

Royal Sundaram General Insurance Co. Ltd

Summary of proxy votes cast during April 2019 to June 2019 across all the investee companies

F.Y.	Quarter	Total no. of resolutions	Break-up of Vote decision		
			For	Against	Abstained
2019-20	Q1 (Apr - June 19)	110	89	5	16

S.No	Meeting Date	Company Name	ISIN	Type of meetings (AGM/EGM)	Proposal by Management or Shareholder	Proposal's description	Vote (For/Against/Abstain)	Reason supporting the vote decision
1	23-Apr-2019	SUNDARAM-CLAYTON LTD.	INE105A01035	Postal Ballot	Management	To reappoint Venu Srinivasan (DIN: 00051523) as Chairperson and Managing Director for a further term of five years, w.e.f. 23 May 2019	For	Experience of the candidate
2	30-Apr-2019	SCHAEFFLER INDIA LTD.	INE513A01014	AGM	Management	Adoption of financial statements for the year ended 31 December 2018	Abstain	Routine business matters
3	30-Apr-2019	SCHAEFFLER INDIA LTD.	INE513A01014	AGM	Management	Declare dividend of Rs. 20.0 per equity share and a special dividend of Rs 10 per equity share (face value Rs. 10.0) for 2018	Abstain	Routine business matters
4	30-Apr-2019	SCHAEFFLER INDIA LTD.	INE513A01014	AGM	Management	Reappoint Klaus Rosenfeld [DIN: 07087975] as a Non-Executive Non-Independent Director	Abstain	Routine business matters
5	30-Apr-2019	SCHAEFFLER INDIA LTD.	INE513A01014	AGM	Management	Authorise the board to fix remuneration of statutory auditors BSR & Co LLP for 2019	Abstain	Routine business matters
6	30-Apr-2019	SCHAEFFLER INDIA LTD.	INE513A01014	AGM	Management	Appoint Jurgen Ziegler [DIN: 07092477] as a Non-Executive Non-Independent Director	Abstain	Routine business matters
7	30-Apr-2019	SCHAEFFLER INDIA LTD.	INE513A01014	AGM	Management	Appoint Satish Patel [DIN: 00690869] as Director	Abstain	Routine business matters
8	30-Apr-2019	SCHAEFFLER INDIA LTD.	INE513A01014	AGM	Management	Appoint Satish Patel [DIN: 00690869] as Director-Finance for five years from 13 February 2019 and to fix his remuneration	Abstain	Routine business matters
9	30-Apr-2019	SCHAEFFLER INDIA LTD.	INE513A01014	AGM	Management	Approve revision in remuneration of Dharmesh Arora [DIN: 05350121], Managing Director from 22 October 2018 for the remainder of his tenure till 5 March 2022	Abstain	Routine business matters
10	30-Apr-2019	SCHAEFFLER INDIA LTD.	INE513A01014	AGM	Management	Approve material related party transactions with Schaeffler Technologies AG & Co. KG, Germany for three years upto 2022 with an annual increment of 20% every year	Abstain	Routine business matters
11	30-Apr-2019	SCHAEFFLER INDIA LTD.	INE513A01014	AGM	Management	Approve alteration of Articles of Association	Abstain	Routine business matters
12	30-Apr-2019	SCHAEFFLER INDIA LTD.	INE513A01014	AGM	Management	Approve remuneration of Rs. 225,000 for YS Thakar & Co. as cost auditors for 2019	Abstain	Routine business matters
13	15-May-2019	CASTROL INDIA LTD.	INE172A01027	AGM	Management	Adoption of financial statements for the year ended 31 December 2018	Abstain	Routine business matters
14	15-May-2019	CASTROL INDIA LTD.	INE172A01027	AGM	Management	Confirm interim dividend of Rs.2.25 per share and declare final dividend of Rs.2.75 per share	Abstain	Routine business matters
15	15-May-2019	CASTROL INDIA LTD.	INE172A01027	AGM	Management	Reappoint Omer Dorman as a Director	Abstain	Routine business matters
16	15-May-2019	CASTROL INDIA LTD.	INE172A01027	AGM	Management	Reappoint Ms. Rashmi Joshi as a Director	Abstain	Routine business matters
17	15-May-2019	CASTROL INDIA LTD.	INE172A01027	AGM	Management	Fix remuneration of Rs.350,000 for Kishore Bhatia & Associates as cost auditors for CY19	Abstain	Routine business matters
18	01-Jun-2019	WIPRO LTD.	INE075A01022	Postal Ballot	Management	Approve buyback of up to 323.1 mn equity shares at a price of Rs. 325.0 per share through a tender offer	For	It is a welcome practise to return funds to the shareholders in one form or the other
19	01-Jun-2019	WIPRO LTD.	INE075A01022	Postal Ballot	Management	Approve appointment of (Ms.) Arundhati Bhattacharya (DIN: 02011213) as Independent Director from 1 January 2019 to 31 December 2023	For	Experience of the candidate
20	03-Jun-2019	BAYER CROPSCIENCE LTD.	INE462A01022	NCM	Management	To merge Monsanto India Ltd. with Bayer Cropsience Ltd.	For	The scheme is in line with the merger of global business of Monsanto Co. With Bayer AG. As both Bayer Cropsience and Monsanto are jointly controlled subsidiaries of Bayer AG, the merger will result in consolidation of the Indian business in a single listed entity, which may result in operational and administrative efficiencies.
