



October 24, 2024

National Stock Exchange of India Limited
Exchange Plaza
C-1, Block G, Bandra Kurla Complex
Bandra (E), Mumbai - 400 051

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai - 400 001

Through: NEAPS

Through: BSE Listing Centre

Symbol: ASHOKLEY

Scrip Code: 500477

Dear Sir/Madam,

Subject: Postal Ballot - E-voting Results

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the voting results of the Postal Ballot along with the Report issued by Ms. B Chandra, Partner (CP No.: 7859) on behalf of M/s. B Chandra & Associates, Company Secretaries in Practice, Chennai, the Scrutinizer.

Based on the Scrutinizer's Report, we would like to inform that the Ordinary Resolutions for the following two businesses as set out in the Notice of Postal Ballot dated September 13, 2024 has been duly approved by the Members with requisite majority on October 23, 2024 (being the last date for e-voting).

1. Appointment of Mr. Sanjay K Asher as a Non-Executive Non-Independent Director with effect from 14th August 2024;
2. Approval of Material Related Party Transactions between the Company and Switch Mobility Limited, UK for the FY 2024-25.

Thanking you,

Yours faithfully,
for Ashok Leyland Limited

N Ramanathan
Company Secretary

Encl.: a/a

Registered Office: Ashok Leyland Limited, No. 1, Sardar Patel Road, Guindy, Chennai - 600032, Tel.: 91 44 2220 6000

E-mail: reachus@ashokleyland.com | Website: www.ashokleyland.com

CIN: L34101TN1948PLC000105



HINDUJA GROUP

General information about company	
Scrip code	500477
NSE Symbol	ASHOKLEY
MSEI Symbol	NOTLISTED
ISIN	INE208A01029
Name of the company	ASHOK LEYLAND LIMITED
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	23-10-2024
Start time of the meeting	
End time of the meeting	

Scrutinizer Details

Name of the Scrutinizer	B CHANDRA
Firms Name	B CHANDRA & ASSOCIATES
Qualification	CS
Membership Number	7859
Date of Board Meeting in which appointed	13-09-2024
Date of Issuance of Report to the company	24-10-2024

Voting results

Record date	13-09-2024
Total number of shareholders on record date	1494514
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	
b) Public	
No. of resolution passed in the meeting	2
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Sanjay K Asher (DIN: 00008221), as a Non- Executive Non-Independent Director 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	1500660261	1500660261	100	1500660261	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1500660261	1500660261	100	1500660261	0	100
Public- Institutions	E-Voting	1074215306	838722858	78.0777	433428748	405294110	51.6772	48.3228
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1074215306	838722858	78.0777	433428748	405294110	51.6772
Public- Non Institutions	E-Voting	361551709	28232507	7.8087	28143209	89298	99.6837	0.3163
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		361551709	28232507	7.8087	28143209	89298	99.6837
Total		2936427276	2367615626	80.6291	1962232218	405383408	82.878	17.122
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Approval of Material Related Party Transactions with Switch Mobility Limited, U.K. for the FY 2024-25				
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	1500660261	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1500660261	0	0	0	0	0
Public- Institutions	E-Voting	1074215306	838722858	78.0777	838722858	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1074215306	838722858	78.0777	838722858	0	100
Public- Non Institutions	E-Voting	361551709	27828974	7.6971	27559693	269281	99.0324	0.9676
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		361551709	27828974	7.6971	27559693	269281	99.0324
Total		2936427276	866551832	29.5104	866282551	269281	99.9689	0.0311
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



24.10.2024

SCRUTINIZER'S REPORT

To

The Chairman,
Ashok Leyland Limited,
No. 1, Sardar Patel Road Guindy
Chennai TN 600032

Subject: Passing of resolution by means of Postal Ballot through E-voting process in terms of Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, framed thereunder with regard to the Ordinary Resolutions under SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (the Regulations)

Dear Sir,

Please refer to your letter dated September 19, 2024 appointing us as the Scrutinizers for the purpose of ascertaining the result of the Postal Ballot process for passing Ordinary resolutions in respect of item mentioned elsewhere in the report in line with Circular Nos.14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020, 10/2021 dated 23rd June, 2021, 20/2021 dated 8th December, 2021, 03/2022 dated 5th May, 2022, 11/2022 dated 28th December, 2022 and 09/2023 dated 25th September 2023, issued by the Ministry of Corporate Affairs.

