

General information about company	
Scrip code	505192
NSE Symbol	SMLISUZU
MSEI Symbol	NOTLISTED
ISIN	INE294B01019
Name of the entity	SML ISUZU LIMITED
Date of start of financial year	01-04-2018
Date of end of financial year	31-03-2019
Reporting Quarter	Yearly
Date of Report	31-03-2019
Risk management committee	Not Applicable

Annexure I															
Annexure I to be submitted by listed entity on quarterly basis															
I. Composition of Board of Directors															
Disclosure of notes on composition of board of directors explanatory															
Whether the listed entity has a Regular Chairperson													Yes		
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
1	Mr	Surender Kumar Tuteja	AAGPT7092R	00594076	Non-Executive - Independent Director	Chairperson		22-09-2014		54	4	3	3		
2	Mr	Pramod Kumar Nanda	AABPN8866G	00213613	Non-Executive - Independent Director	Not Applicable		22-09-2014		54	2	1	1		
3	Mr	Ashish Kumar Thakur	AAAPT5867G	00031778	Non-Executive - Independent Director	Not Applicable		22-09-2014		54	2	2	0		
4	Mr	Sudhir Nayar	ACIPN0720G	00200415	Non-Executive - Independent Director	Not Applicable		22-09-2014		54	1	1	0		

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Disclosure of notes on composition of board of directors explanatory															
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
5	Mrs	Vasantha S. Bharucha	AGUPB8867C	02163753	Non-Executive - Independent Director	Not Applicable		22-09-2014		54	2	1	0		
6	Mr	Gota Iwanami	ZZZZZ9999Z	08094102	Non-Executive - Non Independent Director	Not Applicable		23-03-2018			1	0	0	Textual Information(2)	
7	Mr	Kazuo Goda	ZZZZZ9999Z	07572151	Non-Executive - Non Independent Director	Not Applicable		05-08-2016			1	0	0	Textual Information(3)	
8	Mr	Masaki Morohoshi	EOVPM1881Q	07302404	Non-Executive - Non Independent Director	Not Applicable		23-03-2018			1	0	0		

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Disclosure of notes on composition of board of directors explanatory															
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9	Mr	Pankaj Bajaj	ADEPB6052E	00337925	Non-Executive - Non Independent Director	Not Applicable		29-07-2006			1	0	0		
10	Mr	Eiichi Seto	FJUPS4711J	02704734	Non-Executive - Non Independent Director	Not Applicable		10-08-2018			1	0	0		
11	Mr	Gopal Bansal	AAQPB8087N	06836592	Executive Director	Not Applicable		11-02-2019			1	2	0		
12	Mr	Yugo Hashimoto	AXZPH1488D	08165797	Executive Director	Not Applicable	CEO-MD	10-08-2018			1	1	0		

Annexure I to be submitted by listed entity on quarterly basis															
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Disclosure of notes on composition of board of directors explanatory															
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
13	Mr	Tadanao Yamamoto	ATJPY7299M	08291307	Executive Director	Not Applicable		30-11-2018			1	0	0		

Text Block	
Textual Information(1)	IN PROCESS OF APPLYING FOR PAN
Textual Information(2)	IN PROCESS OF APPLYING FOR PAN

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00213613	Pramod Kumar Nanda	Non-Executive - Independent Director	Chairperson	09-05-2014		
2	00031778	Ashish Kumar Thakur	Non-Executive - Independent Director	Member	09-05-2014		
3	00200415	Sudhir Nayar	Non-Executive - Independent Director	Member	09-05-2014		
4	06836592	Gopal Bansal	Executive Director	Member	11-02-2019		

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00213613	Pramod Kumar Nanda	Non-Executive - Independent Director	Chairperson	09-05-2014		
2	00594076	Surender Kumar Tuteja	Non-Executive - Independent Director	Member	09-05-2014		
3	08094102	Gota Iwanami	Non-Executive - Non Independent Director	Member	23-03-2018		
4	02704734	Eiichi Seto	Non-Executive - Non Independent Director	Member	10-08-2018		

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00594076	Surender Kumar Tuteja	Non-Executive - Independent Director	Chairperson	09-05-2014		
2	08165797	Yugo Hashimoto	Executive Director	Member	10-08-2018		
3	06836592	Gopal Bansal	Executive Director	Member	11-02-2019		

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00213613	Pramod Kumar Nanda	Non-Executive - Independent Director	Chairperson	09-05-2014		
2	00031778	Ashish Kumar Thakur	Non-Executive - Independent Director	Member	09-05-2014		
3	00200415	Sudhir Nayar	Non-Executive - Independent Director	Member	09-05-2014		
4	00337925	Pankaj Bajaj	Non-Executive - Non Independent Director	Member	27-03-2015		
5	06836592	Gopal Bansal	Executive Director	Member	11-02-2019		