21	03-Jun-2019	CHOLAMANDALAM INVESTMENT & FINANCE CO. LTD.	INE121A01024	Postal Ballot	Management	Approve the sub-division of one equity share of Rs.10 each into five equity shares of Rs.2 each	For	The proposed sub-division is expected to increase participation of small investors and improve the liquidity of the company's shares.
22	03-Jun-2019	CHOLAMANDALAM INVESTMENT & FINANCE CO. LTD.	INE121A01024	Postal Ballot	Management	Approve the amendment in capital clause V of the Memorandum of Association to reflect the sub-division of equity share capital	For	On account of the proposed sub-division of equity shares, the Capital Clause (Clause V) of the Memorandum of Association (MoA) is being changed to reflect the proposed authorized share capital of Rs. 7400 mn divided into 1200 mn equity shares of face value Rs. 2 each and 50 mn preference shares of Rs. 100 each. The existing authorized share capital is Rs. 7400 mn divided into 240 mn equity shares of face value Rs. 10 each and 50 mn preference shares of Rs. 100 each.

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23	03-Jun-2019	CHOLAMANDALAM INVESTMENT & FINANCE CO. LTD.	INE121A01024	Postal Ballot	Management	Approve the alteration of objects under Clause III in the Memorandum of Association (MoA) which enable the acceptance of deposits and banking activities	For	The company is registered as a Non-Deposit accepting NBFC since 2006 when it stopped accepting public deposit. The current MoA allows the company to accept deposits and carry on banking activities. In line with RBI Regulations and to appropriately reflect the current status of the company being a non-deposit taking non-banking company, the company proposes to delete clause III (A)13(j) and amend clauses III (8)10 and III (8)11 which enable it to accept deposits and carry on banking business.
24	04-Jun-2019	SUN PHARMACEUTICAL INDS. LTD.	INE044A01036	NCM	Management	Approve the spin-off of overseas investment undertakings into Sun Pharma (Netherlands) B.V. (SPN) and Sun Pharmaceutical Holdings USA Inc. (SPHU)	For	The scheme intends to restructure several overseas holdings of the company by transferring them to wholly owned subsidiaries, SPN and SPHU. Since there is no movement of assets outside the group, no consideration is being paid for the transfer and there will be no impact on the consolidated financials. The exercise will help consolidate the group's overseas holdings.
