

General information about company	
Scrip code	500477
NSE Symbol	ASHOKLEY
MSEI Symbol	NOTLISTED
ISIN	INE208A01029
Name of the entity	ASHOK LEYLAND LIMITED
Date of start of financial year	01-04-2024
Date of end of financial year	31-03-2025
Reporting Quarter	Half Yearly
Date of Report	30-09-2024
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 500 listed entities

Annexure I								
Annexure I to be submitted by listed entity on quarterly basis								
I. Composition of Board of Directors								
Disclosure of notes on composition of board of directors explanatory							Textual Information(1)	
Whether the listed entity has a Regular Chairperson							Yes	
Whether Chairperson is related to MD or CEO							No	
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth
1	Mr	DHEERAJ GOPICHAND HINDUJA	ABKPH6165Q	00133410	Executive Director	Chairperson related to Promoter		27-07- 1971
2	Mr	ANDREAS HUBERTUS BIAGOSCH	BBAPH7908G	06570499	Non-Executive - Independent Director	Not Applicable	Shareholder Director	22-05- 1955
3	Ms	MANISHA GIROTRA	AAEPG5908M	00774574	Non-Executive - Independent Director	Not Applicable	Shareholder Director	09-07- 1969
4	Mr	JEAN BRUNOL	DYFPB3063N	03044965	Non-Executive - Independent Director	Not Applicable	Shareholder Director	23-03- 1952
5	Mr	SANJAY KHATAU ASHER	ADQPA0146C	00008221	Non-Executive - Independent Director	Not Applicable	Shareholder Director	26-11- 1963
6	Mr	JOSE MARIA ALAPONT	DEHPA6621H	07712699	Non-Executive - Independent Director	Not Applicable	Shareholder Director	03-09- 1950
7	Mr	GOPAL MAHADEVAN	AACPG7248J	01746102	Executive Director	Not Applicable		20-05- 1966
8	Mr	SAUGATA GUPTA	AAEPG0867F	05251806	Non-Executive - Independent Director	Not Applicable	Shareholder Director	10-08- 1967
9	Mr	CANAKAPALLI BHAKTAVATASALA RAO	AADPR1938H	00010175	Non-Executive - Non Independent Director	Not Applicable		10-08- 1949
10	Mr	SHOM ASHOK HINDUJA	AAAPH8523R	07128441	Non-Executive - Non Independent Director	Not Applicable		29-10- 1990
11	Mr	SHENU AGARWAL	AECPA6213R	03485730	Executive Director	Not Applicable	CEO-MD	16-05- 1970
12	Mr	THOMAS DAUNER	JVDPD6498A	10642122	Non-Executive - Independent Director	Not Applicable	Shareholder Director	23-03- 1969
13	Mr	VENKATRAMANI SUMANTRAN	AAKPS5105J	02153989	Non-Executive - Independent Director	Not Applicable	Shareholder Director	27-09- 1958

I. Composition of Board of Directors					
Disqualification of Directors under section 164 of the Companies Act, 2013					
Sr	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status
1	No				
2	No				
3	No				
4	No				
5	No				
6	No				
7	No				
8	No				
9	No				
10	No				
11	No				
12	No				
13	No				

I. Composition of Board of Directors

Sr	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity [with reference to proviso to regulation 17A(1) & 17A(2)]	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Reason for Cessation	Notes for not providing PAN	Notes for not providing DIN
1	NA		03-09-1996	26-11-2021			1	0	1	0			
2	NA		26-07-2014	26-07-2019	25-07-2024	120	1	1	0	0	Tenure Completion		
3	NA		29-06-2015	29-06-2020		111.02	2	2	1	0			
4	NA		26-07-2014	26-07-2019	25-07-2024	120	1	1	1	0	Tenure Completion		
5	NA		26-07-2014	26-07-2019	25-07-2024	120	7	6	8	2	Tenure Completion		
6	Yes	08-09-2021	25-01-2017	25-01-2022		92.07	1	1	1	1			
7	NA		24-05-2019	24-05-2024			1	0	5	0			
8	NA		08-11-2019	08-11-2019		58.24	3	2	3	1			
9	No		02-09-2020	29-07-2022	31-07-2024		0	0	0	0	Others		
10	NA		12-11-2021	25-07-2024			2	0	0	0			
11	NA		08-12-2022	08-12-2022			1	0	1	0			
12	NA		04-06-2024	04-06-2024		3.27	1	1	1	0			
13	NA		24-05-2024	24-05-2024		4.07	3	3	3	1			

Text Block	
Textual Information(1)	Mr.Sanjay Khatu Asher (DIN 00008221) was appointed as Additional Director (Non-Executive, Non-Independent) with effect from August 14, 2024. Since the system does not allow duplicate DIN, this could not be entered.