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00594076	Surender Kumar Tuteja	Non-Executive - Independent Director	Chairperson	09-05-2014		
2	02163753	Vasantha S. Bharucha	Non-Executive - Independent Director	Member	08-05-2015		
3	08165797	Yugo Hashimoto	Executive Director	Member	10-08-2018		
4	06836592	Gopal Bansal	Executive Director	Member	11-02-2019		

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
1	00594076	Surender Kumar Tuteja	EXECUTIVE COMMITTEE	Non-Executive - Independent Director	Chairperson	
2	08165797	Yugo Hashimoto	EXECUTIVE COMMITTEE	Executive Director	Member	
3	06836592	Gopal Bansal	EXECUTIVE COMMITTEE	Executive Director	Member	

Annexure 1				
Annexure 1				
III. Meeting of Board of Directors				
Disclosure of notes on meeting of board of directors explanatory				
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date
1	14-11-2018			
2		08-02-2019	85	
3		25-03-2019	44	

Annexure 1								
IV. Meeting of Committees								
Disclosure of notes on meeting of committees explanatory								
Sr	Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Requirement of Quorum met	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)	Name of other committee	Reason for not providing date
1	Audit Committee	07-02-2019	Yes		13-11-2018	85		
2	Audit Committee	25-03-2019	Yes		13-11-2018	131		

Annexure 1			
V. Related Party Transactions			
Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

Annexure 1		
VI. Affirmations		
Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 100 listed entities)	NA
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes
9	Any comments/observations/advice of Board of Directors may be mentioned here:	Textual Information(1)

Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	PARVESH MADAN
2	Designation	Company Secretary and Compliance Officer

Text Block	
Textual Information(1)	<ol style="list-style-type: none">1. Report for quarter ended December 2018 was placed before the Board of Directors of the Company in the meeting held on 08.02.2019.The current report will be placed before the Board of Directors at the ensuing Board Meeting of the Company.2. The Risk Mangement Committee is not applicable to the Company but the same has been constituted by the Board of Directors of the Company.

Annexure II				
Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)				
I. Disclosure on website in terms of Listing Regulations				
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		www.smlisuzu.com
2	Terms and conditions of appointment of independent directors	Yes		www.smlisuzu.com
3	Composition of various committees of board of directors	Yes		www.smlisuzu.com
4	Code of conduct of board of directors and senior management personnel	Yes		www.smlisuzu.com
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.smlisuzu.com
6	Criteria of making payments to non-executive directors	Yes		www.smlisuzu.com
7	Policy on dealing with related party transactions	Yes		www.smlisuzu.com
8	Policy for determining 'material' subsidiaries	NA		
9	Details of familiarization programmes imparted to independent directors	Yes		www.smlisuzu.com

Annexure II				
Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)				
I. Disclosure on website in terms of Listing Regulations				
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		www.smlisuzu.com
11	email address for grievance redressal and other relevant details	Yes		www.smlisuzu.com
12	Financial results	Yes		www.smlisuzu.com
13	Shareholding pattern	Yes		www.smlisuzu.com
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	New name and the old name of the listed entity	NA		

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Review of Compliance Reports	17(3)	Yes	
5	Plans for orderly succession for appointments	17(4)	Yes	
6	Code of Conduct	17(5)	Yes	
7	Fees/compensation	17(6)	Yes	
8	Minimum Information	17(7)	Yes	
9	Compliance Certificate	17(8)	Yes	
10	Risk Assessment & Management	17(9)	Yes	

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
11	Performance Evaluation of Independent Directors	17(10)	Yes	
12	Composition of Audit Committee	18(1)	Yes	
13	Meeting of Audit Committee	18(2)	Yes	
14	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
15	Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes	
16	Composition and role of risk management committee	21(1),(2),(3), (4)	Yes	
17	Vigil Mechanism	22	Yes	
18	Policy for related party Transaction	23(1),(5),(6), (7) & (8)	Yes	
19	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
20	Approval for material related party transactions	23(4)	NA	

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
21	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
22	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3), (4),(5) & (6)	NA	
23	Maximum Directorship & Tenure	25(1) & (2)	Yes	
24	Meeting of independent directors	25(3) & (4)	Yes	
25	Familiarization of independent directors	25(7)	Yes	
26	Memberships in Committees	26(1)	Yes	
27	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
28	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
29	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
	Any other information to be provided - Add Notes			

Annexure II		
1	Name of signatory	PARVESH MADAN
2	Designation	Company Secretary and Compliance Officer

Annexure II		
III. Affirmations		
Sr	Particulars	Compliance status (Yes/No/NA)
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	NA
	Any other information to be provided	

Annexure II		
1	Name of signatory	PARVESH MADAN
2	Designation	Company Secretary and Compliance Officer

Signatory Details	
Name of signatory	PARVESH MADAN
Designation of person	Company Secretary and Compliance Officer
Place	CHANDIGARH
Date	13-04-2019

