

September 8, 2021

**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**  
**Symbol : ASHOKLEY**

**Through: BSE Listing Centre**  
**Scrip Code : 500477**

Dear Sirs,

**Subject: Disclosure of events pursuant to Regulation 30(2) read with Schedule III - Part A – Para A (13) of SEBI (Listing Regulations & Disclosure Requirements), 2015 - Proceedings of the Seventy Second Annual General Meeting held on Wednesday, September 08, 2021.**

The Seventy Second (72<sup>nd</sup>) Annual General Meeting (AGM) of the Members of the Company was held on Wednesday, September 8, 2021 at 3.00 p.m. through Video Conferencing or Other Audio- Visual Means, as per the Circulars issued by Ministry of Corporate Affairs and Securities and Exchange Board of India.

Mr. Dheeraj G Hinduja, Chairman of the Company, occupied the Chair. The requisite quorum being present, he called the meeting to order.

He introduced the Directors and Key Managerial Personnel viz., Mr. Sanjay K Asher (Chairman of Audit Committee and Stakeholders Relationship Committee), Ms. Manisha Girotra, Chairperson of Nomination and Remuneration of Committee, Prof Dr. Andreas H Biagosch, Dr. Andrew C Palmer, Mr. Jean Brunol, Mr. Jose Maria Alapont, Mr. Saugata Gupta, Mr. C Bhaktavatsala Rao, Mr. Vipin Sondhi, Managing Director and Chief Executive Officer, Mr. Gopal Mahadevan, Whole-time Director and Chief Financial Officer and, Mr. N Ramanathan, Company Secretary.

He also informed that the representatives of the Company's Statutory Auditors and the Secretarial Auditors were present. The Chairman then delivered his speech.

Mr. Vipin Sondhi, Managing Director and Chief Executive Officer, made an Audio-Visual Presentation on the performance of the Company.

With the consent of the shareholders' present, the notice was taken as read. The Company Secretary explained the remote e-voting process.

The following businesses were transacted at the meeting.

**ASHOK LEYLAND LIMITED**

Registered & Corporate Office: No.1, Sardar Patel Road, Guindy, Chennai - 600 032, India | T : +91 44 2220 6000 | F : +91 44 2220 6001  
CIN - L34101TN1948PLC000105 | www.ashokleyland.com



S.No.	Particulars	Type of resolution
1.	Adoption of a) the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2021, together with the Reports of the Board of Directors and the Auditors thereon; and b) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2021 together with the Report of Auditors thereon.	Ordinary
2.	Declaration of dividend for the year ended March 31, 2021.	Ordinary
3.	Appointment of a Director in place of Mr. Gopal Mahadevan (DIN: 01746102) who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary
4.	Appointment of Dr. C Bhaktavatsala Rao (DIN: 00010175), as a Director of the Company, liable to retire by rotation	Ordinary
5.	Appointment of Dr. Andrew C Palmer (DIN: 02155231), as a Director of the Company liable, to retire by rotation.	Ordinary
6.	Re-appointment of Mr. Jose Maria Alapont (DIN: 07712699), as an Independent Director for a second term of 5 (five) consecutive years from January 25, 2022 till January 24, 2027 and not liable to retire by rotation.	Special
7.	Ratification of remuneration of Mr. Vipin Sondhi (DIN: 00327400), Managing Director and Chief Executive Officer for the financial year 2020-21 in excess of the limits prescribed under the provisions of Section 197 read with Schedule V of the Companies Act, 2013.	Special
8.	Ratification of remuneration of Mr. Gopal Mahadevan (DIN: 01746102), Whole-time Director and Chief Financial Officer for the financial year 2020-21 in excess of the limits prescribed under the provisions of Section 197 read with Schedule V of the Companies Act, 2013.	Special
9.	Approval for payment of remuneration to Non-Executive Directors not exceeding one percent per annum of the net profits in accordance with Section 198 of the Companies Act, 2013 for a period of five years, commencing from the financial year 2021-22.	Ordinary
10.	Approval for payment of remuneration to certain Non-Executive Directors of the Company for the financial year 2020-21.	Ordinary
11.	Approval for payment of remuneration to Mr. Dheeraj G Hinduja, Chairman and Dr. C Bhaktavatsala Rao, Non-Executive Director of the Company for the financial year 2020-21.	Special
12.	Ratification of remuneration payable to Geeyes & Co., Cost and Management Accountants, (Firm Registration No.000044), for the financial year ended March 31, 2021.	Ordinary

The Chairman then invited comments and questions from the Members registered as 'Speakers'. Queries raised by the members with respect to the business, technology, dividend, bonus shares, performance of the Company, COVID related measures and action plan etc., were clarified/answered

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by the Chairman at the meeting. The Chairman also stated that the Members can contact the Company Secretary for responses to other unanswered queries, if any.

Members were requested to cast their votes (who have not voted so far by e-voting) through the e-voting platform provided by National Securities Depository Limited. The Chairman informed the Members that the consolidated results of e-voting would be announced within 48 hours and be intimated to the Stock Exchanges. The same will also be posted on the website of the Company and National Securities Depository Limited.

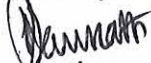
The Chairman then thanked the Members present and declared the meeting as closed. The meeting concluded at 05.06 p.m.

This is for your information and records.

Thanking you,

Yours faithfully,

**For Ashok Leyland Limited**

  
**N Ramanathan**  
**Company Secretary**