Annexure 1	
II. Composition of Committees	
Disclosure of notes on composition of committees explanatory	Textual Information(1)

Annexure 1 Text Block	
Textual Information(1)	<p>Mr.Sanjay Khatau Asher (DIN 00008221) was appointed as , Non-executive, Non-Independent Director and as a member of Audit Committee with effect from August 14, 2024.</p> <p>He was appointed as member of the following Committees withe effect from August 24, 2024</p> <p>Corporate Social Responsibility Committee</p> <p>Risk Management Committeee</p> <p>Since duplicate DIN is not allowed in the system, could not enter this data in the relevant field</p>

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	07712699	JOSE MARIA ALAPONT	Non-Executive - Independent Director	Chairperson	15-05-2019		Textual Information(1)
2	03044965	JEAN BRUNOL	Non-Executive - Independent Director	Member	06-11-2014	25-07-2024	
3	00008221	SANJAY KHATAU ASHER	Non-Executive - Independent Director	Member	21-12-2010	25-07-2024	
4	00010175	CANAKAPALLI BHAKTAVATASALA RAO	Non-Executive - Non Independent Director	Member	06-11-2020	31-07-2024	
5	05251806	SAUGATA GUPTA	Non-Executive - Independent Director	Member	24-06-2021		
6	10642122	THOMAS DAUNER	Non-Executive - Independent Director	Member	14-08-2024		

Sr Text Block	
Textual Information(1)	Mr.Jose Maria Alapont was appointed as Chairman of Audit Commitee with efect from August 14, 2024

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00774574	MANISHA GIROTRA	Non-Executive - Independent Director	Chairperson	06-10-2014		
2	07712699	JOSE MARIA ALAPONT	Non-Executive - Independent Director	Member	18-05-2018		
3	05251806	SAUGATA GUPTA	Non-Executive - Independent Director	Member	12-02-2020		

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00774574	MANISHA GIOTRA	Non-Executive - Independent Director	Chairperson	08-11-2016		Textual Information(1)
2	00008221	SANJAY KHATAU ASHER	Non-Executive - Independent Director	Member	12-12-2010	25-07-2024	
3	00133410	DHEERAJ GOPICHAND HINDUJA	Executive Director	Member	20-03-2019		
4	03485730	SHENU AGARWAL	Executive Director	Member	28-08-2024		

Sr Text Block	
Textual Information(1)	Ms.Manisha Girotra has been appointed as Chairman of Stakeholders' Relationship Committee with effect from August 28, 2024

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	02153989	VENKATRAMANI SUMANTRAN	Non-Executive - Independent Director	Chairperson	28-08-2024		Textual Information(1)
2	00008221	SANJAY KHATAU ASHER	Non-Executive - Independent Director	Member	08-11-2016	25-07-2024	
3	03485730	SHENU AGARWAL	Executive Director	Member	01-02-2023		
4	01746102	GOPAL MAHADEVAN	Executive Director	Member	08-11-2016		

Sr Text Block	
Textual Information(1)	Dr.Venkatramani Sumantran has been appointed as Chairman and member of the Risk Management Committee with effect from August 28, 2024

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00133410	DHEERAJ GOPICHAND HINDUJA	Executive Director	Chairperson	08-09-2014		
2	00008221	SANJAY KHATAU ASHER	Non-Executive - Independent Director	Member	15-05-2019	25-07-2024	
3	00774574	MANISHA GIROTRA	Non-Executive - Independent Director	Member	08-09-2014		
4	03485730	SHENU AGARWAL	Executive Director	Member	01-02-2023		

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

Annexure 1								
Annexure 1								
III. Meeting of Board of Directors								
Disclosure of notes on meeting of board of directors explanatory								
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	24-05-2024				Yes	11	11	6
2		25-07-2024	61		Yes	13	11	6

Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory										
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	23-05-2024				Yes	5	4	3	0
2	Audit Committee	24-07-2024	61			Yes	5	5	4	0
3	Nomination and remuneration committee	17-04-2024				Yes	3	3	3	0
4	Nomination and remuneration committee	23-05-2024	35			Yes	3	3	3	0
5	Nomination and remuneration committee	25-07-2024	62			Yes	3	2	2	0
6	Stakeholders Relationship Committee	23-05-2024				Yes	3	3	2	0

Annexure 1

IV. Meeting of Committees

Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
7	Stakeholders Relationship Committee	25-07-2024	62			Yes	3	2	1	0
8	Risk Management Committee	30-09-2024	66		Risk Management Committee meeting was not held during the previous quarter	Yes	4	4	2	0
9	Corporate Social Responsibility Committee	23-05-2024			CSR Committee meeting was not held during the current quarter	Yes	4	4	2	0

Annexure 1			
V. Related Party Transactions			
Sr	Subject	Compliance status (Yes/No/NA)	If status is “No” details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	Yes	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

Annexure 1

VI. Affirmations

Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities)	Yes
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes

Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	N Ramanathan
2	Designation	Company Secretary and Compliance Officer