25	11-Jun-2019	TATA GLOBAL BEVERAGES LTD.	INE192A01025	AGM	Management	Adoption of standalone financial statements for the year ended 31 March 2019	For	Procedural and hence approved
26	11-Jun-2019	TATA GLOBAL BEVERAGES LTD.	INE192A01025	AGM	Management	Adoption of consolidated financial statements for the year ended 31 March 2019	For	Procedural and hence approved
27	11-Jun-2019	TATA GLOBAL BEVERAGES LTD.	INE192A01025	AGM	Management	Approve final dividend of Rs.2.5 per share of face value Re.1.0 each	For	It is a welcome practise to payout regular dividends
28	11-Jun-2019	TATA GLOBAL BEVERAGES LTD.	INE192A01025	AGM	Management	Reappoint N. Chandrasekaran as a Director, liable to retire by rotation	For	Experience of the candidate
29	11-Jun-2019	TATA GLOBAL BEVERAGES LTD.	INE192A01025	AGM	Management	Ratify remuneration of Rs. 3,75,000 payable to M/s Shome & Banerjee, as cost auditors for FY20	For	Procedural and hence approved
30	11-Jun-2019	TATA GLOBAL BEVERAGES LTD.	INE192A01025	AGM	Management	Reappoint Ajoy Kumar Misra as Managing Director and Chief Executive Officer (MD and CEO) for FY20 and fix his remuneration	For	Experience of the candidate
31	11-Jun-2019	TATA GLOBAL BEVERAGES LTD.	INE192A01025	AGM	Shareholder	Appoint Bharat Puri as an Independent Director for a period of five years w.e.f 7 May 2019	For	Experience of the candidate
32	11-Jun-2019	TATA GLOBAL BEVERAGES LTD.	INE192A01025	AGM	Shareholder	Appoint Mrs. Shikha Sharma as an Independent Director for a period of five years w.e.f 7 May 2019	For	Experience of the candidate
33	12-Jun-2019	YES BANK LTD.	INE528G01027	AGM	Management	a.Adoption of standalone financial statements for the year ended 31 March 2019. b. Adoption of consolidated financial statements for the year ended 31 March 2019	For	Procedural and hence approved
34	12-Jun-2019	YES BANK LTD.	INE528G01027	AGM	Management	Adoption of consolidated financial statements for the year ended 31 March 2019	For	Procedural and hence approved
35	12-Jun-2019	YES BANK LTD.	INE528G01027	AGM	Management	To declare final dividend of Rs. 2.0 per equity share (face value Rs.10)	For	It is a welcome practise to payout regular dividends
36	12-Jun-2019	YES BANK LTD.	INE528G01027	AGM	Management	To reappoint Subhash Chander Kalia (DIN: 00075644) as Non-Executive Non-Independent Director	For	Experience of the candidate
37	12-Jun-2019	YES BANK LTD.	INE528G01027	AGM	Management	To appoint Uttam Prakash Agarwal (DIN: 00272983) as Independent Director for a term of five years, w.e.f. 14 November 2018	For	Experience of the candidate
38	12-Jun-2019	YES BANK LTD.	INE528G01027	AGM	Management	To appoint Thai Salas Vijayan (DIN: 00043959) as Independent Director for a term of five years, w.e.f. 3 December 2018	For	Experience of the candidate
39	12-Jun-2019	YES BANK LTD.	INE528G01027	AGM	Management	To appoint Maheswar Sahu (DIN: 00034051) as Independent Director for a term of five years, w.e.f. 24 January 2019	For	Experience of the candidate
40	12-Jun-2019	YES BANK LTD.	INE528G01027	AGM	Management	To appoint Anil Jaggia (DIN: 00317490) as Independent Director for a term of five years, w.e.f. 24 January 2019	For	Experience of the candidate
41	12-Jun-2019	YES BANK LTD.	INE528G01027	AGM	Management	To reappoint Mukesh Sabharwal (DIN: 05155598) as Independent Director w.e.f. 23 June 2019 till 24 April 2020	For	Experience of the candidate
42	12-Jun-2019	YES BANK LTD.	INE528G01027	AGM	Management	To reappoint Brahm Dutt (DIN: 05308908) as Non-Executive Independent Part-Time Chairperson, w.e.f. 13 June 2019 till 10 January 2022	For	Experience of the candidate
43	12-Jun-2019	YES BANK LTD.	INE528G01027	AGM	Management	To take on record RBI approval for appointment of Brahm Dutt (DIN: 05308908) as a Non-Executive Independent Part-Time Chairman w.e.f. 11 January 2019 to 10 January 2022, approve his remuneration	For	The company recommends the passing of the ordinary resolution to take on record the RBI approval for the appointment of Brahm Dutt as Non-Executive Independent Part-Time Chairman of the bank from 11 January 2019 till 10 January 2022 and approving his remuneration in the range of Rs. 6. 5-7. 0 mn,. His proposed remuneration is reasonable and in line with the peers; it is similar to his remuneration in FY19.

