

January 23, 2023

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

Scrip Code: ASHOKLEY

Scrip Code No: 500477

Dear Sirs,

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 following Ordinary Resolutions as set out in the Notice of Postal Ballot dated December 8, 2022, has been duly approved by the Members with requisite majority on January 21, 2023 (being the last date for e-voting).

1. Appointment of Mr. Shenu Agarwal (DIN: 03485730) as a Director; and
2. Appointment of Mr. Shenu Agarwal (DIN: 03485730) as the Managing Director & Chief Executive Officer (MD & CEO).

We request you to kindly take the above information on record.

Thanking you,

Yours faithfully,
for ASHOK LEYLAND LIMITED

N Ramanathan
Company Secretary
Encl.: a/a

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



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)	21-01-2023
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	08-12-2022
Date of Issuance of Report to the company	23-01-2023

Voting results	
Record date	16-12-2022
Total number of shareholders on record date	1167807
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. Shenu Agarwal (DIN: 03485730) as a Director				
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	1065654244	872974357	81.9191	866768828	6205529	99.2892	0.7108
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1065654244	872974357	81.9191	866768828	6205529	99.2892

Public- Non Institutions	E-Voting	369812771	27108084	7.3302	27034890	73194	99.73	0.27
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		369812771	27108084	7.3302	27034890	73194	99.73
Total		2936127276	2400742702	81.7656	2394463979	6278723	99.7385	0.2615
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Shenu Agarwal (DIN: 03485730) as the Managing Director & Chief Executive Officer (MD & CEO)				
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	0
Public-Institutions	E-Voting	1065654244	878676496	82.4542	853534422	25142074	97.1386	2.8614
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1065654244	878676496	82.4542	853534422	25142074	97.1386	2.8614

Public- Non Institutions	E-Voting	369812771	27093548	7.3263	27025946	67602	99.7505	0.2495
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		369812771	27093548	7.3263	27025946	67602	99.7505
Total		2936127276	2406430305	81.9593	2381220629	25209676	98.9524	1.0476
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



23-01-2023

SCRUTINIZER'S REPORT

To

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

Subject: Passing of resolutions 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 8th December 2022 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 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 and 11/2022 dated 28th December, 2022

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 21, 2022, 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 16, 2022 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 22, 2022 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 Friday, December 23, 2022 (9.00 AM) and ended on Saturday, January 21, 2023 (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 Saturday, January 21, 2023, 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.

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

S.No	Resolution	Nature of Resolution
1	Appointment of Mr. Shenu Agarwal (DIN: 03485730) as a Director	Ordinary
2	Appointment of Mr. Shenu Agarwal (DIN: 03485730) as the Managing Director & Chief Executive Officer (MD & CEO)	Ordinary

A summary of the voting by e-voting for all the 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	4718	2394463979	215	6278723	2400742702	99.7385	0.26153	19 & 25687647
2	4671	2381220629	246	25209676	2406430305	98.9524	1.0476	19 & 25687647

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 21st January 2023.

- 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,

Digitally signed by
BALASUBRAMANIAN
CHANDRA
Date: 2022.01.23 16:18:22
+05'30'
BALASUBRAMA
NIAN CHANDRA

B Chandra
Partner
B CHANDRA AND ASSOCIATES
Company Secretaries in Practice
CP No. 7859
UDIN A020879D003033713