

January 25, 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

NEAPS

BSE Listing Centre

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 and Notice of Postal Ballot dated November 26, 2021, please find enclosed herewith the voting results of the Postal Ballot conducted by the Company along with the Scrutinizer's Report issued by Ms. B Chandra, Partner on behalf of M/s. B Chandra & Associates (CP No.:7859), 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 November 26, 2021, have been duly approved by the Members of the Company with requisite majority on January 22, 2022 (being the last date for e-voting).

- (i) Appointment of Mr. Shom Ashok Hinduja as a Non-Executive Director; and
- (ii) Appointment of Mr. Dheeraj G Hinduja as the Executive Chairman (Whole-time Director)

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	NOT APPLICABLE
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)	22-01-2022
Start time of the meeting	
End time of the meeting	

Scrutinizer Details

Name of the Scrutinizer	B CHANDRA
Firms Name	B CHANDRA AND ASSOCIATES
Qualification	CS
Membership Number	CP No. 7859
Date of Board Meeting in which appointed	26-11-2021
Date of Issuance of Report to the company	25-01-2022

Voting results	
Record date	17-12-2021
Total number of shareholders on record date	1180147
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				Approval for appointment of Mr Shom Ashok Hinduja (DIN: 07128441) as a Non-Executive 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	1044597006	843613854	80.7597	651645224	191968630	77.2445	22.7555
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1044597006	843613854	80.7597	651645224	191968630	77.2445
Public- Non Institutions	E-Voting	390270009	25936026	6.6457	25898276	37750	99.8544	0.1456
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		390270009	25936026	6.6457	25898276	37750	99.8544
Total		2935527276	2370210141	80.7422	2178203761	192006380	91.8992	8.1008
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?				No				
Description of resolution considered				Approval for appointment of Mr. Dheeraj G Hinduja (DIN: 00133410) as an Executive Chairman (Whole-time 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	1044597006	843613854	80.7597	724467617	119146237	85.8767	14.1233
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1044597006	843613854	80.7597	724467617	119146237	85.8767
Public- Non Institutions	E-Voting	390270009	25935116	6.6454	25900387	34729	99.8661	0.1339
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		390270009	25935116	6.6454	25900387	34729	99.8661
Total		2935527276	2370209231	80.7422	2251028265	119180966	94.9717	5.0283
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	

25.01.2022

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) Amendment Rules, 2015, framed thereunder with regard to the Ordinary Resolutions under the Companies Act, 2013 (the Act) and the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (the Regulations)

Dear Sir,

Please refer to your letter dated November 26, 2021 appointing us as the Scrutinizers for the purpose of ascertaining the result of the Postal Ballot process for passing Ordinary resolutions in respect of items mentioned elsewhere in the report in line with Circular Nos.14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 10/2021 dated June 23, 2021 and 20/2021 dated December 8, 2021.

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 on December 22, 2021 sent the Notice of Postal Ballot dated November 26, 2021 along with explanatory statement and guidance for voting electronically by the Members, by e-mail through Central Depository Services (India) Limited (CDSL). 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 17, 2021 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 CDSL.
1.2	The Company had given Public Advertisement, with respect to dispatch of postal ballot, which was published on December 23, 2021 in English



B. Chandra & Associates

	Newspaper "Business Standard" & in Tamil Newspaper "Dinamani" on the same date. In this Public Advertisement, Members were informed about the availability of the notice in the Websites of the Company, CDSL 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 24, 2021 (9.00 AM) and ended on Saturday, January 22, 2022 (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 January 22, 2022, the last date and time fixed by the Company for postal ballot through E-voting, were considered for our scrutiny.
1.7	As confirmed by CDSL, 42,799 emails bounced.
1.8	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	Approval for appointment of Mr Shom Ashok Hinduja (DIN: 07128441) as a Non-Executive Director	Ordinary
2	Approval for appointment of Mr. Dheeraj G Hinduja (DIN: 00133410) as an Executive Chairman (Whole-time Director)	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	1892	2,17,82,03,761	217	19,20,06,380	2,37,02,10,141	91.90	8.10	5 & 2,75,44,986
2	1924	2,25,10,28,265	183	11,91,80,966	2,37,02,09,231	94.97	5.03	5 & 2,75,44,986

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



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 January 22, 2022.
- 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

B Chandra
Partner
B CHANDRA AND ASSOCIATES
Company Secretaries in Practice
CP No. 7859
UDIN A020879C002278156

