

March 24, 2025

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

Symbol: ASHOKLEY

Scrip Code: 500477

Dear Sir/Madam,

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 Ordinary Resolutions for the following two businesses as set out in the Notice of Postal Ballot dated February 12, 2025 have been duly approved by the Members with requisite majority on March 22, 2025 (being the last date for e-voting).

1. Approval of Material Related Party Transactions as entered into by the Company with AML Motors Private Limited, a 'Related Party' of the Company's subsidiary (i.e., Global TVS Bus Body Builders Limited) as per Section 2(76) of the Companies Act, 2013, for FY 2023-24.
2. Approval of Related Party Transactions entered or to be entered with AML Motors Private Limited, a 'Related Party' of the Company's subsidiary (i.e., Global TVS Bus Body Builders Limited) as per Section 2(76) of the Companies Act, 2013, for the FY 2024-25.

Thanking you,

Yours faithfully,
for Ashok Leyland Limited

N Ramanathan
Company Secretary

Encl.: a/a

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)	22-03-2025
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	12-02-2025
Date of Issuance of Report to the company	24-03-2025

Voting results	
Record date	07-02-2025
Total number of shareholders on record date	1481657
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 of Material Related Party Transactions as entered into by the Company with AML Motors Private Limited, a 'Related Party' of the Company's subsidiary (i.e., Global TVS Bus Body Builders Limited) as per Section 2(76) of the Companies Act, 2013, for FY 2023-24.				
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	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		1500660261	0	0	0	0	0
Public- Institutions	E-Voting	1086845544	832347848	76.5838	812871749	19476099	97.6601	2.3399
	Poll							
	Postal Ballot (if applicable)							
	Total		1086845544	832347848	76.5838	812871749	19476099	97.6601
Public- Non Institutions	E-Voting	349021471	27036526	7.7464	26969192	67334	99.751	0.249
	Poll							
	Postal Ballot (if applicable)							
	Total		349021471	27036526	7.7464	26969192	67334	99.751
Total		2936527276	859384374	29.2653	839840941	19543433	97.7259	2.2741
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	121237833
Public - Non Insitutions	23670000

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval of Related Party Transactions entered or to be entered with AML Motors Private Limited, a 'Related Party' of the Company's subsidiary (i.e., Global TVS Bus Body Builders Limited) as per Section 2(76) of the Companies Act, 2013, for the FY 2024-25.				
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	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		1500660261	0	0	0	0	0
Public-Institutions	E-Voting	1086845544	832347848	76.5838	812871749	19476099	97.6601	2.3399
	Poll							
	Postal Ballot (if applicable)							
	Total		1086845544	832347848	76.5838	812871749	19476099	97.6601
Public- Non Institutions	E-Voting	349021471	27034263	7.7457	26976454	57809	99.7862	0.2138
	Poll							
	Postal Ballot (if applicable)							
	Total		349021471	27034263	7.7457	26976454	57809	99.7862
Total		2936527276	859382111	29.2653	839848203	19533908	97.727	2.273
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	121237833
Public - Non Insitutions	23670000



B. CHANDRA & ASSOCIATES
PRACTISING COMPANY SECRETARIES

AG3 RAGAMALIKA,
No.26, Kumaran Colony Main Road,
Vadapalani,
Chennai – 600026
REGN NO P2017TN065700

E-mail: bchandraandassociates@gmail.com
bchandracosecy@gmail.com
H/P: 9840276313, 9840375053

24.03.2025

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 February 13, 2025 appointing us as the Scrutinizers for the purpose of ascertaining the result of the Postal Ballot process for passing Ordinary resolutions 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, 11/2022 dated 28th December, 2022, 09/2023 dated 25th September 2023 and 09/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs.

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 February 18, 2025 sent the Notice of Postal Ballot dated February 12, 2025 along with explanatory statement with material facts by way of email to its members whose names appeared on the Register of Members/list of beneficial owners provided by the Depositories as on February 7, 2025. Members were given the facility to vote electronically on the e-voting platform, provided by the National Securities Depository Limited (NSDL). For members whose e-mail addresses are not registered, they were requested to send email to Integrated Registry Management Services Pvt. Ltd (RTA).
1.2	The company had given Public Advertisement, which was published Business Standard (in English) and Dinamani (in Tamil) on February 19, 2025. In this Notice, 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 Integrated Registry Management Services Pvt. Ltd (RTA) to get a copy through E-mail.
1.3	In terms of the Notice, the E-voting commenced on February 21, 2025, at 9:00 A.M. (IST) and ended on 22 nd March 2025 at 5:00 P.M. (IST)
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 (IST) on 22 nd March 2025, the last date and time fixed by the Company for e-voting were considered for our scrutiny.
1.7	Votes cast by e voting were matched with the Register of Members of the company/ list of beneficiaries. The votes downloaded from the e-Voting system were collated on 22 nd March 2025 after 5.00 P.M. (IST)
1.8	As confirmed by RTA of the Company, 96,241 emails had bounced.
1.9	Corporate members who have cast their votes without Board resolutions were invalidated. Corporate members who had attached resolutions for a folio in respect of one of their funds have been considered for the other Funds in the same group.

S. No	Resolution	Nature of Resolution
1	Approval of Material Related Party Transactions as entered into by the Company with AML Motors Private Limited, a 'Related Party' of the Company's subsidiary (i.e., Global TVS Bus Body Builders Limited) as per Section 2(76) of the Companies Act, 2013, for FY 2023-24.	Ordinary
2	Approval of Related Party Transactions entered or to be entered with AML Motors Private Limited, a 'Related Party' of the Company's subsidiary (i.e., Global TVS Bus Body	Ordinary

	Builders Limited) as per Section 2(76) of the Companies Act, 2013, for the FY 2024-25.	
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A summary of the voting by e-voting for the above resolutions are given below:

Resolution no 1 - Approval of Material Related Party Transactions as entered into by the Company with AML Motors Private Limited, a 'Related Party' of the Company's subsidiary (i.e., Global TVS Bus Body Builders Limited) as per Section 2(76) of the Companies Act, 2013, for FY 2023-24		Voter Count	No of votes	% to total valid votes
Evoting	In favour	4191	839840941	97.72587988
	Against	191	19543433	2.274120125
	Invalid	31	144907833	
	Valid Votes	4382	859384374	

Since the number of votes cast in favour exceeded the number of votes cast against in respect of the resolution no 1, we hereby report that the resolution was duly passed with requisite majority as an ordinary Resolution.


Resolution no 2 Approval of Related Party Transactions entered or to be entered with AML Motors Private Limited, a 'Related Party' of the Company's subsidiary (i.e., Global TVS Bus Body Builders Limited) as per Section 2(76) of the Companies Act, 2013, for the FY 2024-25		Voter Count	No of votes	% to total valid votes
Evoting	In favour	4186	839848203	97.72698224
	Against	184	19533908	2.273017759
	Invalid	31	144907833	
	Valid Votes	4370	859382111	

Since the number of votes cast in favour exceeded the number of votes cast against in respect of the resolution no 2, we hereby report that the resolution was duly passed with requisite majority as an Ordinary Resolution.

- 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 22nd March 2025.
- 4 The e-voting data and all other connected records relating to the aforesaid 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 Sincerely,

B
CHANDRA  Digitally signed
by B CHANDRA
Date: 2025.03.24
16:24:06 +05'30'

B Chandra
Partner
B CHANDRA AND ASSOCIATES
Company Secretaries in Practice
CP No. 7859
UDIN A020879F004142106