

SML/SEC/2019
1st October, 2019

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 : Proceedings of 35th Annual General Meeting

Dear Sir,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed proceedings of 35th Annual General Meeting of the Company held on Monday, 30th September, 2019 at 1:00 PM at its Registered Office at Village Asron, District Nawanshahr, Punjab 144 533.

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**SML ISUZU Limited**

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Regd. Office & Works:

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PROCEEDINGS OF THE 35th ANNUAL GENERAL MEETING OF SML ISUZU LIMITED HELD ON MONDAY, 30th SEPTEMBER, 2019 AT 1.00 PM AT ITS REGISTERED OFFICE AT VILLAGE ASRON, DISTT. SHAHID BHAGAT SINGH NAGAR (NAWANSHAHR), PUNJAB

Mr. S.K. Tuteja, Chairman of the Company, welcomed the Shareholders, Directors and others at the 35th Annual General Meeting (AGM).

The Chairman conveyed that Mr. Gota Iwanami and Mr. Kazuo Goda were pre-occupied with other commitments and therefore could not attend the meeting. All other Directors, representative of Statutory Auditors, the Secretarial Auditor and the Scrutinizer were present at the meeting.

The quorum being present Chairman declared the meeting open. Thereafter, the Chairman delivered his speech.

The Company Secretary read the Statutory Auditors Report, the Secretarial Audit Report and the Agenda Items.

The Company Secretary informed the members that remote e-voting facility was provided by the Company to all the members and the members who have not exercised their right to vote through e-voting may exercise the same at the meeting through Ballot paper.

The Chairman then explained the objectives and implications of the Resolutions proposed and before ordering the Poll, he invited the Members for their queries and observations.

Thereafter, the following resolutions were put to vote at the meeting (through Ballot Paper):

1. Adoption of Audited Financial Statements of the Company for the year ended 31st March 2019 along with the reports of the Board of Directors and Auditors thereon. (as an Ordinary Resolution)
2. Declaration of dividend of Rs. 3.00 per equity share of Rs. 10 each for the financial year ended 31st March 2019. (as an Ordinary Resolution)
3. Re-appointment of Mr. Gota Iwanami (DIN 08094102) as Director, who retires by rotation. (as an Ordinary Resolution)
4. Re-appointment of Mr. Kazuo Goda (DIN 07572151) as Director, who retires by rotation. (as an Ordinary Resolution)
5. Re-appointment of Mr. S.K. Tuteja (DIN 00594076) as an Independent Director (as a Special Resolution)
6. Continuation of appointment of Mr. S.K. Tuteja (DIN 00594076) as an Independent Director (as a Special Resolution)



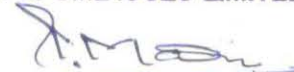
7. Re-appointment of Mr. Sudhir Nayar (DIN 00200415) as an Independent Director (as a Special resolution)
8. Re-appointment of Dr. (Mrs.) Vasantha S. Bharucha (DIN 02163753) as an Independent Director (as a Special resolution)
9. Continuation of appointment of Dr. (Mrs.) Vasantha S. Bharucha (DIN 02163753) as an Independent Director (as a Special resolution)
10. Appointment of Mr. Chandra Shekhar Verma (DIN 00121756) as an Independent Director (as an Ordinary resolution)
11. Re-appointment of Mr. Gopal Bansal (DIN 06836592) as Whole-time Director designated as Whole-time Director & Chief Financial officer. (as a Special Resolution)
12. Appointment of Mr. Tadanao Yamamoto (DIN 08291307) as Director (as an Ordinary resolution)
13. Appointment of Mr. Tadanao Yamamoto (DIN 08291307) as Whole-time Director designated as Director – Quality Assurance (as a Special resolution)

None of the Members present at the meeting exercised their right to vote through Ballot paper.

Thereafter, the Chairman informed the Members that Mr. Ajay K. Arora, a practicing Company Secretary (Membership No F-2191), was appointed as scrutinizer to scrutinize the remote e-voting and voting at AGM and the consolidated results of remote e-voting and voting at AGM would be intimated to the Stock Exchanges within 48 hours of the conclusion of the meeting and will also be posted on the website and Notice Board of the Company.

Whole-time Director & Chief Financial Officer then thanked the members present and declared the meeting closed at 2:00 PM.

For SML ISUZU LIMITED



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