As per the information furnished by the Company and after carrying out the scrutiny of the e-voting by the Members of the Company, we hereby submit our report as under:

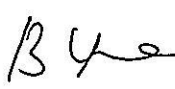

1.1	The Company had sent the Notice of Postal Ballot along with explanatory statement and guidance for voting electronically by the Members, on September 20, 2024, by e-mail through National Securities Depository Limited (NSDL). The e-mails were sent to Members whose names appeared on the Register of Members/list of beneficial owners provided by the Depositories as on September 13, 2024 and whose E-mail ids
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B. Chandra

	were registered with the Company/Depository participants. Members were given the option to vote electronically on the e-voting platform provided by NSDL.
1.2	The Company had given Public Advertisement, with respect to dispatch of postal ballot, which was published on September 21, 2024 in "Business Standard" (English) & in "Dinamani" (Tamil) on the same date. In this Public Advertisement, Members were informed about the availability of the notice in the Websites of the Company, NSDL and the Stock Exchanges and the facility to write to the Integrated Registry Management Services Private Limited (RTA) to get a copy through E-mail.
1.3	In terms of the Notice, the E-voting commenced on Tuesday, September 24, 2024 (9.00 A.M.) and ended on Wednesday, October 23, 2024 (5.00 P.M.)
1.4	Particulars of all the votes cast electronically have been entered in a register separately maintained for the purpose.
1.5	RTA has confirmed that votes cast by e voting were matched with the Register of Members of the company/ list of beneficiaries.
1.6	All votes cast through e-voting upto 5.00 PM on Wednesday, October 23, 2024, the last date and time fixed by the Company for postal ballot through E-voting, were considered for our scrutiny.
1.7	Corporate members who have casted their votes without Board resolutions were invalidated.
1.8	Pursuant to Regulation 23 of the SEBI (LODR) Regulations, 2015 votes cast, for approving the resolution, by any of the related parties as defined therein, have not been considered.

2. A summary of the postal ballot forms processed is given below:

S. No	Resolution	Nature of Resolution
1	Appointment of Mr. Sanjay K Asher as a Non-Executive Non-Independent Director with effect from August 14, 2024;	Ordinary
2	Material Related Party Transactions between the Company and Switch Mobility Limited, U.K. during the FY 2024-25.	Ordinary

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A summary of the voting by e-voting for resolutions are given below:

S. No	Count of Valid Votes cast for	Sum of votes cast for	Count of votes cast against	Sum of votes cast against	Total valid votes	Assent % of valid votes	Dissent % of valid votes	No & Sum of Votes Invalidated
1	5141	1962232218	748	405383408	2367615626	82.878	17.122	32 and 89855839
2	5636	866282551	222	269281	866551832	99.9689	0.03108	40 and 1446014686

Since the number of votes cast in favour exceeded the number of votes cast against in respect of the resolutions 1 & 2, we hereby report that the resolutions were duly passed with requisite majority as Ordinary Resolutions.

- 3 You may accordingly declare the result of the voting by Postal Ballot as having been passed with requisite majority which shall be deemed to have been passed on October 23 2024.
- 4 The e-voting data and all other connected records relating to the aforesaid postal ballot/e-voting process received are under our safe custody and the same, for preserving safely, will be handed over to the Company after the Chairman signs the Minutes.

Thanking you,

Yours faithfully,

BCh



B Chandra
Partner

B CHANDRA AND ASSOCIATES
Company Secretaries in Practice
CP No. 7859
UDIN A020879F001729773