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44	12-Jun-2019	YES BANK LTD.	INE528G01027	AGM	Management	To approve and ratify the appointment and remuneration of Ajai Kumar (DIN: 02446976) as Interim Managing Director & CEO, from 1 February 2019 till 28 February 2019	For	Experience of the candidate
45	12-Jun-2019	YES BANK LTD.	INE528G01027	AGM	Management	To approve and ratify use of bank's provided accommodation and car facility by Rana Kapoor, Ex Managing Director & CEO from 1 February 2019 to 30 April 2019	For	Experience of the candidate
46	12-Jun-2019	YES BANK LTD.	INE528G01027	AGM	Management	To appoint Ravneet Singh Gill (DIN: 00091746) as a Director	For	Experience of the candidate
47	12-Jun-2019	YES BANK LTD.	INE528G01027	AGM	Management	To appoint Ravneet Singh Gill (DIN: 00091746) as Managing Director & CEO for a term of three year, w.e.f. 1 March 2019 and fix his remuneration	For	Experience of the candidate
48	12-Jun-2019	YES BANK LTD.	INE528G01027	AGM	Management	To appoint Ravinder Kumar Khanna (DIN: 00305025) as a Non-Executive Non-Independent Director (Indian Partners' Representative Director)	Against	Ravinder Kumar Khanna, 68, is an entrepreneur and has over four decades of business experience. Appointment of Ravinder Kumar Khanna as non-executive non-independent director is made as a director representing the Indian Partners, as per provisions of Article 110(b) of the Articles of Association of the Bank (AoA), not liable to retire by rotation. While we support representation by Indian Partners on the board, we do not support giving them non-rotational seats, which gives them permanency on the board.
49	12-Jun-2019	YES BANK LTD.	INE528G01027	AGM	Management	To appoint Ms. Shagun Kapur Gogia (DIN: 01714304) as a Non-Executive Non-Independent Director (Indian Partners' Representative Director)	Against	Ms. Shagun Kapur Gogia, 44, holds a double major in Economics and Biology from Tufts University, USA. She is the founder and Managing Director of Tuscan Ventures. Her appointment as non-executive non-independent director is made as a director representing the Indian Partners, as per provisions of Article 110(b) of the Articles of Association of the Bank (AoA), not liable to retire by rotation. While we support representation by Indian Partners on the board, we do not support giving them non-rotational seats, which gives them permanency on the board.
50	12-Jun-2019	YES BANK LTD.	INE528G01027	AGM	Management	To borrow/raise funds in Indian/foreign currency by issue of debt instruments including but not limited to non-convertible debentures, bonds etc. upto Rs 200.0 bn on private placement basis	For	YES Bank seeks approval to borrow/raise funds in Indian /foreign currency by issue of debt securities in one or more tranches upto Rs 200.0 bn. This limit will be within the overall borrowing limit of Rs 1,100 bn.
51	12-Jun-2019	YES BANK LTD.	INE528G01027	AGM	Management	To issue securities upto an amount of US\$ 1.0 bn	For	YES Bank's Tier I capital adequacy ratio was 11.3% on 31 March 2019. To sustain future growth, the bank needs to raise capital to meet its growth plans and also to maintain its capital adequacy ratio at levels prescribed by the RBI. To raise US\$1.0 bn, at current market price the bank will issue ~ 495.8 mn shares, which will lead to an ~ 17.6% dilution on the current issued and subscribed capital.
52	12-Jun-2019	YES BANK LTD.	INE528G01027	AGM	Management	To approve modifications to employee stock option scheme "YBL ESOS – 2018"	For	The shareholders in the previous AGM accorded their approval for implementation of YBL ESOS – 2018, under which upto 75.0 mn options can be granted. The bank has proposed amendments to the existing scheme to accommodate the leadership change in the bank, provide additional powers to NRC for the ease in implementation of the scheme. The amendments are not prejudicial to the interest of shareholders.
