



July 25, 2024

National Stock Exchange of India Limited  
5<sup>th</sup> Floor, Plot no. C/1, Block G,  
Bandra Kurla Complex,  
Bandra (East), Mumbai - 400 051

BSE Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai - 400 001

Symbol : ASHOKLEY

Scrip Code : 500477

Dear Sir / Madam,

**Subject: Disclosure of events pursuant to Regulation 30(2) read with Schedule III - Part A – Para A (13) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Proceedings of the Seventy Fifth Annual General Meeting held on Thursday, July 25, 2024.**

The Seventy Fifth (75<sup>th</sup>) Annual General Meeting (AGM) of the Members of the Company was held on Thursday, July 25, 2024 at 3.00 p.m. (IST) 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 Committee, Prof. Dr. Andreas H Biagosch, Mr. Jose Maria Alapont, Mr. Saugata Gupta, Dr. C Bhaktavatsala Rao, Mr. Shom A Hinduja, Mr. Thomas Dauner, Directors, Mr. Shenu Agarwal, Managing Director and Chief Executive Officer and Mr. Gopal Mahadevan, Director – Strategic Finance and M&A, Mr. K.M. Balaji, Chief Financial Officer, Mr. Mahesh Thakar, General Counsel and Mr. N Ramanathan, Company Secretary. He further informed that Mr. Jean Brunol and Dr. V Sumantran, Directors did not participate due to other pre-occupation.

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. Shenu Agarwal then made an Audio-Visual presentation on the performance of the Company.

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

The AGM was called for the purpose of voting on the following businesses:

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



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, 2024, 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, 2024 together with the Report of Auditors thereon.	Ordinary
2.	Confirmation of the interim dividend of Rs. 4.95 per equity share and consider the same as final dividend for the financial year ended March 31, 2024.	Ordinary
3.	Appointment of a Director in place of Mr. Shom Ashok Hinduja (DIN: 07128441) who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary
4.	Re-appointment of Mr. Saugata Gupta (DIN: 05251806) as an Independent Director, not liable to retire by rotation, for a second term of 5 (five) consecutive years from November 8, 2024 till November 7, 2029. .	Special
5.	Appointment of Dr. V Sumantran (DIN: 02153989) as an Independent Director , not liable to retire by rotation, for a term of 5 (five) consecutive years from May 24, 2024 to May 23, 2029.	Special
6.	Appointment of Mr. Thomas Dauner (DIN: 10642122) as an Independent Director, not liable to retire by rotation, for a term of 5 (five) consecutive years from June 4, 2024 to June 3, 2029.	Special
7.	Re-appointment of Mr. Dheeraj G Hinduja (DIN: 00133410) as the Executive Chairman (Whole-time) of the Company, liable to retire by rotation, for a period of 2 (two) years from November 26, 2024 to November 25, 2026 and remuneration	Ordinary
8.	Reappointment of Mr. Gopal Mahadevan (DIN: 01746102) as Whole-time Director ('WTD'), designated as 'Director – Strategic Finance and M&A', liable to retire by rotation, for a period of 2 (two) years from May 24, 2024 to May 23, 2026 and remuneration.	Ordinary
9.	Ratification of remuneration payable to Geeyes & Co., Cost and Management Accountants, (Firm Registration No.000044), for the financial year ended March 31, 2024.	Ordinary
10.	Approval of Material Related Party Transactions with TVS Mobility Private Limited for the FY 2025-26.	Ordinary
11.	Approval of Material Related Party Transactions with Switch Mobility Automotive Limited for the FY 2024-25.	Ordinary
12.	Approval of Material Related Party Transactions between Switch Mobility Automotive Limited and OHM Global Mobility Private Limited for the FY 2024-25.	Ordinary
13.	Amendment to the Articles of Association of the Company	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, electric vehicle segment, performance of the Company, Subsidiaries, CAPEX, CSR 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.





The Chairman also informed that those Members who have not voted so far by e-voting may cast their votes through the e-voting platform provided by National Securities Depository Limited (NSDL). The Chairman informed the Members that the consolidated results of remote e-voting and the voting during the AGM would be intimated to the Stock Exchanges within two working days from the conclusion of the AGM, i.e., on or before July 29, 2024. The same would also be posted on the website of the Company and NSDL.

At the end, the Chairman thanked the Members present and other stakeholders who have supported the AGM activities and thereafter concluded the meeting at 5.20 p.m. (IST).

This is for your information and records.

Thanking you,

Yours faithfully,  
**For Ashok Leyland Limited**

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