Annexure III

III. Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is “No” details of non-compliance may be given here.
1	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
5	Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	Yes	
6	Submission of Annual Secretarial Compliance Report	24A(2)	Yes	
7	Whether “Corporate Governance Report” disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
6				

Annexure III		
1	Name of signatory	N Ramanathan
2	Designation	Company Secretary and Compliance Officer

Additional Half yearly Disclosure			
Applicability of disclosure		Applicable	
Reason for Non Applicability		Textual Information(1)	
I. Disclosure of Loans/ guarantees/comfort letters /securities etc.refer note below			
(A)Any loan or any other form of debt advanced by the listed entity directly or indirectly to			
Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months	
Promoter or any other entity controlled by them	0	0	
Promoter Group or any other entity controlled by them	0	0	
Directors (including relatives) or any other entity controlled by them	0	0	
KMPs or any other entity controlled by them	0	0	
(B) Any guarantee / comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed By			
Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months(taking into account any invocation)
Promoter or any other entity controlled by them	0	0	0
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0
(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by			
Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	0	0	0
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0
(D) Additional Information			Textual Information(2)
II. Affirmations			
Affirmations		Compliance Status	Company Remarks
All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.		Yes	Textual Information(3)
Name	K M Balaji		
Designation	CFO		
Place	Chennai		
Date	03-10-2024		

Text Block	
Textual Information(2)	<p>Entity-Ashok Leyland Defence Systems Limited</p> <p>Type (Guarantee, Comfort letter etc) - Letter of Awareness</p> <p>Aggregate Amount of issuance during six months - NIL</p> <p>Balance outstanding at the end of six months (taking into account any invocation) (INR) 18,41,79,433</p> <p>1 a) Letter of Awareness (LOA) Issued to the lenders of Ashok Leyland Defence Systems Limited (ALDS)-an Associate of Ashok Leyland Limited. Balance outstanding as at September 30,2024 represents the facilities outstanding in the books of ALDS as at September 30,2024.</p> <p>b) The amount of Rs 18,41,79,433/-represents balance outstanding at the end of six months for which LoA was issued prior to Sep' 23</p> <p>d) Letter of Awareness(LOA) is an assurance not to dilute existing stake, maintenance of corporate governance standards so as to enable the company discharge its financial obligations under the facility. LoA is not a guarantee in favour of the lenders.</p>

Details of Cyber security incidence		
Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter		No
Number of cyber security incidence or breaches or loss of data event occurred during the quarter		
Sr.	Date of the event	Brief details of the event

Signatory Details	
Name of signatory	N Ramanathan
Designation of person	Company Secretary and Compliance Officer
Place	Chennai
Date	18-10-2024



Compliance Report on loans, guarantees, comfort letters, securities etc for the half year ended Sept 30, 2024

I. Disclosure of Loans, guarantees, comfort letters, securities etc

A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to:

Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	Nil	Nil
Promoter Group or any other entity controlled by them	Nil	Nil
Directors (including relatives) or any other entity controlled by them	Nil	Nil
KMPs or any other entity controlled by them	Nil	Nil

B) Any guarantee/ comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

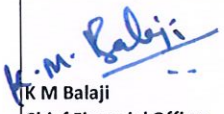
Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months (taking into account any invocation)
Promoter or any other entity controlled by them	NA	Nil	Nil
Promoter Group or any other entity controlled by them	NA	Nil	Nil
Directors (including relatives) or any other entity controlled by them	NA	Nil	Nil
KMPs or any other entity controlled by them	NA	Nil	Nil

C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	NA	Nil	Nil
Promoter Group or any other entity controlled by them	NA	Nil	Nil
Directors (including relatives) or any other entity controlled by them	NA	Nil	Nil
KMPs or any other entity controlled by them	NA	Nil	Nil





D) Any other information that the Listed entity would			
Entity	Type(guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months (taking into account any invocation) (in INR)
Ashok Leyland Defence Systems Limited - Refer Note 1	Letter of Awareness	Nil	18,41,79,533
II. Affirmations All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company. For Ashok Leyland Limited  K M Balaji Chief Financial Officer			
Note 1. a) Letter of Awareness (LoA) issued to the lenders of Ashok Leyland Defence Systems Limited (ALDS) - an Associate of Ashok Leyland Limited. Balance outstanding as at Sept 30, 2024 represents the facilities outstanding in the books of ALDS as at Sept 30, 2024. b) The amount of Rs 18,41,79,533/- represents balance outstanding at the end of six months for which LoA was issued prior to Mar'24 d) Letter of Awareness(LoA) is an assurance not to dilute existing stake, maintenance of corporate governance standards so as to enable the company discharge its financial obligations under the facility. LoA is not a guarantee in favour of the lenders. 2. These disclosures exclude any loan (or other form of debt), guarantee / comfort letter (by whatever name called) or security provided in connection with any loan or any other form of debt; a) by the listed entity to/for its subsidiary [and joint-venture company] whose accounts are consolidated with the listed entity. b) by the listed entity to its employees or directors as a part of the service conditions			