53	13-Jun-2019	TATA CONSULTANCY SERVICES LTD.	INE467B01029	AGM	Management	Adoption of standalone & consolidated financial statements for the year ended 31 March 2019	For	Procedural and hence approved
54	13-Jun-2019	TATA CONSULTANCY SERVICES LTD.	INE467B01029	AGM	Management	Confirm payment of interim dividend of Rs 12.0 per share and approve final dividend of Rs. 18.0 per equity share of face value Rs. 1 per share	For	It is a welcome practise to payout regular dividends
55	13-Jun-2019	TATA CONSULTANCY SERVICES LTD.	INE467B01029	AGM	Management	Reappoint N Ganapathy Subramaniam as director liable to retire by rotation	For	Experience of the candidate
56	13-Jun-2019	TATA CONSULTANCY SERVICES LTD.	INE467B01029	AGM	Management	Appoint Hanne Birgitte Breinbjerg Sorensen as an Independent Director for a period of five years w.e.f. 18 December 2018	For	Experience of the candidate
57	13-Jun-2019	TATA CONSULTANCY SERVICES LTD.	INE467B01029	AGM	Management	Appoint Keki Minoo Mistry as an Independent Director for a period of five years w.e.f. 18 December 2018	For	Experience of the candidate
58	13-Jun-2019	TATA CONSULTANCY SERVICES LTD.	INE467B01029	AGM	Management	Appoint Daniel Hughes Callahan as an Independent Director for a period of five years w.e.f. 10 January 2019	For	Experience of the candidate
59	13-Jun-2019	TATA CONSULTANCY SERVICES LTD.	INE467B01029	AGM	Management	Reappoint Om Prakash Bhatt as an Independent Director for a period of five years from 27 June 2019	For	Experience of the candidate

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60	13-Jun-2019	TATA CONSULTANCY SERVICES LTD.	INE467B01029	AGM	Management	Approve payment of commission to Non-Executive Directors not exceeding 1% of net profits	For	Experience of the candidate
61	18-Jun-2019	TATA POWER CO. LTD.	INE245A01021	AGM	Management	Adoption of standalone financial statements for the year ended 31 March 2019	For	Procedural and hence approved
62	18-Jun-2019	TATA POWER CO. LTD.	INE245A01021	AGM	Management	Adoption of consolidated financial statements for the year ended 31 March 2019	For	Procedural and hence approved
63	18-Jun-2019	TATA POWER CO. LTD.	INE245A01021	AGM	Management	Declare final dividend of Rs. 1.3 per share (face value Re. 1.0) for FY19	For	It is a welcome practise to payout regular dividends
64	18-Jun-2019	TATA POWER CO. LTD.	INE245A01021	AGM	Management	Reappoint Banmali Agrawala (DIN: 00120029) as Non-Executive Non-Independent Director	For	Experience of the candidate
65	18-Jun-2019	TATA POWER CO. LTD.	INE245A01021	AGM	Management	Appoint Ashok Sinha (DIN: 00070477) as Independent Director for a term of five years w.e.f. 29 March 2019	For	Experience of the candidate
66	18-Jun-2019	TATA POWER CO. LTD.	INE245A01021	AGM	Management	Authorize the board to appoint branch auditors	For	Procedural and hence approved
67	18-Jun-2019	TATA POWER CO. LTD.	INE245A01021	AGM	Management	Ratify remuneration of Rs 650,000 (plus service tax and out of pocket expenses) for Sanjay Gupta and Associates, as cost auditors for FY20	For	Procedural and hence approved
68	20-Jun-2019	STATE BANK OF INDIA	INE062A01020	AGM	Management	Adoption of financial statements for the year ended 31 March 2019	For	Procedural and hence approved
69	21-Jun-2019	U P L LTD.	INE628A01036	EGM	Management	Issue of bonus shares of face value Rs 2.0 in ratio of 1 share for every 2 shares held	For	It is a welcome practise to return funds to the shareholders In one form or the other
70	22-Jun-2019	INFOSYS LTD.	INE009A01021	AGM	Management	Adoption of standalone & consolidated financial statements for the year ended 31 March 2019	For	Procedural and hence approved
71	22-Jun-2019	INFOSYS LTD.	INE009A01021	AGM	Management	Approve final dividend of Rs. 10.5 of face value Rs 5.0 per share	For	It is a welcome practise to payout regular dividends
72	22-Jun-2019	INFOSYS LTD.	INE009A01021	AGM	Management	Reappoint Nandan M. Nilekani (DIN 00041245) as director liable to retire by rotation	For	Experience of the candidate
