

NL-46-VOTING ACTIVITY DISCLOSURE UNDER STEWARDSHIP CODE

Name of Insurer: Bajaj Allianz General Insurance Co Ltd

For Quarter Ending: Q1 FY23

Date: 30 June 2022

Ref.No	Meeting Date	Company Name	Type of Meetings(AGM/EGM)	Proposal's Description	Investee Company's Management Recommendation	Vote (For/ Against/ Abstain)	Reason supporting the vote decision
1	18-Apr-22	NTPC LTD (EX NATIONAL THERMAL POWER CORP)2	CGM	1.Approve amalgamation of wholly owned subsidiaries, Nabinagar Power Generating Company Limited (NPGCL), and Kanti Bijlee Utpadan Nigam Limited (KBUNL) with NTPC Limited	In favour of the Proposal	For	Nothing objectionable
2	16-Apr-22	HINDUSTAN UNILEVER LTD FV RS 1 (EX HINDUSTAN LEVER LTD)	Postal Ballot	1.Appoint Nitin Paranjpe (DIN: 00045204) as Non-Executive Non-Independent Director from 31 March 2022, liable to retire by rotation 2.Reappoint Dev Bajpai (DIN: 00050516) as Wholetime Director for five years from 23 January 2022 and fix his remuneration	In favour of the Proposal	For	Nothing objectionable
3	16-Apr-22	TATA CONSULTANCY SERVS LTD EQ FV 1	Postal Ballot	1.Reappoint Rajesh Gopinathan (DIN: 06365813) as CEO and Managing Director for five years from 21 February 2022 and fix his remuneration 2.Reappoint N Ganapathy Subramaniam (DIN: 06365813) as COO and Executive Director from 21 February 2022 to 19 May 2024 and fix his remuneration	In favour of the Proposal	For	Nothing objectionable
4	20-Apr-22	ASIAN PAINTS EQUITY SHARES F.V.1	Postal Ballot	1.Appoint Ms. Nehal Vakil (DIN: 00165627) as a Non-Executive Non-Independent Director from 1 March 2022 to fill the casual vacancy caused by the demise of Abhay Vakil 2.Appoint Milind Sarwate (DIN: 00109854) as Independent Director for five years from 21 October 2021 to 20 October 2026	In favour of the Proposal	For	Nothing objectionable
5	29-Apr-22	AMBUJA CEMENTS LTD EQ FV RS 2 (EX GUJARAT AMBUJA CEMENTS LTD)	Annual General Meeting	1.Adoption of standalone and consolidated financial statements for the year ended 31 December 2021 Declare final dividend of Re. 6.3 per equity share (face value Rs 2) 2.Reappoint Christof Hassig (DIN: 01680305) as Non-Executive Non-Independent Director, liable to retire by rotation 3.Reappoint Ranjit Shahani (DIN: 00103845), as Non-Executive Non-Independent Director, liable to retire by rotation 4.Appoint SRBC & Co. LLP as statutory auditors for five years from the 2022 AGM and fix their remuneration 5.Approve material related party transactions of upto Rs 35.0 bn with ACC Limited (a subsidiary) for 2022 6.Ratify remuneration of Rs. 0.9 mn for P.M. Nanabhoy & Co. as cost auditors for 2022	In favour of the Proposal	For	Nothing objectionable

