

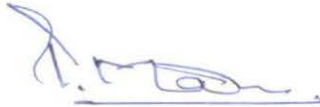
Dy. General Manager- Corporate Relationship Department BSE Limited P.J Towers, Dalal Street Fort, Mumbai-400 001	The Secretary, National Stock Exchange of India Ltd. Exchange Plaza, 5th Floor, Plot no. C/1, G Block Bandra- Kurla Complex Bandra (E), Mumbai – 400 051
<b>Scrip Code: 505192</b>	<b>Scrip Code: SMLISUZU</b>

**Sub : Annual Secretarial Compliance Report for FY 2020-21**

Dear Sir,

Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 read alongwith SEBI circular IR/CFD/CMDI/27/2019 dated February 8, 2019, we are enclosing herewith the Annual Secretarial Compliance Report of the Company issued by M/s A. Arora & Co., a firm of practicing Company Secretaries, for the Financial Year ended 31st March, 2021.

Kindly acknowledge the receipt.

Yours faithfully  
**For SML ISUZU LIMITED****(PARVESH MADAN)**  
Company Secretary & Compliance Officer  
[pmadan@smlisuzu.com](mailto:pmadan@smlisuzu.com)  
ACS-31266**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

**Secretarial compliance report of SML Isuzu Limited  
for the year ended March 31, 2021**

To,  
SML Isuzu Limited,  
Village-Asron, District- Nawanshahr,  
Punjab.

We, A. Arora & Co. have examined:

- (a) all the documents and records made available to us and explanation provided by **SML Isuzu Limited** ("the listed entity"),
- (b) the filings/ submissions made by the listed entity to the stock exchanges,
- (c) website of the listed entity,
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the year ended March 31, 2021 ("Review Period") in respect of compliance with the provisions of:

- (a) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- (b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include:-

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018: *Not applicable as the company has not issued any securities during the financial year under review.*
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) (Amendment) Regulations, 2013;
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018: *Not applicable as the company has not bought back any of its securities during the financial year under review.*





- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014: *Not Applicable as the company has not provided any share based benefits to the employees during the year.*
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008: *Not applicable as the company has not issued any debt securities during the financial year under review.*
- (g) Securities and Exchange Board of India (Issue and Listing of Non- Convertible and Redeemable Preference Shares) Regulations, 2013: *Not applicable as the company has not issued any such securities during the financial year under review.*
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) Securities and Exchange Board of India (Depositories and Participant) Regulations, 2018

and circulars/ guidelines issued thereunder. Further in terms of SEBI Circular No. CIR/CFD/CMD1/114/2019 dated October 18, 2019 in respect of Resignation of statutory auditors from listed entities and their material subsidiaries, the listed entity has suitably incorporated the terms of appointment of the auditors appointed during the review period, to give effect to clause 6(A) and 6(B) of the said circular.

and based on the above examination, I/We hereby report that, during the Review Period:

- (a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below:-

Sr. No	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
NIL			

- (b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder in so far as it appears from our examination of those records.
- (c) The following are the details of actions taken against the listed entity/ its promoters/ directors/ material subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder:

Sr. No.	Action taken by	Details of violation	Details of action taken E.g. fines, warning letter, debarment, etc.	Observations/ remarks of the Practicing Company Secretary, if any.
NIL				



(d) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended... (The years are to be mentioned)	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
N.A.				

Place: Chandigarh

Date: 10.05.2021

UDIN: F002191C000268151

For A. Arora & Co.



Ajay K. Arora

(Proprietor)

FCS No.: 2191

C P No.: 993