73	22-Jun-2019	INFOSYS LTD.	INE009A01021	AGM	Management	Approve Infosys Expanded Stock Ownership Program – 2019 (2019 Plan) and grant of stock incentives to eligible employees	For	Procedural and hence approved
74	22-Jun-2019	INFOSYS LTD.	INE009A01021	AGM	Management	Approve extension of Infosys Expanded Stock Ownership Program – 2019 (2019 Plan) to eligible employees of subsidiary companies	For	Procedural and hence approved
75	22-Jun-2019	INFOSYS LTD.	INE009A01021	AGM	Management	Approve secondary acquisition of shares by the Infosys Expanded Stock Ownership Trust to implement the 2019 Plan	For	Procedural and hence approved
76	22-Jun-2019	INFOSYS LTD.	INE009A01021	AGM	Management	Approve grant of stock incentives from the 2019 Plan to Salil Parekh, CEO & MD	For	In addition to his existing pay, Infosys plans to issue RSUs worth Rs 100.0 mn annually to Salil Parekh from the 2019 Plan. Other terms of his remuneration remain the same as that approved in Postal Ballot of February 2018. With these grants, his annual remuneration will increase to ~Rs 446.0 mn (Rs 346.7 mn in FY19), including the fair value of the grants made. The remuneration structure comprises 85% variable pay - linked largely to performance and comparable with peers across the globe. The proposed remuneration is commensurate with the size and complexities of an IT major like Infosys.
77	22-Jun-2019	INFOSYS LTD.	INE009A01021	AGM	Management	Approve reduction in vesting period for RSUs under 2015 plan for Salil Parekh, CEO & MD	Against	Infosys proposes to change the vesting period of the RSUs from the 2015 plan from three years to one year. The rationale for such a move is unclear. Salil Parekh's remuneration structure has adequate performance-based incentives to ensure appropriate rewards in case of good performance. A mid-term acceleration of vesting period is therefore unwarranted, especially in a year where net profits and margins have declined. Further, a prolonged vesting period serves a dual purpose: retention of high performing CEOs and aligning their interests with the medium to long-term interests of shareholders. A short window distorts this balance and may promote a more transient approach to decision making.
78	22-Jun-2019	INFOSYS LTD.	INE009A01021	AGM	Management	Approve grant of stock incentives from the 2019 Plan to U B Pravin Rao, Chief Operating Officer	For	In addition to his existing pay structure, Infosys plans to issue RSUs worth Rs 40.0 mn annually to U B Pravin Rao from the 2019 Plan. Other terms of his remuneration remain the same as that approved in Postal Ballot of March 2017. The proposed remuneration is in line with the size and complexities of an IT major like Infosys. The performance driven vesting conditions linked to relative TSR, embedded in the proposed scheme will ensure alignment of interests with shareholders.
79	27-Jun-2019	ASIAN PAINTS LTD.	INE021A01026	AGM	Management	Adoption of standalone and consolidated financial statements for the year ended 31 March 2019	For	Procedural and hence approved

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80	27-Jun-2019	ASIAN PAINTS LTD.	INE021A01026	AGM	Management	Approve final dividend of Rs. 7.65 per share of face value Re.1.0 each	For	It is a welcome practise to payout regular dividends
81	27-Jun-2019	ASIAN PAINTS LTD.	INE021A01026	AGM	Management	Reappoint Abhay Vakil (DIN: 00009151) as Director	For	Experience of the candidate
82	27-Jun-2019	ASIAN PAINTS LTD.	INE021A01026	AGM	Management	Reappoint Malav Dani (DIN: 01184336) as Director	For	Experience of the candidate
83	27-Jun-2019	ASIAN PAINTS LTD.	INE021A01026	AGM	Management	Appoint Jigish Choksi (DIN: 08093304) as Non-Executive Director liable to retire by rotation	For	Experience of the candidate
84	27-Jun-2019	ASIAN PAINTS LTD.	INE021A01026	AGM	Management	Ratify remuneration of Rs 675,000 for RA & Co. as cost auditors for FY20	For	Procedural and hence approved
85	27-Jun-2019	ICICI LOMBARD GENERAL INSURANCE COMPANY LTD.	INE765G01017	AGM	Management	Adoption of financial statements for the year ended 31 March 2019	For	Procedural and hence approved
