

July 17, 2018

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 ninth Annual General Meeting held on July 17, 2018

The sixty ninth Annual General Meeting (AGM) of the Members of the Company was held on Tuesday, July 17, 2018 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 and Key Managerial Personnel 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. 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 representatives of the Company's 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 & Corporate Office: No.1, Sardar Patel Road, Guindy, Chennai - 600 032, India | T : +91 44 2220 6000 | F : +91 44 2220 6001
CIN - L34101TN1948PLC000105 | www.ashokleyland.com

**HINDUJA GROUP**

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, 2018, 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, 2018 together with the Report of Auditors thereon. | Ordinary |
| 2 | Declaration of dividend of Rs.2.43/- per equity share of face value of Re.1/- each for the year ended March 31, 2018. | Ordinary |
| 3 | Appointment of Mr. Dheeraj G Hinduja who retires by rotation and being eligible, offers himself for re-appointment. | Ordinary |
| 4 | Ratification of Cost Auditors' Remuneration for the financial year 2017-18 | Ordinary |

The Chairman invited comments and questions from the shareholders. Queries raised by the shareholders with respect to the future business, electrical vehicle business, technology, dividend, bonus shares, performance of 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 2017-18.

The shareholders 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 Central Depository Services of (India) Limited.

The Chairman then thanked the members present and declared the meeting as closed. The meeting concluded at 4.50 p.m.

This is for your information and records.

Thanking you,

for Ashok Leyland Limited


N Ramanathan
Company Secretary

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