SML Mahindra Limited
Trucks & Buses

Regd. Office & Works:
Village Asron, Distt. Shahid Bhagat Singh
Nagar (Nawanshahr) Punjab – 144533
Tel +91 1881 270155

SML/SEC/2026-27-040
22nd July, 2026

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
Scrip Code: 505192	**Scrip Code: SMLMAH**

Subject: 42nd Annual General Meeting-Voting Results and Consolidated Scrutinizer's Report

Dear Sir,

With regard to the 42nd Annual General Meeting (AGM) of the Company held on **Tuesday, 21st July, 2026 at 11:30 A.M.** through Video Conferencing / Other Audio Visual means, please find enclosed the following:

(a) Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. (attached as **Annexure I**).

(b) Consolidated report of Scrutinizer dated 22nd July, 2026 pursuant to Section 108 of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014. (attached as **Annexure II**).

This is for your information and record please.

Thanking you,

Yours faithfully,
For SML MAHINDRA LIMITED
(Formerly SML ISUZU Limited)

PARVESH MADAN Digitally signed by PARVESH MADAN Date: 2026.07.22 21:46:06 +05'30'

(**PARVESH MADAN**)
Company Secretary & Compliance Officer
pmadan@smlmahindra.com
ACS-31266

Details of Resolutions passed at 42nd Annual General Meeting of SML Mahindra Limited

Date of the AGM	21st July, 2026 (Tuesday)
Total number of shareholders on record date (i.e 14th July, 2026)	41269
No. of shareholders present in the meeting either in person or through proxy: • Promoters and promoter group • Public	 -- --
No. of shareholders attended the meeting through video conferencing: • Promoters and promoter group • Public	 1 58

Agenda-wise

Item no.	Agenda	Resolution required (Ordinary/ Special)	Mode of voting	Remarks
ORDINARY BUSINESS				
1	To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2026 and the Reports of the Board of Directors and Auditors thereon.	Ordinary	Remote E-voting & E-voting during AGM	Passed with Requisite Majority
2	To declare Final Dividend of Rs. 23.50/- per equity share of the face value of Rs. 10/- each, for the Financial Year ended 31st March, 2026.	Ordinary	Remote E-voting & E-voting during AGM	Passed with Requisite Majority
3	Re-appointment of Ms. Mahima Chugh (DIN 07448152), as a Director liable to retire by rotation and being eligible who has offered herself for re-appointment.	Ordinary	Remote E-voting & E-voting during AGM	Passed with Requisite Majority

Item no.	Agenda	Resolution required (Ordinary/ Special)	Mode of voting	Remarks
SPECIAL BUSINESS				
4	To approve Material Related Party Transactions with Mahindra & Mahindra Limited, Promoter and Holding Company.	Ordinary	Remote E-voting & E-voting during AGM	Passed with Requisite Majority
5	To approve payment of remuneration by way of commission to the Independent Directors of the Company.	Special	Remote E-voting & E-voting during AGM	Passed with Requisite Majority

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Annexure I

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the				No				
Description of resolution considered				To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2026 and the Reports of the Board of Directors and Auditors thereon.				
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 and Promoter Group	E-Voting	8533726	8533726	100.0000	8533726	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	8533726	8533726	100.0000	8533726	0	100.0000	0.0000
Public- Institutions	E-Voting	633226	436630	68.9533	436630	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	633226	436630	68.9533	436630	0	100.0000	0.0000
Public- Non Institutions	E-Voting	5304694	1433864	27.0301	1433771	93	99.9935	0.0065
	Poll							
	Postal Ballot (if applicable)							
	Total	5304694	1433864	27.0301	1433771	93	99.9935	0.0065
Total		14471646	10404220	71.8938	10404127	93	99.9991	0.0009
Whether resolution is Pass or Not.							Yes	

The Resolution was passed with requisite majority.

SML Mahindra Limited (Formerly SML Isuzu Limited)
Corporate Office: 1st Floor, T-7 Tech Park, C-119, Industrial Area Phase-7,
SAS Nagar (Mohali) – 160055 (Punjab), Telephone 0172 - 2647700-02
CIN No. L50101PB1983PLC005516
Website: www.smlmahindra.com

Resolution (2)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the			No					
Description of resolution considered			To declare Final Dividend of Rs. 23.50/- per equity share of the face value of Rs. 10/- each, for the Financial Year ended 31st March, 2026.					
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 and Promoter Group	E-Voting	8533726	8533726	100.0000	8533726	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	8533726	8533726	100.0000	8533726	0	100.0000	0.0000
Public- Institutions	E-Voting	633226	436630	68.9533	436630	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	633226	436630	68.9533	436630	0	100.0000	0.0000
Public- Non Institutions	E-Voting	5304694	1433941	27.0315	1433849	92	99.9936	0.0064
	Poll							
	Postal Ballot (if applicable)							
	Total	5304694	1433941	27.0315	1433849	92	99.9936	0.0064
Total		14471646	10404297	71.8944	10404205	92	99.9991	0.0009
Whether resolution is Pass or Not.							Yes	

The Resolution was passed with requisite majority.