86	27-Jun-2019	ICICI LOMBARD GENERAL INSURANCE COMPANY LTD.	INE765G01017	AGM	Management	Confirm interim dividend of Rs. 2.5 per share of face value Rs 10	For	It is a welcome practise to payout regular dividends
87	27-Jun-2019	ICICI LOMBARD GENERAL INSURANCE COMPANY LTD.	INE765G01017	AGM	Management	Approve final dividend of Rs. 3.5 per share of face value Rs 10	For	It is a welcome practise to payout regular dividends
88	27-Jun-2019	ICICI LOMBARD GENERAL INSURANCE COMPANY LTD.	INE765G01017	AGM	Management	Reappoint Sanjeev Mantri (DIN: 07192264) as director liable to retire by rotation	For	Experience of the candidate
89	27-Jun-2019	ICICI LOMBARD GENERAL INSURANCE COMPANY LTD.	INE765G01017	AGM	Management	Appoint Ms. Vishakha Mulye (DIN: 00203578) as Non-executive, Non-independent Director with effect from 17 October 2018	For	Experience of the candidate
90	27-Jun-2019	ICICI LOMBARD GENERAL INSURANCE COMPANY LTD.	INE765G01017	AGM	Management	Appoint Sandeep Batra (DIN: 03620913) as Non-executive, Non-independent Director with effect from 17 October 2018	For	Experience of the candidate
91	27-Jun-2019	ICICI LOMBARD GENERAL INSURANCE COMPANY LTD.	INE765G01017	AGM	Management	Revise remuneration of Bhargav Dasgupta, MD & CEO, for FY20	For	Bhargava Dasgupta was paid a remuneration of Rs 163. 0 mn (including variable pay and the fair value of ESOPs of both ICICI Bank and ICICI Lombard) for FY19. The proposed remuneration of Rs. 189. 2 mn, including fair value of stock options, is in line with peers and commensurate with the size and scale of operations.
92	27-Jun-2019	ICICI LOMBARD GENERAL INSURANCE COMPANY LTD.	INE765G01017	AGM	Management	Revise remuneration of Alok Kumar Agarwal, ED-Wholesale, for FY20	For	Alok Agarwal was paid a remuneration of Rs 47. 3 mn (including variable pay and the fair value of ESOPs of ICICI Bank and ICICI Lombard) for FY19. The proposed remuneration of Rs. 82. 8 mn, including fair value of stock options, is in line with peers and commensurate with the size and scale of operations.
93	27-Jun-2019	ICICI LOMBARD GENERAL INSURANCE COMPANY LTD.	INE765G01017	AGM	Management	Revise remuneration of Sanjeev Mantri, ED-Retail, for FY20	For	Sanjeev Mantri was paid a remuneration of Rs 77. 4 mn (including variable pay and the fair value of ESOPs of ICICI Bank and ICICI Lombard) for FY19. The proposed remuneration of Rs. 91. 4 mn, including fair value of stock options, is in line with peers and commensurate with the size and scale of operation.
94	27-Jun-2019	SPENCERS RETAIL LTD	INE020801028	Postal Ballot	Management	Approve acquisition of 100 % stake in Natures Basket Ltd., a wholly owned subsidiary of Godrej Industries Ltd. for an enterprise value of Rs. 3.0 bn	For	The company proposes to acquire 100% stake in Natures Basket Ltd. (Natures Basket), a wholly owned subsidiary of Godrej Industries Ltd. (GIL) at an enterprise value of Rs. 3. 0 bn. SRL has strong presence in eastern India. With the acquisition of Natures Basket, the company will be able to expand its retail network in the western region and enter in the premium grocery segment.
95	29-Jun-2019	HINDUSTAN UNILEVER LTD.	INE030A01027	NCM	Management	Approve the Scheme of Arrangement for merger of GlaxoSmithKline Consumer Healthcare Limited (GSK) with Hindustan Unilever Limited (HUL)	For	GSK manufactures and sells cereal based nutritional beverages and protein rich foods, under the brand 'Horlicks', 'Boost', 'Viva' and 'Maltova'. The merged entity will become a market leader in the 'Food and Beverages' business in India and have the advantage of a higher market penetration and premiumization. It is estimated that synergy benefits of 8 - 10% on GSK's EBITDA margins can be achieved over the medium term due to rationalization of overheads and realization of scale efficiencies. We believe the valuation adopted for GSK is reasonable, and comparable to peers. The merger of GSK is expected to be beneficial to the long-term interests and value accretive to HUL's shareholders.
