

Dy. General Manager- Corporate Relationship Department BSE Limited	The Secretary, National Stock Exchange of India Ltd.
Scrip Code: 505192	Scrip Code: SMLISUZU

Dear Sir,

Outcome of Board Meeting – Regulation 30 of SEBI (LODR), 2015

This is to inform you that the Board of Directors of the Company at the Meeting held today 14th August, 2019 (Wednesday) at New Delhi have approved:

1. Unaudited Financial Results for the First Quarter ended 30th June, 2019

Approved the Unaudited Financial Results for the First Quarter ended 30th June, 2019. Copies of the un-audited Financial Results along with Limited Review Report from the Company's Statutory Auditors are enclosed herewith.

2. Re-appointment of Independent Directors

- (a) Upon recommendation of the Nomination and Remuneration Committee, the Board of Directors have recommended re-appointment of **Mr S.K. Tuteja (DIN-00594076)** as an Independent Director (Non-Executive) of the Company for a second term with effect from 22nd September 2019 **for five years**, subject to approval of the Shareholders at the ensuing Annual General Meeting of the Company.
- (b) Upon recommendation of the Nomination and Remuneration Committee, the Board of Directors have recommended re-appointment of **Mr. Sudhir Nayar (DIN-00200415)** as an Independent Director (Non-Executive) of the Company for a second term with effect from 22nd September 2019 **for five years**, subject to approval of the Shareholders at the ensuing Annual General Meeting of the Company.
- (c) Upon recommendation of the Nomination and Remuneration Committee, the Board of Directors have recommended re-appointment of **Dr. Mrs. Vasantha S. Bharucha (DIN-02163753)** as an Independent Director (Non-Executive) of the Company for a second term with effect from 22nd September 2019 **for three years**, subject to approval of the Shareholders at the ensuing Annual General Meeting of the Company.

Mr. S.K. Tuteja, Mr. Sudhir Nayar and Dr. Mrs. Vasantha S. Bharucha are not related to the Promoter or Promoter Group and fulfill the criteria of independence as required under the provisions of the Companies Act, 2013 and the Rules framed thereunder and the Listing Regulations.

SML ISUZU Limited

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Further, this is to confirm they are not debarred from holding the office of Director by virtue of any order of the Securities and Exchange Board of India (SEBI) or any other such authority.

It is also informed that Mr. P.K. Nanda (DIN 00121756) & Mr. A.K.Thakur (DIN 00031778), Independent Directors of the Company, whose current term is completing on 21st September, 2019, have conveyed that they do not wish to seek re-appointment as an Independent Director of the Company for the second term. Accordingly, their tenure as Director of the Company shall come to an end on 21st September, 2019.

3. Appointment of Mr. Chandra Shekhar Verma as an Independent Director

Upon recommendation of the Nomination and Remuneration Committee, the Board of Directors have recommended appointment of Mr. Chandra Shekhar Verma (**DIN 00121756**) as an "Additional Director (Non-Executive Independent Director)" on the Board of Directors of the Company with effect from 22nd September, 2019 for a term of **five years**, subject to approval of the Shareholders at the ensuing Annual General Meeting of the Company.

Mr. Chandra Shekhar Verma is not related to the Promoter, Promoter Group or Director of the Company and fulfill the criteria of independence as required under the provisions of the Companies Act, 2013 and the Rules framed thereunder and the Listing Regulations.

Further, this is to confirm that he is not debarred from holding the office of Director by virtue of any order of the Securities and Exchange Board of India (SEBI) or any other such authority. Profile of Mr. Chandra Shekhar Verma is enclosed as **Annexure I**.

Annual General Meeting and Book Closure

The 35th Annual General Meeting of the Members of the Company will be held on Monday, 30th September, 2019

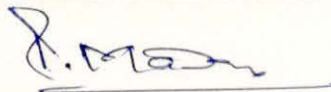
The Register of Members and Share Transfer books of the Company will be closed from 21st September, 2019 to 30th September, 2019 (both days inclusive) for the purpose of Annual General Meeting and payment of dividend.

The Board meeting commenced at 11.00 A.M. and concluded at 5:20 P.M

You are requested to kindly take note of the above information on your records.

Yours faithfully

For SML ISUZU LIMITED



(PARVESH MADAN)

Company Secretary & Compliance Officer

pmadan@smlisuzu.com

ACS-31266

Annexure I**Profile of Mr. Chandra Shekhar Verma**

Mr. Chandra Shekhar Verma, a Fellow Member of The Institute of Company Secretaries of India and The Institute of Cost & Works Accountants of India, is a Commerce post-graduate with a Master's degree in Business Administration and Bachelor's degree in Law (LLB). He has vast experience of about 34 years mainly in public sector such as, Indian Railway Finance Corporation, Bharat Heavy Electricals Limited (BHEL), ITI Limited etc. His last assignment was as Chairman and Managing Director of Steel Authority of India Limited (SAIL).

