

SML/SEC/2020  
24<sup>th</sup> August, 2020

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 36<sup>th</sup> Annual General Meeting**

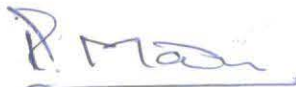
Dear Sir,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed proceedings of 36<sup>th</sup> Annual General Meeting of the Company held on Monday, 24<sup>th</sup> August, 2020 at 11:00 AM through Video Conferencing / Other Audio Visual Means.

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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Trucks &amp; Buses

**SUMMARY OF PROCEEDINGS OF 36th ANNUAL GENERAL MEETING OF SML ISUZU LIMITED HELD ON MONDAY, 24<sup>th</sup> AUGUST, 2020 AT 11:00 AM AT VILLAGE ASRON, DISTT. SHAHID BHAGAT SINGH NAGAR (NAWANSHAHR), PUNJAB (DEEMED VENUE).**

The 36<sup>th</sup> Annual General Meeting (AGM) of the Company was held on 24<sup>th</sup> August, 2020 (Monday) at 11:00 AM through Video Conferencing (VC) / Other Audio Visual Means (OAVM) in compliance with General Circular No. 14/2020 dated 8<sup>th</sup> April, 2020, General Circular No. 17 /2020 dated 13<sup>th</sup> April, 2020 read with General Circular No. 20/2020 dated 5<sup>th</sup> May, 2020 issued by the Ministry of Corporate Affairs and other applicable provisions of the Companies Act, 2013 read with Rules made thereunder.

The following Directors were present :

S. No.	Name of the Director	Designation	Attended the meeting through VC from
1	Mr. S.K. Tuteja (DIN 00594076)	- Independent Director and Chairman. - Chairman of the Audit Committee & Stakeholders Relationship Committee	New Delhi, 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. Eiichi Seto (DIN 02704734)	Non-Executive Non-Independent Director	Nagasaki, Japan
6	Mr. Gota Iwanami (DIN 08094102)	Non-Executive Non-Independent Director	Tokyo, Japan
7	Mr. Noboru Murakami (DIN 08803344)	Non-Executive Non-Independent Director	Tokyo, Japan
8	Mr. Masaki Morohoshi (DIN 07302404)	Non-Executive Non-Independent Director	Kawasaki, Japan
9	Mr. Pankaj Bajaj (DIN 00337925)	Non-Executive Non-Independent Director	New Delhi, India
10	Mr. Yugo Hashimoto (DIN 08165797)	Managing Director & CEO	Tokyo, Japan
11	Mr. Gopal Bansal (DIN 06836592)	Whole-time Director & CFO	Chandigarh, India
12	Mr. Tadanao Yamamoto (DIN 8291307)	Director-Quality Assurance	Kawasaki, Japan



In attendance – Company 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. Ashwin Bakshi	Partner, B S R & Associates LLP, Statutory Auditors	New Delhi, India
Mr. Ajay Arora	Secretarial Auditor	Chandigarh, India
Mr. Kanwaljit Singh Thanewal	Scrutinizer	Chandigarh, India

Whole-time Director & CFO, welcomed the Shareholders, Directors and others at the 36<sup>th</sup> Annual General Meeting (AGM).

Company Secretary briefed the shareholders about certain important points regarding the Meeting and thereafter requested the Chairman, Mr. S K Tuteja to chair the meeting.

Chairman welcomed all the Shareholders and asked all the fellow colleagues on the Board to introduce themselves.

The quorum being present Chairman declared the meeting open. Thereafter, the Chairman addressed the Shareholders.

The Company Secretary read the Auditors Report (relevant extracts) and the Agenda Items.

Thereafter, the Chairman 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.

He added that Mr. Kanwaljit Singh Thanewal, a practicing Company Secretary (Membership No F-5901), was appointed as scrutinizer to scrutinize the e-voting at AGM and that the consolidated results of remote e-voting and e-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.



Thereafter, 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 2020 along with the reports of the Board of Directors and Auditors thereon. (as an Ordinary Resolution)
2. Re-appointment of Mr. Masaki Morohoshi (DIN 07302404), as Director, who retires by rotation and being eligible, offers himself for re-appointment. (as an Ordinary Resolution)
3. Re-appointment of Mr. Pankaj Bajaj (DIN 00337925), as Director, who retires by rotation and being eligible, offers himself for re-appointment. (as an Ordinary Resolution)
4. Appointment of M/s. Walker Chandiook & Co LLP (Firm's Registration No. 001076N/N500013) as Statutory Auditors for a term of five years (as an Ordinary Resolution)
5. Appointment of Mr. Noboru Murakami (DIN 08803344), as Director liable to retire by rotation (as an Ordinary Resolution)

The Chairman then called the names of Members who had registered themselves as speakers to express their views and queries.

The 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 11:59 AM (including time allowed for e-voting at AGM).

**For SML ISUZU LIMITED**

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