



June 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

Scrip Code: ASHOKLEY

Stock Symbol: 500477

Through: NEAPS

Through: BSE Listing Centre

Sirs,

Subject: Regulation 30(9) SEBI Listing Regulation, 2015 - Withdrawal of Draft Red Herring Prospectus by Hinduja Leyland Finance Limited

This has reference to our letter dated March 30, 2016 intimating the filing of Draft Red Herring Prospectus (DRHP) with the Securities Exchange Board of India (SEBI) by Hinduja Leyland Finance Limited (HLFL), a subsidiary company of Ashok Leyland Limited for the proposed initial public offering of equity shares.

The Board of Directors of HLFL at their meeting held on May 23, 2017 had decided to withdraw the above DRHP and accordingly the DRHP had been withdrawn from SEBI on June 16, 2017.

The acknowledgement issued by SEBI in this regard is attached herewith.

Thanking you,

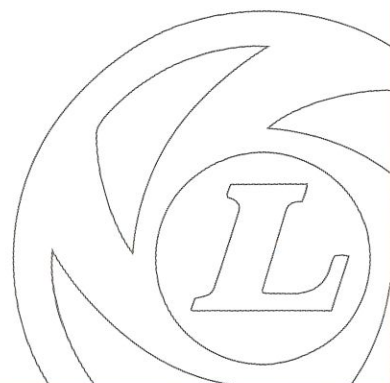
Yours faithfully,
for ASHOK LEYLAND LIMITED

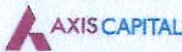
N Ramanathan
Company Secretary

Encl : a/a

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



			
Axis Capital Limited 1 st Floor, Axis House C 2 Wadia International Centre Pandurang Budhkar Marg Worli Mumbai 400 025 Maharashtra, India Tel: +91 22 4325 2183 Fax: +91 22 4325 3000 Email: hlfi@axiscap.in Investor Grievance Email: complaints@axiscap.in Website: www.axiscapital.co.in Contact Person: Ms. Simran Gadh SEBI Registration No.: INM000012029 Corporate Identity Number: U51900MH2005PLC157853	ICICI Securities Limited ICICI Centre H.T. Parekh Marg, Churchgate Mumbai 400 020 Maharashtra, India Tel: +91 22 2288 2460 Fax: +91 22 2282 6580 E-mail: hlfi.in@icicisecurities.com Website: www.icicisecurities.com Investor Grievance Email: customercare@icicisecurities.com Contact Person: Mr. Rupesh Khant SEBI Registration No.: INM000011179 Corporate Identity Number: U67120MH1995PLC086241	SBI Capital Markets Limited 202, Maker Tower E, Cuffe Parade Mumbai 400 005 Maharashtra, India Tel: +91 22 2217 8300 Fax: +91 22 2217 8332 E-mail: hlfi.in@sbiicaps.com Investor Grievance E-mail: Investor_relations@sbiicaps.com Website: www.sbiicaps.com Contact Person: Mr. Gitesh Vargantwar SEBI Registration No.: INM000003531 Corporate Identity Number: U99999MH1986PLC040298	YES Securities (India) Limited IFC, Tower 1 & 2 Unit no. 602 A, 6th Floor Senapati Bapat Marg, Elphinstone Road Mumbai 400 013, India Tel: +91 22 3347 7364 Fax: +91 22 2421 4508 E-mail: hlfi.in@yesssecuritiesindia.in Investor Grievance E-mail: icc@yesssecuritiesindia.in Website: www.yesinvest.in Contact Person: Mr. Aditya Vora SEBI Registration No.: MB/INM000012227 Corporate Identity Number: U74992MH2013PLC240971

SEBI reference no: ACL-CF-Hinduja-2017-67

June 16, 2017

Securities and Exchange Board of India
 Corporation Finance Department
 Division of Issues and Listing
 Plot C4-A, G Block
 Bandra Kurla Complex
 Bandra (East)
 Mumbai 400 051



Kind Attn.: Mr. Navpreet Singh – Assistant General Manager

Dear Sir,

Re.: Draft red herring prospectus dated March 29, 2016 (the “DRHP”) filed with the Securities and Exchange Board of India (“SEBI”), in relation to the proposed initial public offering of equity shares of Hinduja Leyland Finance Limited (“Company”, and such proposed initial public offering as the “Issue”).

