



HINDUJA LEYLAND FINANCE

July 31, 2023

Department of Corporate Services

BSE Limited

Phiroze Jeejeeboy Towers

1st Floor, Dalal Street

Mumbai – 400 001

Through BSE Listing Centre

Dear Sir / Madam,

Sub: Proceedings of the Extra-ordinary General Meeting (EGM) held on 31st July 2023

Pursuant to Regulation 51(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith a summary of proceedings of the Extra-ordinary General Meeting of the Company held today at the Corporate Office of the Company at 27-A, Developed Industrial Estate, Guindy, Chennai – 600032.

Kindly take the above information on record.

Thanking you,

Yours truly,

For Hinduja Leyland Finance Limited

B Shanmugasundaram

Company Secretary and Compliance Officer

Encl.: As above

HINDUJA LEYLAND FINANCE LIMITED

Corporate Office : No. 27A, Developed Industrial Estate, Guindy, Chennai - 600 032. Tel : (044) 22427525, 22427555

Registered Office : Hinduja House, 171, Dr. Annie Besant Road, Worli, Mumbai - 400018. Maharashtra

Tel : 91-22-6136-0407; 91-22-2496-0707

Website : www.hindujaleylandfinance.com

CIN : U65993MH2008PLC384221 • Email : compliance@hindujaleylandfinance.com



HINDUJA LEYLAND FINANCE

SUMMARY OF PROCEEDINGS OF THE EXTRA-ORDINARY GENERAL MEETING (EGM)

The Extra-ordinary General Meeting (“EGM” or “Meeting”) of the Shareholders of Hinduja Leyland Finance Limited (the “Company”) was held on Monday, July 31, 2023 at the Corporate Office of the Company situated at No. 27A, Developed Industrial Estate, Guindy, Chennai – 600 032., as per the provisions of the Companies Act 2013. The Meeting commenced at 04.00 P.M. (IST) and concluded at 04:45 P.M. (IST).

Members present unanimously elected Mr. Sachin Pillai, Managing Director and Chief Executive Officer as the Chairman of the meeting. The Chairman welcomed the members and noted that seven members were personally present and four corporate members were present through their Corporate Representative. The requisite quorum being present, the Chairman called the meeting to order.

The notice of the meeting was taken as read since it was duly dispatched to shareholders.

The following items of business, as per the notice of EGM, were transacted at the meeting:

SPECIAL BUSINESS:

1. To consider and approve the Borrowing Limits.
2. To consider and approve the Sale, Mortgage or Creation of Charge on the assets of the Company.
3. To consider and approve issue of Non-Convertible Debentures.
4. To consider and approve maximum number of stock options to be granted to Non-Executive Directors under HLF Employee Stock Option Plan 2013 (HSOP 2013)
5. To consider and approve HLF Employee Stock Option Plan 2023 (HSOP 2023)
6. To consider and approve grant of Employee Stock Options to the employees of the subsidiary company(ies) and holding company, of the Company under HLF Employee Stock Option Plan 2023 (HSOP 2023)
7. To consider and approve maximum number of stock options to be granted to Non-Executive Directors under HLF Employee Stock Option Plan 2023 (HSOP 2023)

After deliberations on the each of the item mentioned above, the Chairman announced for voting to be taken by show of hands for each of the item separately. Special resolutions embodied in the Notice of Extra-ordinary General Meeting for each of the items was passed unanimously.

Before consideration of the agenda item no. 8, Mr. Sachin Pillai being interested, pursuant to Paragraph 5.3 of the Secretarial Standard - 2 on General Meetings, vacated the Chair and entrusted Mr. Shivkumar Iyer, Non-Interested Member, with consent of the other members present, to occupy the Chair to continue the proceedings of the meeting.

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8. Revision in remuneration of Mr. Sachin Pillai (DIN: 06400793), Managing Director and Chief Executive Officer. After deliberation on the above item, the Chairman announced for voting to be taken by show of hands. Ordinary Resolution embodied in the Notice of Extra- Ordinary General Meeting was passed unanimously.

Mr. Shivkumar Iyer, then requested Mr. Sachin Pillai to resume the Chair. Mr. Sachin Pillai occupied the Chair and continued the proceedings of the Meeting.

There being no other agenda, the Chairman thanked the shareholders for their support for the smooth conduct of the meeting and called the meeting to a close at 4.45 P.M. (IST)

Kindly take the above information on record.

Thanking you,

Yours truly,

For Hinduja Leyland Finance Limited

B Shanmugasundaram

Company Secretary and Compliance Officer

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