Votes	
	Total No. of Members	Total No. of shares/ votes held	No. of Members	No. of shares/ Votes	No. of Members	No. of shares/Votes	No. of Members	No. of shares/Votes
Detail of voting	138	11118392	124	11105590	14	12802	-	-
% to total valid votes				99.8849%		0.1151%		

7. Based on the votes cast in favour / against on the aforesaid resolutions by remote e-voting and e-voting during the AGM, all 3 (Three) resolutions were passed with requisite majority.



8. I hereby confirm that the electronic data, registers and all other relevant records related to remote e-voting and e-voting during the AGM is under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman/ MD & CEO consider, approves and signs the minutes of the AGM.

Thanking you,
Yours Sincerely,



Kanwaljit Singh Thanewal
Company Secretary in Practice
CP No. 5870
FCS No. 5901
Date: 16.09.2023
Place: Chandigarh
UDIN: F005901E001022171
Peer Review Certificate No.:2319/2022

For SML ISUZU LIMITED

(JUNYA YAMANISHI)
Managing Director & CEO