



ASHOK LEYLAND

April 12, 2017

BSE Limited 1st Floor, New Trading Ring Rotunda Building P J Towers, Dalal Street, Fort Mumbai 400 001 SCRIPCODE : 500477 Thru BSE Listing Centre	National Stock Exchange of India Limited Exchange Plaza, 5 th Floor Plot No.C/1, G Block Bandra-Kurla Complex Bandra(E), Mumbai 400 051 SCRIPCODE : ASHOKLEY Thru NEAPS
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Dear Sirs,

Sub : Compliance Certificate

Pursuant to Regulation 40(9&10) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 enclosed please find certificate from Practising Company Secretary for the period from October 1, 2016 to March 31, 2017 in respect of transfer/ transmission of securities etc. of the Company.

Thank you.

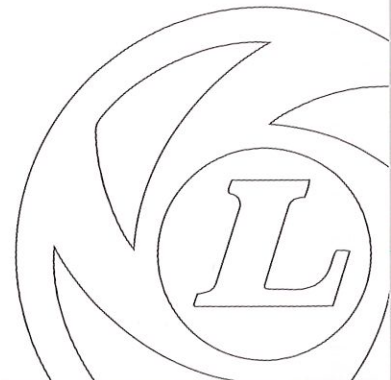
Yours faithfully,
for ASHOK LEYLAND LIMITED

N Ramanathan
Company Secretary

Encl: a/a

ASHOK LEYLAND LIMITED

Registered Office: No.1, Sardar Patel Road, Guindy, Chennai 600 032, India.
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CIN: L34101TN1948PLC000105, www.ashokleyland.com



HINDUJA GROUP

11th April, 2017

COMPLIANCE CERTIFICATE IN TERMS OF REGULATION 40 (9 & 10) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

For the period from 1st October, 2016 to 31st March, 2017

ISIN: INE 208A01029

SECURITY CODE:500477

We have examined all Share Transfer Deeds, Memorandum of Transfers, Registers, files and other documents, relating to **Messrs. Ashok Leyland Limited** (CIN: L34101TN1948PLC000105) having its Registered Office at No.1, Sardar Patel Road, Guindy, Chennai 600 034, maintained by its Registrar and Share Transfer Agent viz., **M/s. Integrated Registry Management Services Private Limited** having its office at II Floor, "Kences Towers", No.1, Ramakrishna Street, North Usman Road, T. Nagar, Chennai – 600 017 of the company for the period from 1st October, 2016 to 31st March, 2017 for the purpose of issuing a Compliance Certificate under Regulation 40 (9 & 10) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR) and Listing Agreement entered into by, **Messrs. Ashok Leyland Limited** with the **BSE Limited** pursuant Regulation 109 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and based on our such examination as well as information and explanations furnished to us which to the best of our knowledge and belief were necessary for the purposes of our certification, we hereby certify that in our opinion and according to the best of our information and belief, the company has in relation to the half year ended 31st March, 2017 delivered all the share certificates relating to the share transfer deeds received during the period from 1st October, 2016 to 31st March, 2017 as entered in the Memorandum of Transfers duly endorsed within Thirty days from the date of lodgment for transfer as stipulated in the LODR Regulations, 2015 excepting those rejected on technical grounds.

During the aforementioned period, **Messrs. Ashok Leyland Limited** has received requests for transmission of shares and also request for new certificates in respect of cases lodged for duplicate, transposition and Subdivision share certificates and the same has been delivered within the stipulated time period as stated in the LODR Regulations, 2015.

During the aforementioned period, **Messrs. Ashok Leyland Limited** has not received any requests for consolidation and renewal of share certificates.

For R. SRIDHARAN & ASSOCIATES
COMPANY SECRETARIES



CS R.SRIDHARAN
C.P.No.3239
FCS No.4775
UIN S2003TN063400