This is in relation to the DRHP filed with SEBI on March 30, 2016 in relation to the Issue. SEBI has, pursuant to its letter June 24, 2016, given its final observations in relation to the Issue. We wish to inform you that the board of directors of the Company have decided in their meeting dated May 23, 2017 to withdraw the DRHP, and accordingly, the selling shareholder, namely Everfin Holdings, has granted its consent to withdraw the DRHP filed with SEBI.

The letter received from the Company intimating us of the decision of the board of directors to withdraw the Offer, is enclosed herewith as **Annexure A**.

The Company has informed us that in the event they consider to undertake an initial public offering of its securities, they will file a fresh draft red herring prospectus with SEBI.

We request you to take note of the above and thank you for your support and guidance.

Thank you.

Yours sincerely,

For Axis Capital Limited

Authorised Signatory
 Name: Simran Gadh



For ICICI Securities Limited

Authorised Signatory
 Name: Rupesh Khant



Designation: AVP - Corp Fin
Contact No: 43252142
Email: simran.gadhi@aviscap.in

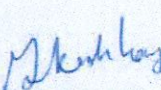
Designation: Vice President
Contact No: 081 6637 7352
Email: rupa.hunt@icicisecurities.com

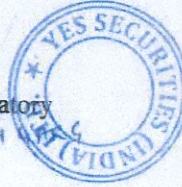
For SBI Capital Markets Limited

For Yes Securities (India) Limited


Authorised Signatory
Name: Kavita Tarwani
Designation: AVP
Contact No: 22178547
Email: kavita.tarwani@sbcaps.com




Authorised Signatory
Name: MUKESH
Designation: VP
Contact No: 71004529
Email: mukesh.garg@yessecuritiesindia.com



Encl: As stated above



HINDUJA LEYLAND FINANCE

June 14, 2017

Axis Capital Limited

1st Floor, Axis House
C 2 Wadia International Centres
Pandurang Budhkar Marg, Worli
Mumbai 400 025
Maharashtra, India

ICICI Securities Limited

ICICI Centre
H.T. Parekh Marg, Churchgate
Mumbai 400 020
Maharashtra, India

SBI Capital Markets Limited

202, Maker Tower E, Cuffe Parade
Mumbai 400 005
Maharashtra, India

YES Securities (India) Limited

YES Bank Tower, IFC 2, 19th floor
Senapati Bapat Marg, Elphinstone (W)
Mumbai 400 013
Maharashtra, India

(collectively, the "BRLMs")

Ladies and Gentlemen:

Sub: Proposed Initial Public Offer (the "Offer") of equity shares (the "Equity Shares") of Hinduja Leyland Finance Limited (the "Company"), including through a fresh issue and an offer for sale

This is with reference to the captioned subject and the draft red herring prospectus of our Company filed with the Securities and Exchange Board of India ("SEBI") on March 30, 2016 ("DRHP") in relation to the Offer.

We wish to inform you that the Board of Directors of our Company and the selling shareholder, being Everfin Holdings, have decided to withdraw the DRHP filed with SEBI, pursuant to a resolution dated 23rd May, 2017, passed by the Board of Directors of our Company. The certified copy of which is attached as Annexure A.

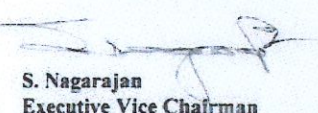
Accordingly, in the capacity of book running lead managers appointed by us for the Offer, we formally request you to withdraw the DRHP filed with SEBI. In the event we decide to proceed with an Offer in the future, we will file a fresh draft red herring prospectus with SEBI.

We request you to take note of the above.

Thanking you,

Yours sincerely,

For Hinduja Leyland Finance Limited


S. Nagarajan
Executive Vice Chairman
Encl.: a/a.



HINDUJA LEYLAND FINANCE LIMITED

Corporate Office : No. 27A, Developed Industrial Estate, Guindy, Chennai - 600 032. Tel : (044) 3925 2525 Fax : 044-3925 2553
Registered Office : No. 1, Sardar Patel Road, Guindy, Chennai - 600 032

Website : www.hindujaleylandfinance.com

CIN : U65993TN2008PLC069637 • Email : compliance@hindujaleylandfinance.com