6	14-May-22	MARUTI SUZUKI INDIA LIMITED FV 5/- (EX MARUTI UDYOG LTD)	Postal Ballot	1.Redesignate Kenichi Ayukawa (DIN: 02262755) as Whole-time Director designated as Executive Vice Chairperson for six months from 1 April 2022 to 30 September 2022 and fix his remuneration 2.Redesignate Hisashi Takeuchi (DIN: 07806180) as Managing Director and CEO for three years from 1 April 2022 and fix his remuneration	In favour of the Proposal	For	Nothing objectionable
7	14-May-22	HDFC BANK EQUITY SHARES F.V.1.00	Postal Ballot	1.Approval/ Ratification of ESOP Scheme	In favour of the Proposal	For	Nothing objectionable
8	20-May-22	KOTAK MAHINDRA BANK LTD EQ SH RS 5 (EX KOTAK MAH FIN)	Postal Ballot	Appoint Amit Desai (DIN: 00310510) as non-executive, non-independent director liable to	In favour of the Proposal	For	Nothing objectionable
9	17-May-22	LARSEN & TOUBRO NEW EQ FV RS 2/- INE018A01030	Postal Ballot	1.Approve alteration to the Object clause of the Memorandum of Association 2.Approve material related party transactions upto Rs. 20.0 bn with L&T Finance Limited, a 63.62% subsidiary, for five years from FY23 to FY27 3.Appoint Pramit Jhaveri (DIN: 00186137) as Independent Director for five years from 1 April 2022	In favour of the Proposal	For	Nothing objectionable
10	14-May-22	MARICO LTD EQUITY SHARES F.V.1	Postal Ballot	1.Approve amendments to Marico ESOP 2016 Plan (ESOP 2016 Plan) by adding 13.2 mn o	In favour of the Proposal	For	Nothing objectionable
11	27-May-22	NESTLE INDIA EQUITY SHARES F.V.10.00	Postal Ballot	1.Appointment of Ms Alpna Parida (DIN: 06796621) [“Ms Parida”] as an Independent Non-Executive Director of the Company for a term of five consecutive years to hold office from 1st June 2022 to 31st May 2027	In favour of the Proposal	For	Nothing objectionable
12	29-May-22	JAMMU KASHMIR BANK LTD EQ FV 1	Postal Ballot	1.Reappoint Naba Kishore Sahoo (DIN: 07654279) as Independent Director for three years from 01 March 2022 2.Appoint Anand Kumar (DIN: 03041018) as Independent Director for three years from 03 March 2022	In favour of the Proposal	For	Nothing objectionable
13	10-Jun-22	TATA STEEL LIMITED. EQUITY SHARES F.V.10.00	Postal Ballot	1.Material Related Party Transaction(s) with The Tinplate Company of India Limited – Operational Transaction(s). 2.Material Related Party Transaction(s) with The Tinplate Company of India Limited – Financial Transaction(s). 3.Material Related Party Transaction(s) with Tata Steel Long Products Limited. 4.Material Related Party Transaction(s) with Tata BlueScope Steel Private Limited. 5.Material Related Party Transaction(s) with Jamshedpur Continuous Annealing & Processing Company Private Ltd. 6.Material Related Party Transaction(s) with TM International Logistics Limited. 7.Material Related Party Transaction(s) with Tata Metaliks Limited. 8.Material Related Party Transaction(s) between TS Global Procurement Company Pte. Ltd., wholly-owned subsidiary of Tata Steel Limited and Tata Steel Long Products Limited, subsidiary company of Tata Steel Limited. 9.Material Related Party Transaction(s) between TS Global Procurement Company Pte. Ltd., wholly-owned subsidiary of Tata Steel Limited and Tata NYK Shipping Pte. Ltd., JV Company of Tata Steel Limited. 10.Material Related Party Transaction(s) between Tata Steel Ijmuiden BV, wholly-owned subsidiary of Tata Steel Limited and Wupperman Staal Nederland BV, an associate company of Tata Steel Limited. 11.Appointment of Mr. Noel Naval Tata as a Director. Appointment of Mr. Vijay Kumar Sharma as an Independent Director.	In favour of the Proposal	For	Nothing objectionable

