



November 15, 2012

To,
National Stock Exchange of India Ltd
Exchange Plaza,
Bandra-Kurla Complex, Bandra(E),
Mumbai 400 051.
Dear Sir

Sub: SEBI (Substantial Acquisitions of shares and Takeovers) Regulations, 2011

This is to inform you that ICICI Prudential Mutual Fund, under its various schemes and Eastspring Investments (Singapore) Limited, under its scheme/sub-accounts are holding 79,528,446 shares in Ashok Leyland Limited (whose shares are listed on your Stock Exchange) as under:

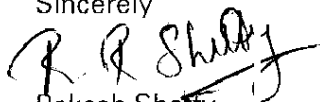
Name of the Scheme (Acquirer)	Total Share holdings as on November 9, 2012	% of shares/ voting rights to total paid up capital of Ashok Leyland Limited as on November 9, 2012
Eastspring Investments (Singapore) Limited, under its scheme/sub-accounts	79,499,729	2.98
ICICI Prudential Nifty Junior Index Fund	28,717	0.01
Total	79,528,446	2.99

Eastspring Investments (Singapore) Limited, under its scheme, namely Eastspring Investments Asia Oceania High Dividend Equity Mother Fund, had sold 13,825,641 equity shares of Ashok Leyland Limited on November 9, 2012 as a result of which the shareholding of the aforesaid entities has decreased by more than 2% as compared to the previous disclosure made on June 16, 2011 for 5.125%.

The disclosures in this regard as required under Regulation 29(2) of SEBI (Substantial Acquisitions of shares and Takeovers) Regulations, 2011 and Regulation 13(3) of SEBI (Prohibition of Insider Trading) Regulations, 1992, are enclosed herewith.

Thanking you

Sincerely


Rakesh Shetty
Company Secretary

Encl.: As above

Format for disclosure of details of acquisition to target company and stock exchanges where the shares of the target company are listed, in terms of Regulation 29(2) of SEBI (Substantial Acquisitions of shares and Takeovers) Regulations, 2011

Name of the Target Company	Ashok Leyland Limited		
Name of the acquirer and PAC with the acquirer	ICICI Prudential Mutual Fund (the Fund) under its various schemes and Eastspring Investments (Singapore) Limited under its sub-account.		
Whether the acquirer belongs to Promoter/Promoter group	No		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	The Bombay Stock Exchange Limited, National Stock Exchange of India Limited and The Madras Stock Exchange Limited		
Details of the sale of shares/voting rights/holding of the Acquirer and PAC Details of the sale as follows	Number	% w.r.t. total paid up capital of Target Company	% w.r.t. total diluted share/voting capital of the TC (*)
Before the sale under consideration, holding of :			
a) Shares carrying voting rights	93,354,087	3.51	
b) Voting rights (VR) otherwise than by equity shares	--	--	
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	--	--	
Total (a+b+c)	93,354,087	3.51	
Details of sale			
a) Shares carrying voting rights acquired/sold	13,825,641	0.52	
b) VRs acquired otherwise than by equity shares	--	--	
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired	--	--	
Total (a+b+c)	13,825,641	0.52	
After the sale, holding of:			
a) Shares carrying voting rights	79,528,446	2.99	
b) VRs otherwise than by equity shares	--	--	
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after	--	--	

R R Shetty

FORM C
Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992
(Regulation 13 (3) and (6))

acquisition				
Total (a+b+c)		79,528,446	2.99	
Mode of sale (e.g. open market/public issue/rights issue/preferential allotment/interse transfer etc.)		Secondary Market Sale		
Date of sale of/ date of receipt of intimation of allotment of shares/VR/warrants/convertible securities/any other instrument that entitles the acquirer to receive shares in the TC.		November 9, 2012		
Equity share capital/total voting capital of the TC before the said sale		2,660,676,634		
Equity share capital/total voting capital of the TC after the said sale		2,660,676,634		
Total diluted share/voting capital of the TC after the said acquisition		2,660,676,634		
Note.--- (*) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.  Signature of the acquirer/Authorised Signatory Place : Mumbai Date : November 15, 2012				

Regulation 13(3) - Details of change in shareholding in respect of person holding more than 5% shares in a listed company (Name & address of shareholder)	No. and percentage of shares/voting rights sold	Date of sale (specify)	Date of intimation to Company	Mode of sale (market purchase/public rights/preferential offer etc.)	No. and percentage of shares/voting rights post sale	Trading member through whom the trade was executed with SEBI Registration No. of the TM	Exchange on which the trade was executed	Sale quantity	Sale value
ICICI Prudential Mutual Fund under its scheme namely ICICI Prudential Nifty Junior Index Fund Address: 12nd Floor, Block B-2, Nirlon Knowledge Park, Western Express Highway, Goregaon (East), Mumbai - 400 063 PAN of ICICI Prudential Mutual Fund: AAAA0038F	93,354,087 equity shares of Re. 1 each 3.51% of the equity share capital	9-Nov-12	15-Nov-12	Secondary Market	79,528,446 equity shares of Re. 1 each 2.99% of the equity share capital	CLSA SEBI Registration no. INB 230826436 Kotak SEBI registration no. INB 230826436 Kotak Securities Limited SEBI Registration no. INB230808130	NSE NSE NSE	4,800,000 5,025,641 4,000,000	121,512,159.62 127,328,268.81 101,193,600.00

