

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 <sup>th</sup> Floor Plot No. C/1, G Block Bandra – Kurla Complex Bandra (East), Mumbai 400 051
<b>Scrip Code: 505192</b>	<b>Scrip Code: SMLISUZU</b>

**Subject : Proceedings of 37<sup>th</sup> Annual General Meeting**

Dear Sir,

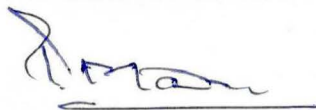
Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“the SEBI Regulations”), please find enclosed proceedings of 37<sup>th</sup> Annual General Meeting of the Company held on Friday, 30<sup>th</sup> July, 2021 through Video Conferencing / Other Audio Visual Means.

Please note that pursuant to Regulation 44 of the SEBI Regulations, voting results will be submitted to Stock Exchange(s) on or before 3<sup>rd</sup> July, 2021 and will also be placed on the website of the Company ([www.smlisuzu.com](http://www.smlisuzu.com)).

This is for your information and record please.

Thanking you,

Yours faithfully  
For **SML ISUZU LIMITED**



**(PARVESH MADAN)**  
Company Secretary  
ACS-31266  
[pmadan@smlisuzu.com](mailto:pmadan@smlisuzu.com)

**SML ISUZU Limited**

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**Regd. Office & Works:**

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**SUMMARY OF PROCEEDINGS OF 37th ANNUAL GENERAL MEETING (AGM) OF SML ISUZU LIMITED HELD ON FRIDAY, 30<sup>th</sup> JULY, 2021 AT VILLAGE ASRON, DISTT. SHAHID BHAGAT SINGH NAGAR (NAWANSHAHR), PUNJAB (DEEMED VENUE).**

The 37<sup>th</sup> Annual General Meeting (AGM) of the Company was held on 30<sup>th</sup> July, 2021 (Friday) at 1:00 PM through Video Conferencing (VC) / Other Audio Visual Means (OAVM) in compliance with the applicable provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and the General Circulars issued by the Ministry of Corporate Affairs ("MCA") and Circulars issued by the Securities and Exchange Board of India ("SEBI").

The following Directors were present :

S. No.	Name of the Director	Designation	Attended through VC from
1	Mr. S.K. Tuteja (DIN 00594076)	- Chairman (Independent Director) - Chairman of the Audit Committee & Stakeholders Relationship Committee	Bengaluru, India
2	Mr. Sudhir Nayar (DIN 00200415)	Independent Director and Chairman of the Nomination & Remuneration Committee and Risk Management Committee	New Delhi, India
3	Dr. (Mrs.) Vasantha S. Bharucha (DIN 02163753)	Independent Director and Chairman of CSR Committee	New Delhi, India
4	Mr. C. S. Verma (DIN 00121756)	Independent Director	New Delhi, India
5	Mr. Gota Iwanami (DIN 08094102)	Non-Executive Non-Independent Director	Tokyo, Japan
6	Mr. Eiichi Seto (DIN 02704734)	Non-Executive Non-Independent Director	Fukuoka, Japan
7	Mr. Takuro Horikoshi (DIN 09102449)	Non-Executive Non-Independent Director	Tokyo, Japan
8	Mr. Junya Yamanishi (DIN 09174162)	Managing Director & CEO	Tokyo, Japan
9	Mr. Tadanao Yamamoto (DIN 8291307)	Director-Quality Assurance	Kawasaki, Japan

**Special Invitees – Company's Senior Management :**

Name of the Executive	Designation	Attended the meeting through VC from
Mr. M S Ramta	ED-Works	SMLI Plant – Village Asron, Shahid Bhagat Singh Nagar, Punjab, India
Mr. Hiroshi Ota	SVP-Corporate Planning	Chandigarh, India
Mr. Junji Tonoshima	SVP-Marketing	Chandigarh, India
Mr. Rakesh Bhalla	Chief Financial Officer (CFO)	Chandigarh, India

**For SML ISUZU LIMITED**

  
**(PARVESH MADAN)**  
Company Secretary &  
Compliance Officer  
ACS-31266

Trucks & Buses

**In attendance – Company’s Executives:**

Name of the Executive	Designation	Attended the meeting through VC from
Mr. Parvesh Madan	Company Secretary	Chandigarh, India

**In attendance – Others:**

Name of the Executive	Designation	Attended the meeting through VC from
Mr. Naresh Anand	Representative, Walker Chandiook & Co LLP, Statutory Auditors	Chandigarh, India
Mr. Ajay Arora	Secretarial Auditor	Chandigarh, India
Mr. Kanwaljit Singh Thanewal	Scrutinizer	Chandigarh, India

Company Secretary welcomed the Members who were participating in the AGM through VC/OAVM and briefed them about certain important points regarding the Meeting.

Thereafter, the Company Secretary requested the Directors present at the Meeting to introduce themselves. He also confirmed the presence of senior management, representative of statutory auditors, secretarial auditor and scrutinizer.

He then requested the Chairman - Mr. S. K. Tuteja to chair the meeting.

Chairman then confirmed that the requisite quorum is present and declared the meeting open. Thereafter, he addressed the Members.

With profound grief, he informed about the sad demise of Mr. Pankaj Bajaj, Non-executive Director of the Company on 3rd June 2021 and offered, on behalf of the Board, the heartfelt condolences to his family.

Thereafter, the Company Secretary read the Auditors' Report (relevant extracts) and the Agenda Items. He further informed the Members that Auditors have issued a clean report for FY 2020-21.

Chairman then informed the Members that the Company had provided remote e-voting facility to the Members entitled to cast their vote on all the Resolutions as set out in the Notice of AGM. He also conveyed that the facility for voting through electronic voting system is available during the AGM and the Members who have not cast their vote by remote e-voting are entitled to exercise their right to vote by e-voting during the AGM and a time period of 15 minutes would be available for e-voting after conclusion of the Meeting.

For SML ISUZU LIMITED

  
(PARVESH MADAN)  
Company Secretary &  
Compliance Officer  
ACS-31266

The following businesses were then transacted at the meeting :

1. Adoption of Audited Financial Statements of the Company for the year ended 31<sup>st</sup> March 2021 along with the reports of the Board of Directors and Auditors thereon. (as an Ordinary Resolution)
2. Re-appointment of **Mr. Gota Iwanami** (DIN 08094102), as Director, who retires by rotation and being eligible, offers himself for re-appointment. (as an Ordinary Resolution)
3. Re-appointment of **Mr. Eiichi Seto** (DIN 02704734), as Director, who retires by rotation and being eligible, offers himself for re-appointment. (as an Ordinary Resolution)
4. Appointment of **Mr. Takuro Horikoshi** (DIN 09102449), as Director liable to retire by rotation (as an Ordinary Resolution)
5. Appointment of **Mr. Junya Yamanishi** (DIN 09174162) as Director not liable to retire by rotation (as an Ordinary Resolution)
6. Appointment of **Mr. Junya Yamanishi** (DIN 09174162) as Managing Director & Chief Executive Officer (as a Special Resolution)
7. Re-appointment of **Mr. Tadanoo Yamamoto** (DIN 08291307) as Whole-time Director designated as Director – Quality Assurance (as a Special Resolution)
8. Remuneration to Independent Directors in case of no profits / inadequate profits (as an Ordinary Resolution)

Thereafter, the Chairman invited queries from the Members and appropriate response was provided against the queries raised by the Members.

Managing Director & CEO then thanked the Members present and declared the meeting closed at 01:45 PM (including time allowed for e-voting at AGM).

For SML ISUZU LIMITED

  
(PARVESH MADAN)  
Company Secretary &  
Compliance Officer  
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