

SML/SEC/2024-25-027  
25<sup>th</sup> May, 2024

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, 5th Floor, Plot no. C/1, G Block Bandra- Kurla Complex Bandra (E), Mumbai – 400 051
<b>Scrip Code: 505192</b>	<b>Scrip Code: SMLISUZU</b>

**Sub: Voting Results of Postal Ballot and Scrutinizer's Report**

Dear Sir(s),

In furtherance to our letters dated 15<sup>th</sup> March, 2024 and 23<sup>rd</sup> April, 2024, this is to inform that the Ordinary Resolutions as set out in the Postal Ballot Notice dated 15<sup>th</sup> April, 2024 have been approved by the Members of the Company with requisite majority in respect of the following:

1. Appointment of **Mr. Ryusuke Miyake** (DIN: 10569281) as Non-Executive (Non-Independent) Director of the Company liable to retire by rotation
2. Appointment of **Mr. Takahiro Jitosh** (DIN: 10551351) as Non-Executive (Non-Independent) Director of the Company liable to retire by rotation

The Remote E-voting period began on Wednesday, 24<sup>th</sup> April, 2024 at 9:00 A.M. (IST) and ended on Thursday, 23<sup>rd</sup> May, 2024 at 5:00 P.M. (IST) and thereafter, the Scrutinizer, Mr. Kanwaljit Singh, a Practicing Company Secretary, (Membership No: 5901; CP No. 5870) submitted his report on the voting results.

The details of the voting results of the Postal Ballot are enclosed in the format prescribed under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, along with the Scrutinizer's Report.

The same is being uploaded on the website of the Company ([www.smlisuzu.com](http://www.smlisuzu.com)) and NSDL (<https://www.evoting.nsdl.com/>).

Kindly take the same on record.

Thanking you,

Yours truly,

For **SML ISUZU LIMITED**

**(PARVESH MADAN)**

Company Secretary & Compliance Officer

ACS-31266

[pmadan@smlisuzu.com](mailto:pmadan@smlisuzu.com)

**SML ISUZU Limited**

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

T +91 172 2647700-10 F +91 172 2615111

**Regd. Office & Works:**

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

T +91 1881 270255 F +91 1881 270223 W [www.smlisuzu.com](http://www.smlisuzu.com) CIN L50101PB1983PLC005516

Trucks & Buses

## Resolution (1)

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				As Ordinary Resolution: Appointment of Mr. Ryusuke Miyake (DIN: 10569281) as Non-Executive (Non-Independent) Director of the Company liable to retire by rotation				
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	6362306	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		6362306	100.0000	6362306	0	100.0000	0.0000
	<b>Total</b>		6362306	6362306	100.0000	6362306	0	100.0000
Public- Institutions	E-Voting	97559	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		12505	12.8179	0	12505	0.0000	100.0000
	<b>Total</b>		97559	12505	12.8179	0	12505	0.0000
Public- Non Institutions	E-Voting	8011781	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		5109635	63.7765	5109220	415	99.9919	0.0081
	<b>Total</b>		8011781	5109635	63.7765	5109220	415	99.9919
<b>Total</b>		<b>14471646</b>	<b>11484446</b>	<b>79.3583</b>	<b>11471526</b>	<b>12920</b>	<b>99.8875</b>	<b>0.1125</b>
The resolution was passed with requisite majority								



## Resolution (2)

<b>Resolution required:(Ordinary / Special)</b>				Ordinary				
<b>Whether promoter/promoter group are interested in the genda/resolution?</b>				Yes				
<b>Description of resolution considered</b>				As Ordinary Resolution : Appointment of Mr. Takahiro Jitoshō (DIN: 10551351) as Non-Executive (Non-Independent) Director of the Company liable to retire by rotation				
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
<b>Promoter and Promoter Group</b>	E-Voting	6362306	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		6362306	100.0000	6362306	0	100.0000	0.0000
	<b>Total</b>		<b>6362306</b>	<b>6362306</b>	<b>100.0000</b>	<b>6362306</b>	<b>0</b>	<b>100.0000</b>
<b>Public- Institutions</b>	E-Voting	97559	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		12505	12.8179	0	12505	0.0000	100.0000
	<b>Total</b>		<b>97559</b>	<b>12505</b>	<b>12.8179</b>	<b>0</b>	<b>12505</b>	<b>0.0000</b>
<b>Public- Non Institutions</b>	E-Voting	8011781	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		5109635	63.7765	5109370	265	99.9948	0.0052
	<b>Total</b>		<b>8011781</b>	<b>5109635</b>	<b>63.7765</b>	<b>5109370</b>	<b>265</b>	<b>99.9948</b>
<b>Total</b>		<b>14471646</b>	<b>11484446</b>	<b>79.3583</b>	<b>11471676</b>	<b>12770</b>	<b>99.8888</b>	<b>0.1112</b>
<b>The resolution was passed with requisite majority</b>								



