

SML/SEC/2025-26-065
26th September, 2025

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 41st Annual General Meeting of SML ISUZU LIMITED

Dear Sir,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“the SEBI Regulations”), please find enclosed proceedings of 41st Annual General Meeting of the Company held today - **Friday, 26th September, 2025** through Video Conferencing / Other Audio Visual Means.

The AGM commenced at 4:00 P.M. and concluded at 05:03 P.M.

Please note that pursuant to Regulation 44 of the SEBI Regulations, voting results will be submitted to Stock Exchange(s) within 48 hours of conclusion of AGM and will also be placed on the website of the Company (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

SUMMARY OF PROCEEDINGS OF 41ST ANNUAL GENERAL MEETING (AGM) OF SML ISUZU LIMITED HELD ON FRIDAY, 26TH SEPTEMBER, 2025 AT 4:00 PM.

DEEMED VENUE: VILLAGE ASRON, DISTT. SHAHID BHAGAT SINGH NAGAR (NAWANSHAHR), PUNJAB.

The 41st Annual General Meeting (AGM) of the Company was held on 26th September, 2025 (Friday) at 4:00 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 and Membership of Committees	Attended through VC from
1.	Mr. Vinod Kumar Sahay	Executive Chairman - Audit Committee [M] - Nomination & Remuneration Committee [M]	Chandigarh
2.	Dr. Venkataraman Srinivas	Executive Director and Chief Executive Officer (CEO) - Risk Management Committee [M]	USA
3.	Mr. C. S. Verma	Independent Director - Stakeholders Relationship Committee [C] - Nomination & Remuneration Committee [M] and - Corporate Social Responsibility (CSR) Committee [M]	New Delhi
4.	Mr. Ravi Venkatraman	Independent Director - Audit Committee [C] - Risk Management Committee [C] - Nomination & Remuneration Committee [M]	Mumbai

S. No.	Name of the Director	Designation and Membership of Committees	Attended through VC from
5.	Mr. Arun Kumar Malhotra	Independent Director - Corporate Social Responsibility (CSR) Committee [C] - Audit Committee [M] - Stakeholders Relationship Committee [M]	Gurgaon
6.	Ms. Smita Mankad	Independent Director - Nomination & Remuneration Committee [C]	Mumbai
7.	Ms. Mahima Chugh	Non-Executive Non-Independent Director - Stakeholders Relationship Committee [M] - Risk Management Committee [M] - Corporate Social Responsibility (CSR) Committee [M]	Mumbai

In attendance – Company’s Executive:

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

Special Invitees – Company’s Senior Management:

Name of the Executive	Designation	Attended the meeting through VC from
Mr. Rakesh Bhalla	Chief Financial Officer (CFO)	Chandigarh
Ms. Manaswini Goel	CFO- Trucks & Buses, Aerospace & Defence (Mahindra Group)	Chandigarh
Mr. Ritesh Agrawal	Chief Operating Officer (COO)	Chandigarh
Mr. Pushkar Patwardhan	Chief Financial Officer (CFO) (designate)	Chandigarh

In attendance – Others:

Name of the Executive	Designation	Attended the meeting through VC from
Mr. Gaurav Mahajan	Representative, M/s B S R & Co. LLP, Statutory Auditors (w.e.f. 2 nd August, 2025)	Chandigarh
Mr. Sandeep Mehta	Representative, M/s M/s. Walker Chandiook & Co LLP, Statutory Auditors (up to 1 st August, 2025)	Chandigarh
Mr. Ajay Arora	Secretarial Auditor	Chandigarh
Mr. Kanwaljit Singh Thanewal	Scrutinizer	Chandigarh

At the outset, Chairman welcomed the Members who were participating in the AGM through VC/OAVM and briefed them about certain important points regarding the Meeting.

Thereafter, the Chairman requested the Directors present at the Meeting to introduce themselves. He also confirmed the presence of representative of statutory auditors, secretarial auditor, scrutinizer and the Company's Senior Management Officials.

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

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 2024-2025.

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 [e-voting commenced on 22nd September, 2025 at 9:00 AM (IST) and ended on 25th September, 2025 at 5:00 PM (IST)]. He also conveyed that the facility for voting through electronic voting system (e-voting) 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.

The following ordinary business and special business were conducted at the meeting:

Sr. No	Resolution	Resolution - ordinary or special
Ordinary Business		
1.	To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2025 and the reports of the Board of Directors and Auditors thereon	<i>Ordinary</i>
2.	To declare Final Dividend of Rs. 18/- per equity share of the face value of Rs. 10/- each, for the Financial Year ended 31st March, 2025	<i>Ordinary</i>
3.	To appoint M/s B S R & Co. LLP (ICAI Firm Registration No. 101248W/W100022) as Statutory Auditors of the Company and to fix their remuneration	<i>Ordinary</i>
Special Business		
4.	To appoint M/s B S R & Co. LLP (ICAI Firm Registration No. 101248W/W100022) as Statutory Auditors of the Company from 2nd August, 2025 till the conclusion of 41st AGM of the Company against the casual vacancy	<i>Ordinary</i>
5.	To appoint M/s A. Arora & Co., a proprietorship Company Secretary firm (FCS No. 2191, C P No. 993) as Secretarial Auditors of the Company and to fix their remuneration	<i>Ordinary</i>
6.	Appointment of Mr. Vinod Kumar Sahay as a Director of the Company	<i>Ordinary</i>
7.	Appointment of Mr. Vinod Kumar Sahay as Whole-time Director of the Company designated as "Executive Director" and re-designated as "Executive Chairman"	<i>Special</i>
8.	Appointment of Dr. Venkataraman Srinivas as a Director of the Company	<i>Ordinary</i>
9.	Appointment of Dr. Venkataraman Srinivas as Whole-time Director of the Company designated as "Executive Director and Chief Executive Officer"	<i>Special</i>
10.	Appointment of Ms. Mahima Chugh as Non-Executive Non-Independent Director of the Company	<i>Ordinary</i>
11.	Appointment of Mr. Ravi Venkatraman as an Independent Director of the Company	<i>Special</i>
12.	Appointment of Mr. Arun Kumar Malhotra as an Independent Director of the Company	<i>Special</i>

Sr. No	Resolution	Resolution - ordinary or special
13.	Appointment of Ms. Smita Mankad as an Independent Director of the Company	<i>Special</i>
14.	To approve change of name of the Company and consequent alteration in the Memorandum of Association and Articles of Association of the Company	<i>Special</i>

The relevant documents referred in the AGM Notice were available for inspection by the Members through electronic mode.

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

Chairman then thanked the Members present and declared the meeting closed at 05:03 P.M. Thereafter, 15 minutes window was provided for the shareholders for E-voting, if they have not cast their vote during e-voting period.
