

SML/SEC/2023-094  
29th December, 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, 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 letter dated 28<sup>th</sup> November, 2023, this is to inform that the Ordinary Resolution as set out in the Postal Ballot Notice dated 25<sup>th</sup> November, 2023 regarding appointment of Mr. Takashi Sakuma (DIN: 09113520) as Non-Executive (Non-Independent) Director of the Company (liable to retire by rotation), have been approved by the Members of the Company with requisite majority.

The Remote E-voting period started on Wednesday, 29<sup>th</sup> November, 2023 at 9:00 A.M. (IST) and ended on Thursday, 28<sup>th</sup> December, 2023 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.

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 will also be available 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

**SML ISUZU Limited**

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**Regd. Office & Works:**

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

Trucks & Buses

<b>Name of Company</b>	SML ISUZU LIMITED
<b>Date of Notice of Postal Ballot</b>	25.11.2023
<b>Total number of shareholders on record date (24.11.2023)</b>	24679
<b>No. of shareholders present in the meeting either in person or through proxy:</b> Promoter and Promoter Group: Public:	Not Applicable
<b>No. of Shareholders attended the meeting through Video Conferencing:</b> Promoter and Promoter Group: Public:	Not Applicable

(Agenda wise)

- 1 As an Ordinary Resolution: Appointment of Mr. Takashi Sakuma (DIN: 09113520) as Non-Executive (Non-Independent) Director of the Company who is liable to retire by rotation

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	0	0.00	0	0	0.000	0.000
	Poll		0	0.00	0	0	0.000	0.000
	Postal Ballot (if applicable)		6362306	100.00	6362306	0	100.000	0.000
	<b>Total</b>		<b>6362306</b>	<b>100.00</b>	<b>6362306</b>	<b>0</b>	<b>100.000</b>	<b>0.000</b>
Public-Institutions	E-Voting	101325	0	0.00	0	0	0.000	0.000
	Poll		0	0.00	0	0	0.000	0.000
	Postal Ballot (if applicable)		12911	12.74	0	12911	0.000	0.000
	<b>Total</b>		<b>12911</b>	<b>12.74</b>	<b>0</b>	<b>12911</b>	<b>0.000</b>	<b>100.000</b>
Public-Non Institutions	E-Voting	8008015	0	0.00	0	0	0.000	0.000
	Poll		0	0.00	0	0	0.000	0.000
	Postal Ballot (if applicable)		4878736	60.92	4878395	341	60.919	0.000
	<b>Total</b>		<b>4878736</b>	<b>60.92</b>	<b>4878395</b>	<b>341</b>	<b>99.993</b>	<b>0.007</b>
<b>Total</b>		<b>14471646</b>	<b>11253953</b>	<b>77.77</b>	<b>11240701</b>	<b>13252</b>	<b>99.882</b>	<b>0.118</b>

The Resolution was passed with requisite majority.



**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 Ason,  
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 3<sup>rd</sup> November, 2023 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 resolution stated in the Notice of the Postal Ballot dated 25<sup>th</sup> November, 2023 proposed to be passed by the equity shareholders of the Company:

Sr. No.	Description of Ordinary Resolution
1	Appointment of Mr. Takashi Sakuma (DIN: 09113520) 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 25<sup>th</sup> November, 2023, dispatch of which to the shareholders by prescribed modes was completed on 28<sup>th</sup> November, 2023. The remote e-voting for Postal Ballot of the Company commenced on 29<sup>th</sup> November, 2023 at 9.00 A.M. (IST) and ended on 28<sup>th</sup> December, 2023 at 5.00 P.M. (IST). The remote e-voting facility was provided by NSDL.
4. The Equity Shareholders holding shares as on 24<sup>th</sup> November, 2023 (the "Cut-off Date"), were entitled to vote on the resolution 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. Takashi Sakuma (DIN: 09113520) 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	166	11253953	150	11240701	16	13252	-	-
% to total valid votes				99.88%		0.12%		

5. Based on the votes cast in favour / against on the aforesaid resolution by remote e-voting, Resolution No. 1 of Postal Ballot Notice dated 25<sup>th</sup> November, 2023 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: F005901E003063439  
Date: 29.12.2023  
Place: Chandigarh  
Peer Review Cert. No.: 2319/2022

For SML ISUZU LIMITED

(JUNYA YAMANISHI)  
Managing Director & CEO

Note:

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