

July 21, 2017

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

Through: BSE Listing Centre

Dear Sirs,

Subject : Disclosure of events pursuant to Regulation 30(2) Schedule III - Part A - A (13) of SEBI (Listing Regulations & Disclosure Requirements), 2015 - Summary of the Proceedings of the sixty eighth Annual General Meeting held on July 21, 2017

The sixty eighth Annual General Meeting (AGM) of the Members of the Company was held on Friday, July 21, 2017 at 2.45 p.m. at "The Music Academy", New No.168 (Old No.306) TTK Road, Royapettah, Chennai - 600 014.

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

He introduced the Directors/KMPs sitting on the dais viz., Mr. Vinod K Dasari, Chief Executive Officer and Managing Director, Mr. Jean Brunol, Dr. Andreas H Biagosch, Mr. Sanjay K Asher (Chairman of Audit Committee and Stakeholders Relationship Committee), Mr. A K Das, Mr. D J Balaji Rao (Chairman of Nomination and Remuneration Committee), Mr. Jose Maria Alapont and Mr. Sudhindar K Khanna, Directors, Mr Gopal Mahadevan, Chief Financial Officer and Mr. N Ramanathan, Company Secretary. He also introduced the Company's outgoing Joint Statutory Auditors Mr. M S Murali from M/s. M S Krishnaswami & Rajan, Chartered Accountants and Mr. Ajit Vaidhya from M/s. Deloitte Haskins & Sells, LLP and the newly appointed Statutory Auditors, M/s. Price Waterhouse & Co Chartered Accountants LLP.

The Chairman then delivered his speech.

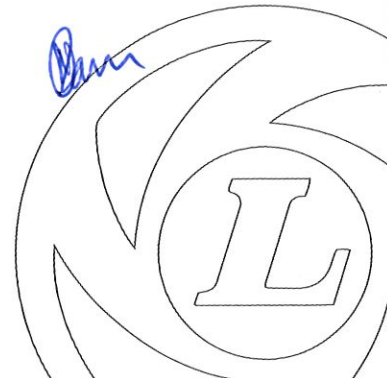
The Chief Executive Officer and Managing Director made an Audio-Visual Presentation on the performance of the Company.

With the unanimous approval of the shareholders' present, the notice was taken as read.

The Company Secretary explained the remote e-voting process and the Ballot voting process made available at the AGM Venue.

ASHOK LEYLAND LIMITED

Registered Office: No.1, Sardar Patel Road, Guindy, Chennai 600 032, India.
t : +91.44.2220 6000 f : +91.44.2220 6001, e : reachus@ashokleyland.com,
CIN: L34101TN1948PLC000105, www.ashokleyland.com





ASHOK LEYLAND

The following businesses were transacted at the meeting.

S.No.	Particulars	Nature of business
1	Adoption of a) the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2017, 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, 2017 together with the Report of Auditors thereon.	Ordinary
2	Declaration of dividend of Rs.1.56/- per equity share of face value of Re.1/- each for the year ended March 31, 2017.	Ordinary
3	Appointment of a Director in place of Mr. Dheeraj G Hinduja who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary
4	Appointment of Messers Price Waterhouse & Co Chartered Accountants LLP (FRN 304026E/E300009) as Auditors and fixation of remuneration.	Ordinary
5	Appointment of Mr. Jose Maria Alapont as an Independent Director	Ordinary
6	Ratification of Cost Auditors' Remuneration for the financial year 2016-17	Ordinary
7	Adoption of new Articles of Association of the Company in conformity with the Companies Act, 2013	Special

The Chairman invited comments and questions from the members. Queries raised by the members with respect to the future business, technology, dividend, performance of the Company, amalgamation of Hinduja Foundries Limited with the Company, etc., were clarified/answered by the Chairman to the satisfaction of the shareholder's present at the meeting. The Chairman also stated that any other query that the shareholder(s) may have, they can contact the Company Secretary who will do the needful by checking with the concerned and providing response pertaining to the performance of the Company for the financial year 2016-17.

The members then cast their votes (who have not voted so far by e-voting) on the ballot papers and deposited the same in the ballot boxes placed at the meeting hall. The Chairman informed the members that the consolidated results of e-voting and ballot voting would be announced within 48 hours and be intimated to the Stock Exchanges and 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 5 pm.

This is for your information and records.

Thanking you,

for Ashok Leyland Limited

N Ramanathan
Company Secretary

ASHOK LEYLAND LIMITED

Registered Office: No.1, Sardar Patel Road, Guindy, Chennai 600 032, India.
t : +91.44.2220 6000 f : +91.44.2220 6001, e : reachus@ashokleyland.com,
CIN: L34101TN1948PLC000105, www.ashokleyland.com