96	29-Jun-2019	HINDUSTAN UNILEVER LTD.	INE030A01027	AGM	Management	Adoption of financial statements for the year ended 31 March 2019	For	Procedural and hence approved
97	29-Jun-2019	HINDUSTAN UNILEVER LTD.	INE030A01027	AGM	Management	Ratify interim dividend of Rs. 9 per share and declare final dividend of Rs. 13 per share of face value Re. 1.0 each	For	It is a welcome practise to payout regular dividends

S.No	Meeting Date	Company Name	ISIN	Type of meetings (AGM/EGM)	Proposal by Management or Shareholder	Proposal's description	Vote (For/Against/Abstain)	Reason supporting the vote decision
98	29-Jun-2019	HINDUSTAN UNILEVER LTD.	INE030A01027	AGM	Management	Reappoint Pradeep Banerjee (DIN : 02985965) as Director	For	Experience of the candidate
99	29-Jun-2019	HINDUSTAN UNILEVER LTD.	INE030A01027	AGM	Management	Reappoint Dev Bajpai (DIN : 00050516) as Director	For	Experience of the candidate
100	29-Jun-2019	HINDUSTAN UNILEVER LTD.	INE030A01027	AGM	Management	Reappoint Srinivas Phatak (DIN : 02743340) as Director	For	Experience of the candidate
101	29-Jun-2019	HINDUSTAN UNILEVER LTD.	INE030A01027	AGM	Management	Reappoint BSR & Co. LLP as statutory auditors for five years and authorize the board to fix their remuneration	Against	The MCA has sought a ban on the firm on account of allegations of collusion with management in IL&FS case and hence voted against
102	29-Jun-2019	HINDUSTAN UNILEVER LTD.	INE030A01027	AGM	Management	Revise the remuneration structure for CEO/Managing Director and Whole-time Directors	For	Experience of the candidate
103	29-Jun-2019	HINDUSTAN UNILEVER LTD.	INE030A01027	AGM	Management	Appoint Leo Puri (DIN: 01764813) as Independent Director for a period of five years with effect from 12 October 2018	For	Experience of the candidate
104	29-Jun-2019	HINDUSTAN UNILEVER LTD.	INE030A01027	AGM	Management	Reappoint Aditya Narayan (DIN: 00012084) as Independent Director for another period of one year with effect from 30 June 2019	Against	Aditya Narayan, 67, has been on the board since 2001 as independent director. We believe that the length of tenure is inversely proportionate to the independence of a director and therefore classify him as non-independent due to his long association which exceeds 10 years with the company.
105	29-Jun-2019	HINDUSTAN UNILEVER LTD.	INE030A01027	AGM	Management	Reappoint O.P.Bhatt (DIN: 00548091) as Independent Director for a period of five years with effect from 30 June 2019	For	Experience of the candidate
106	29-Jun-2019	HINDUSTAN UNILEVER LTD.	INE030A01027	AGM	Management	Reappoint Sanjiv Misra (DIN: 03075797) as Independent Director for a period of five year with effect from 30 June 2019	For	Experience of the candidate
107	29-Jun-2019	HINDUSTAN UNILEVER LTD.	INE030A01027	AGM	Management	Approve continuation of Sanjiv Misra as Independent Director post attainment of 75 years of age till the end of his tenure	For	Experience of the candidate
108	29-Jun-2019	HINDUSTAN UNILEVER LTD.	INE030A01027	AGM	Management	Reappoint Ms. Kalpana Morparia (DIN: 00046081) as Independent Director for a period of five years with effect from 09 October 2019	For	Experience of the candidate
109	29-Jun-2019	HINDUSTAN UNILEVER LTD.	INE030A01027	AGM	Management	Approve continuation of Ms. Kalpana Morparia as Independent Director post attainment of 75 years of age till the end of her next tenure	For	Experience of the candidate
110	29-Jun-2019	HINDUSTAN UNILEVER LTD.	INE030A01027	AGM	Management	Fix remuneration of Rs. 1.2 mn for M/s RA & Co. as cost auditors for FY20	For	Procedural and hence approved