



ASHOK LEYLAND

ASHOK LEYLAND LIMITED

CIN : L34101TN1948PLC000105

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NOTICE OF 67TH ANNUAL GENERAL MEETING REMOTE E-VOTING INFORMATION AND BOOK CLOSURE

NOTICE is hereby given that the **Sixty Seventh Annual General Meeting (AGM)** of the Members of the Company is scheduled to be held on **Thursday, July 21, 2016 at 3.00 pm at The Music Academy, Madras, New No.168 (Old No.306), TTK Road, Royapettah, Chennai - 600 014** to transact the businesses, as set out in the Notice of AGM.

The Annual Report along with Admission Slip and Notice of AGM has been sent by permitted mode by June 27, 2016 to members who have not registered their e-mail address and through electronic means to the members whose e-mail id's are registered with the Company or made available by the Depositories for communication purposes.

In compliance with the provisions of Section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time (Rules), and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (SEBI Listing Regulations) members are provided with the facility to exercise their right to vote on resolutions as set forth in the Notice of the AGM, using an electronic voting system from a place other than the venue of the meeting ('remote e-voting'), provided by "National Securities Depository Limited" ("NSDL").

The remote e-voting facility shall commence on Sunday, July 17, 2016 from 9.00 am (IST) and end on Wednesday, July 20, 2016 at 5.00 pm (IST). The remote e-voting shall not be allowed beyond the said date and time. Once the vote on a resolution is cast by the member, it cannot be changed.

The communication relating to remote e-voting inter-alia containing User ID and password along with the copy of the Notice convening the meeting has been despatched to the members. This communication and the Notice of the AGM are also available on the website of the Company at www.ashokleyland.com and on the website of NSDL at <https://nsdl.co.in>. A person, whose name is recorded in the Register of Members or Register of Beneficial owners maintained by the depositories as on the cut-off date i.e., Thursday, July 14, 2016 only shall be entitled to avail the facility of remote e-voting as well as voting by ballot at the meeting.

Any person, who acquires shares of the Company and becomes member after despatch of the Notice of the AGM and holding shares as of the cut-off date i.e. July 14, 2016, may obtain the User ID and password by sending a request to NSDL at the e-mail ID: evoting@nsdl.co.in. For details relating to remote e-voting, please refer to the Notice of the AGM. If the member is already registered with NSDL for e-voting then he/she can use his/her existing user ID and password for casting the vote through remote e-voting.

The members who have cast their vote by remote e-voting may attend the AGM but shall not be eligible to vote at the AGM. The facility of voting by ballot shall be made available at the meeting for members who have not cast their vote by remote e-voting.

In case of any queries/grievances relating to voting by electronic means, members may contact Mr. Rajiv Ranjan, Assistant Manager, National Securities Depositories Limited, Trade World, 'A' Wing, 4th Floor, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai 400 013; Phone No.022-24994738, or Toll Free No. 1800-222-990; e-mail : evoting@nsdl.co.in

Pursuant to the provisions of Section 91 of the Companies Act, 2013 read with Rule made thereunder and Regulation 44 of the SEBI Listing Regulations, the **Register of Members and Share Transfer Books shall remain closed from Friday, July 15, 2016 to Thursday, July 21, 2016 (both days inclusive)** for the purpose of payment of dividend.

By Order of the Board of Directors

N RAMANATHAN

Company Secretary

Place : Chennai

Date : June 28, 2016

Visit us at : www.ashokleyland.com