Resolution (3)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the			No					
Description of resolution considered			Re-appointment of Ms. Mahima Chugh (DIN 07448152), as a Director liable to retire by rotation and being eligible who has offered herself for re-appointment.					
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 and Promoter Group	E-Voting	8533726	8533726	100.0000	8533726	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	8533726	8533726	100.0000	8533726	0	100.0000	0.0000
Public-Institutions	E-Voting	633226	436630	68.9533	436630	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	633226	436630	68.9533	436630	0	100.0000	0.0000
Public- Non Institutions	E-Voting	5304694	1433652	27.0261	1433559	93	99.9935	0.0065
	Poll							
	Postal Ballot (if applicable)							
	Total	5304694	1433652	27.0261	1433559	93	99.9935	0.0065
Total		14471646	10404008	71.8924	10403915	93	99.9991	0.0009
Whether resolution is Pass or Not.							Yes	

The Resolution was passed with requisite majority.

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Tel +91 1881 270155

Resolution (4)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the			Yes					
Description of resolution considered			To approve Material Related Party Transactions with Mahindra & Mahindra Limited, Promoter and Holding Company					
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 and Promoter Group	E-Voting	8533726	0	0.0000	0	0	0.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	8533726	0	0.0000	0	0	0.0000	0.0000
Public- Institutions	E-Voting	633226	436630	68.9533	436630	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	633226	436630	68.9533	436630	0	100.0000	0.0000
Public- Non Institutions	E-Voting	5304694	1433652	27.0261	1433560	92	99.9936	0.0064
	Poll							
	Postal Ballot (if applicable)							
	Total	5304694	1433652	27.0261	1433560	92	99.9936	0.0064
Total		14471646	1870282	12.9238	1870190	92	99.9951	0.0049
Whether resolution is Pass or Not.							Yes	

The Resolution was passed with requisite majority.

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CIN No. L50101PB1983PLC005516
Website: www.smlmahindra.com

Resolution (5)									
Resolution required: (Ordinary / Special)			Special						
Whether promoter/promoter group are interested in the			No						
Description of resolution considered			To approve payment of remuneration by way of commission to the Independent Directors of the Company						
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 and Promoter Group	E-Voting	8533726	8533726	100.0000	8533726	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	8533726	8533726	100.0000	8533726	0	100.0000	0.0000
Public- Institutions	E-Voting	633226	436630	68.9533	436630	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	633226	436630	68.9533	436630	0	100.0000	0.0000
Public- Non Institutions	E-Voting	5304694	1433652	27.0261	1433467	185	99.9871	0.0129
	Poll							
	Postal Ballot (if applicable)							
	Total	5304694	1433652	27.0261	1433467	185	99.9871	0.0129
Total		14471646	10404008	71.8924	10403823	185	99.9982	0.0018
Whether resolution is Pass or Not.							Yes	

The Resolution was passed with requisite majority.

Annexure II

KANWALJIT SINGH
B. Com., F.C.S., I.P.

GSTIN : 04ADNPT2219E1ZO
S.C.O. 64-65, Ist Floor,
Sector 17-A, Madhya Marg,
Chandigarh - 160 017
Ph.: 0172-2701906
Mobile : +91-99153 43212
E-mail : kanwalcs@gmail.com

Consolidated Report of Scrutinizer

[Pursuant to section 108 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 as amended]

To,
The Chairman,
SML Mahindra Limited
(*formerly SML Isuzu Limited*)
Village Asron, District Nawanshahr,
Punjab - 144533

42nd Annual General Meeting of the Equity Shareholders of SML Mahindra Limited (*formerly SML Isuzu Limited*) held on Tuesday, the 21st July 2026 at 11.30 A.M. conducted through Video Conferencing / Other Audio Visual Means.

