



January 11, 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 Resolution for approval of Material Related Party Transactions for the FY 2023-24 as set out in the Notice of Postal Ballot dated November 9, 2023, has been duly approved by the Members with requisite majority on January 10, 2024 (being the last date for e-voting).

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	NOT LISTED
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)	10-01-2024
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	20879
Date of Board Meeting in which appointed	09-11-2023
Date of Issuance of Report to the company	11-01-2024

### Voting results

Record date	01-12-2023
Total number of shareholders on record date	1304044
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	1
Disclosure of notes on voting results	

<b>Resolution(1)</b>								
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 for the FY 2023-24				
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	1065412492	884055558	82.9778	795635632	88419926	89.9984	10.0016
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1065412492	884055558	82.9778	795635632	88419926	89.9984
Public- Non Institutions	E-Voting	370054523	26764782	7.2327	26593584	171198	99.3604	0.6396
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		370054523	26764782	7.2327	26593584	171198	99.3604
Total		2936127276	910820340	31.0211	822229216	88591124	90.2735	9.7265
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



11-01-2024

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 Resolution under SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (the Regulations)

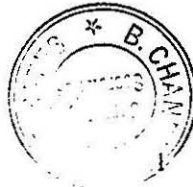
Dear Sir,

Please refer to your letter dated December 8, 2023 appointing us as the Scrutinizers for the purpose of ascertaining the result of the Postal Ballot process for passing Ordinary resolution in respect of item mentioned elsewhere in the report in line with Circular Nos.14/2020 dated 8<sup>th</sup> April, 2020, 17/2020 dated 13<sup>th</sup> April, 2020, 10/2021 dated 23<sup>rd</sup> June, 2021, 20/2021 dated 8<sup>th</sup> December, 2021, 03/2022 dated 5<sup>th</sup> May, 2022, 11/2022 dated 28<sup>th</sup> December, 2022 and 09/2023 dated 25<sup>th</sup> 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 December 11, 2023, 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 December 1, 2023 and whose E-mail ids 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 December 12, 2023 in "Business Standard" (English) & in "Dinamani" (Tamil) on the same date. In this

*B. Chandra*



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Vadapalani,  
Chennai - 600026.

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Phone : 044-23620157

	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, December 12, 2023 (9.00 A.M.) and ended on Wednesday, January 10, 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, January 10, 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	Approval of material related party transactions by the company with its subsidiary Optare Plc. as well as transactions of Optare Plc. with its subsidiary Switch Mobility Limited, UK	Ordinary

A summary of the voting by e-voting for resolution is 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	5326	822229216	289	88591124	910820340	90.27	9.73	41 & 1053714426

Since the number of votes cast in favour exceeded the number of votes cast against in respect of the resolution 1, we hereby report that the resolution was duly passed with requisite majority as an Ordinary Resolution.

*B. Chandra*



- 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 10<sup>th</sup> January 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,



B Chandra

Partner

B CHANDRA AND ASSOCIATES

Company Secretaries in Practice

CP No. 7859

UDIN A020879E003187845

