

July 29, 2022

**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 Third Annual General Meeting held on Friday, July 29, 2022.**

The Seventy Third (73<sup>rd</sup>) Annual General Meeting (AGM) of the Members of the Company was held on Friday, July 29, 2022 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. Shom A Hinduja, 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. Gopal Mahadevan, Whole-time Director and Chief Financial 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](http://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, 2022, 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, 2022 together with the Report of Auditors thereon.	Ordinary
2.	Declaration of dividend for the year ended March 31, 2022.	Ordinary
3.	Appointment of a Director in place of Dr. C Bhaktavatsala Rao (DIN: 00010175) who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary
4.	Re-appointment of M/s Price Waterhouse & Co Chartered Accountants LLP as Statutory Auditors for a second term of five consecutive financial years from the conclusion of 73 <sup>rd</sup> AGM till the conclusion of the 78 <sup>th</sup> AGM and authorize the board to fix their remuneration.	Ordinary
5.	Ratification of remuneration paid to Mr. Vipin Sondhi (DIN: 00327400), Managing Director and Chief Executive Officer of the Company for the period from April 1, 2021 to December 31, 2021.	Special
6.	Ratification of remuneration paid / payable to Mr. Gopal Mahadevan (DIN: 01746102), Whole-time Director and Chief Financial Officer for financial year 2021-22.	Special
7.	Ratification of remuneration paid / payable to Mr. Dheeraj G Hinduja (DIN: 00133410), Executive Chairman, for the period from November 26, 2021 to March 31, 2022.	Special
8.	Approval of payment of remuneration to Non-Executive Directors for the financial year 2021-22.	Ordinary
9.	Revision in remuneration of Mr. Dheeraj G Hinduja (DIN: 00133410), Executive Chairman, with effect from April 1, 2022.	Special
10.	Ratification of remuneration payable to M/s. Geeyes & Co., Cost and Management Accountants, (Firm Registration No.000044), for the financial year ended March 31, 2022.	Ordinary
11.	Approval of Material Related Party Transactions with TVS Mobility Private Limited for the financial year 2023-24.	Ordinary
12.	Approval of Material Related Party Transactions with Switch Mobility Automotive Limited for the financial year 2022-23.	Ordinary
13.	Approval for enhancement of the limits prescribed in Section 186 of the Companies Act, 2013	Special

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

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 who have not voted so far by e-voting were requested to cast their votes 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 intimated to the Stock Exchanges within two working days from the conclusion of the AGM. 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 4.53 p.m.

This is for your information and records.

Thanking you,

Yours faithfully,

**For Ashok Leyland Limited**



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