**KANWALJIT SINGH**

B. Com., F.C.S., I.P.

GSTIN : 04ADNPT2219E1ZO  
S.C.O. 64-65, 1st Floor,  
Sector 17-A, Madhya Marg,  
Chandigarh - 160 017  
Ph.: 0172-2701906  
Mobile : +91-99153 43212  
E-mail : kanwalcs@gmail.com

**Report of Scrutinizer**

[Pursuant to Section 108 and 110 of the Companies Act, 2013 and Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 as amended]

To,

The Chairman,  
SML Isuzu Limited  
Village Asron,  
District Nawashahr,  
Punjab - 144533

**Result of Postal Ballot of SML Isuzu Limited**

Dear Sir,

1. I, Kanwaljit Singh Thanewal, Practicing Company Secretary, at S.C.O. 64-65, 1<sup>st</sup> Floor, Sector 17 A, Madhya Marg, Chandigarh was appointed as Scrutinizer by the Board of Directors of **SML Isuzu Limited** (the Company), in their meeting held on 15<sup>th</sup> March, 2024 for the purpose of scrutinizing the e-voting process (remote e-voting) of Postal Ballot pursuant to the provisions of Sections 108 and 110 and all other applicable provisions of the Companies Act, 2013 ("the Act") read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules") (including any statutory modification(s) or reenactment(s) thereof, for the time being in force) and in accordance with the guidelines prescribed by the Ministry of Corporate Affairs for, inter-alia, conducting postal ballot through e-voting vide General Circulars Nos. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020, 22/2020 dated 15th June, 2020, 33/2020 dated 28th September, 2020, 39/2020 dated 31st December, 2020, 10/2021 dated 23<sup>rd</sup> June, 2021, 20/2021 dated 8th December, 2021, 03/2022 dated 5th May, 2022, 11/2022 dated 28<sup>th</sup> December, 2022, and 09/2023 dated 25<sup>th</sup> September, 2023 ("MCA Circulars"), Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR"), Secretarial Standard - 2 ("SS-2") issued by the Institute of Company Secretaries of India and other applicable laws and regulations, if any, in respect of the following resolutions stated in the Notice of the Postal Ballot dated 15<sup>th</sup> April, 2024 proposed to be passed by the equity shareholders of the Company:

Sr. No.	Description of Ordinary Resolutions
1	Appointment of Mr. Ryusuke Miyake (DIN: 10569281) as Non-Executive (Non-Independent) Director of the Company liable to retire by rotation.
2	Appointment of Mr. Takahiro Jitoshō (DIN: 10551351) as Non-Executive (Non-Independent) Director of the Company liable to retire by rotation.



2. 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) of postal ballot by the shareholders on the resolution proposed is the responsibility of the Management. My responsibility as a Scrutinizer is to ensure that the voting process through electronic means of postal ballot are conducted in a fair and transparent manner and render scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or any other person authorized, on the resolution, based on the reports generated from the electronic voting system provided by National Securities Depository Limited (NSDL).
3. In accordance with the Notice of the Postal Ballot dated 15<sup>th</sup> April, 2024, dispatch of which to the shareholders by prescribed modes was completed on 23<sup>rd</sup> April, 2024. The remote e-voting for Postal Ballot of the Company commenced on 24<sup>th</sup> April, 2024 at 9.00 A.M. (IST) and ended on 23<sup>rd</sup> May, 2024 at 5.00 P.M. (IST). The remote e-voting facility was provided by NSDL.
4. The Equity Shareholders holding shares as on 19<sup>th</sup> April, 2024 (the "Cut-off Date"), were entitled to vote on the resolutions stated in the Notice of the Postal Ballot.

The results of remote e-voting are as under:

1. **As an Ordinary Resolution: Appointment of Mr. Ryusuke Miyake (DIN: 10569281) as Non-Executive (Non-Independent) Director of the Company liable to retire by rotation.**

Mode of Voting	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
Postal Ballot through E-voting	167	11484446	150	11471526	17	12920	-	-
% to total valid votes				99.89%		0.11%		

2. **As an Ordinary Resolution: Appointment of Mr. Takahiro Jitoshō (DIN: 10551351) as Non-Executive (Non-Independent) Director of the Company liable to retire by rotation.**

Mode of Voting	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
Postal Ballot through E-voting	167	11484446	151	11471676	16	12770	-	-
% to total valid votes				99.89%		0.11%		



5. Based on the votes cast in favour / against on the aforesaid resolutions by remote e-voting, Resolution No. 1 & 2 of Postal Ballot Notice dated 15<sup>th</sup> April, 2024 has been passed with requisite majority.
  
6. Register of postal ballot and other relevant records of voting process given/provided/maintained in electronic mode will remain in my custody until the Chairman considers, approves, and signs the Minutes of postal ballot and the same shall be handed over to the Company Secretary of the Company for safe keeping.

Thanking you,

Yours Sincerely,



Kanwaljit Singh Thanewal  
Company Secretary in Practice  
CP No. 5870  
FCS No. 5901

UDIN: F005901F000437332

Date: 24.05.2024

Place: Chandigarh

Peer Review Cert. No.: 2319/2022



**Note:**

1. This report is based on the votes casted in through E-Voting.