Dear Sir,

1. I, Kanwaljit Singh Thanewal, Practicing Company Secretary, at S.C.O. 64-65, 1st Floor, Sector 17-A, Madhya Marg, Chandigarh was appointed as Scrutinizer by the Board of Directors of **SML Mahindra Limited** (*formerly SML Isuzu Limited)* (the Company) for the purpose of scrutinizing the e-voting process (remote e-voting) and e-voting during AGM pursuant to section 108 of the Companies Act, 2013 read with rule 20 & 21 of the Companies (Management and Administration) Rules, 2014, as amended, in respect of the below mentioned resolutions proposed at the 42nd Annual General Meeting (AGM) of the Equity Shareholders of SML Mahindra Limited (*formerly SML Isuzu Limited*) held on 21st July, 2026 at 11.30 A.M. conducted through Video Conferencing / Other Audio Visual Means ("VC").

2. The notice dated 20th April, 2026, as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions proposed at the 42nd AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/Depositories, in compliance with the MCA Circular dated 5th May, 2020 read with circulars dated 8th April, 2020, 13th April, 2020, 28th December, 2022, 25th September, 2023, 19th September, 2024 and 22nd September, 2025 (collectively referred to as "MCA Circulars") and SEBI Circular dated 12th May, 2020, 15th January, 2021,13th May, 2022, 5th January, 2023, 7th October, 2023, and 3rd October, 2024.

KANWALJIT SINGH CP No. 6870 COMPANY SECRETARY

3. 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) and e-voting during the Annual General Meeting on the resolutions proposed in the Notice of the 42nd Annual General Meeting of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process both through remote e-voting and e-voting during the meeting are conducted in a fair and transparent manner and render a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman on the resolutions, based on the reports generated from the electronic voting system provided by National Securities Depository Limited (NSDL).

4. The Company had arranged the services of NSDL from 17th July, 2026 (from 9.00 A.M.) to 20th July, 2026 (upto 5.00 P.M.). The voting rights were reckoned as on 14th July, 2026 being the Cut-off date for the purpose of deciding the entitlements of members at the remote e-voting.

5. During the 42nd AGM of the Company held on 21st July, 2026, it was informed that the facility of E-voting is available during the meeting for the members who have not cast their vote previously through remote e-voting and are attending the Meeting through video conferencing.

6. The results of remote e-voting and e-voting during the AGM were unblocked by me on 21st July, 2026 in the presence of two witnesses who are not in the employment of the Company.

The consolidated results of voting are as under:

ORDINARY BUSINESS:

(1) As an Ordinary Resolution-Item no. 1

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2026 and the Reports of the Board of Directors and Auditors thereon.

Particulars	**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
Detail of voting	136	10404220	132	10404127	4	93	-	-
% to total valid votes				99.9991%		0.0009%		

(2) As an Ordinary Resolution-Item no. 2

Declaration of Final Dividend of Rs. 23.50/- per Equity share of the face value of Rs. 10/- each, for the financial year ended 31st March, 2026.

Particulars	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
Detail of voting	138	10404297	135	10404205	3	92	-	-
% to total valid votes				99.9991%		0.0009%		

(3) As an Ordinary Resolution-Item no. 3

Re-appointment of Ms. Mahima Chugh (DIN: 07448152) as a Director liable to retire by rotation and being eligible, who has offered herself for re-appointment.

Particulars	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
Detail of voting	137	10404008	133	10403915	4	93	-	-
% to total valid votes				99.9991%		0.0009%		

SPECIAL BUSINESS:

(4) As an Ordinary Resolution-Item no. 4

To approve Material related Party Transactions with Mahindra & Mahindra Limited, Promoter and Holding Company.

Particulars	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
Detail of voting	135	1870282	132	1870190	3	92	-	-
% to total valid votes				99.9951%		0.0049%		

(5) As a Special Resolution-Item no. 5

To approve the payment of remuneration by way of commission to the Independent Directors of the Company.

Particulars	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
Detail of voting	137	10404008	132	10403823	5	185	-	-
% to total valid votes				99.9982%		0.0018%		

7. Based on the votes cast in favour / against on the aforesaid resolutions by remote e-voting and e-voting during the AGM, all 5 (Five) resolutions were passed with requisite majority.

8. I hereby confirm that the electronic data, registers and all other relevant records related to remote e-voting and e-voting during the AGM is under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman consider, approves and signs the minutes of the AGM.

Thanking you,
Yours Sincerely,

CP No. 5870

Kanwaljit Singh Thanewal
Company Secretary in Practice
CP No. 5870
FCS No. 5901
Date: 22.07.2026
Place: Chandigarh
UDIN: F005901H000913445
Peer Review Cert. No.:2319/2022

Countersigned by :

VINOD KUMAR SAHAY

Digitally signed by VINOD KUMAR SAHAY
Date: 2026.07.22 19:44:45 +05'30'

VINOD KUMAR SAHAY
Executive Chairman
DIN : 07884268