14	15-Jun-22	AMBUJA CEMENTS LTD EQ FV RS 2 (EX GUJARAT AMBUJA CEMENTS LTD)	Postal Ballot	<p>1.Appoint Arun Kumar Anand (DIN: 08964078) as a Non-Executive Non-Independent Director (nominee of LIC), liable to retire by rotation from 28 April 2022</p> <p>2.Appoint Mario Gross (DIN: 09586077) as a Non-Executive Non-Independent Director (representing Holcim Limited), liable to retire by rotation from 30 April 2022</p> <p>3.Approve payment of Special Performance Bonus of Rs 18.0 mn p.a. to MD & CEO Neeraj Akhoury, (DIN:07419090) for three years from 1 January 2022 to 31 December 2024</p>	In favour of the Proposal	For	Nothing objectionable
15	9-Jun-22	TATA CONSULTANCY SERVS LTD EQ FV 1	Annual General Meeting	<p>1.Adoption of standalone and consolidated financial statements for the year ended 31 March 2022</p> <p>2.To confirm payment of three interim dividends aggregating to Rs. 21.0 and declare final dividend of Rs. 22.0 per equity share (face value Re.1) for FY22</p> <p>3.Reappoint N Ganapathy Subramaniam (DIN: 07006215) as Director, liable to retire by rotation</p> <p>4.Reappoint BSR & Co. LLP as statutory auditors for five years from the conclusion of 2022 AGM and authorize the board to fix their remuneration</p> <p>Approve related party transactions with Tata Sons Private Ltd and/or its subsidiaries, Tata Motors Limited, Jaguar Land Rover Limited and/or its subsidiaries and other subsidiaries of the company (other than wholly owned subsidiaries) from FY23 to FY27</p> <p>5.To approve change in place of keeping registers, returns and other documents</p>	In favour of the Proposal	For	Nothing objectionable
16	18-May-22	GODREJ CONSUMER PRODUCTS LTD EQ SH FV RS 1/-	Postal Ballot	1.Reappoint Ms. Ndidi Nwuneli as an Independent Director (DIN:07738574) for five years from 1 April 2022	In favour of the Proposal	For	Nothing objectionable
17	22-Jun-22	STATE BANK OF INDIA EQUITY SHARES F.V. RS. 1	Annual General Meeting	1.Adoption of financial statements for the year ended 31 March 2022	In favour of the Proposal	For	Nothing objectionable
18	25-Jun-22	INFOSYS LTD EQ FV RS 5 (EX INFOSYS TECHNOLOGIES LTD)	Annual General Meeting	<p>1.Adoption of standalone and consolidated financial statements for the year ended 31 March 2022</p> <p>2.Declare final dividend of Rs. 16.0 per equity share (face value Re.5) for FY21</p> <p>3.Reappoint Nandan M. Nilekani (DIN: 00041245) as Director, liable to retire by rotation</p> <p>4.Reappoint Deloitte Haskins & Sells LLP as statutory auditors for five years and fix their remuneration at Rs 95.0 mn</p> <p>5.Reappoint D. Sundaram (DIN: 00016304) as Independent Director for five years from 14 July 2022</p> <p>6.Reappoint Salil S. Parekh (DIN: 01876159) as Chief Executive Officer and Managing Director for five years from 1 July 2022 till 31 March 2027</p>	In favour of the Proposal	For	Nothing objectionable

19	23-Jun-22	HINDUSTAN UNILEVER LTD FV RS 1 (EX HINDUSTAN LEVER LTD)	Annual General Meeting	<p>1.Adoption of standalone and consolidated financial statements for the year ended 31 March 2022</p> <p>2.Ratify interim dividend of Rs. 15 per share and declare final dividend of Rs. 19 per share of face value Re. 1.0 each</p> <p>3.Reappoint Nitin Paranjpe (DIN: 00045204) as Non-Executive Non-Independent Director, liable to retire by rotation</p> <p>4.Reappoint Dev Bajpai (DIN: 00050516) as Director, liable to retire by rotation</p> <p>5.Reappoint Wilhelmus Uijen (DIN: 08614686) as Director, liable to retire by rotation</p> <p>6.Reappoint Ritesh Tiwari (DIN: 05349994) as Director, liable to retire by rotation</p> <p>7.Approve payment of commission not exceeding 1% of the net profits or Rs 30.0 mn in aggregate, whichever is lower to Non-Executive Directors for three years from 1 April 2023</p> <p>8.Approve remuneration of Rs 1.35 mn for RA & Co. as cost auditors for FY23</p> <p>9.Approve related party transactions not exceeding Rs 12.5 bn annually with PT. Unilever Oleochemical Indonesia from FY23 to FY25</p>	In favour of the Proposal	For	Nothing objectionable
20	28-Jun-22	Tata Steel Ltd.	Annual General Meeting	<p>Adoption of consolidated financial statements for the year ended 31 March 2022</p> <p>Declare dividend of Rs. 51.0 per fully paid equity share and Rs. 12.75 per partly paid equity share (Rs. 2.504 paid up) of face value Rs. 10 each for FY22</p> <p>Reappoint Koushik Chatterjee (DIN: 00004989) as Director, liable to retire by rotation</p> <p>Ratify remuneration of Rs. 3.0 mn for Shome & Banerjee as cost auditors for FY23</p> <p>Approve sub-division of equity shares from one fully paid equity share and one partly paid equity share of Rs. 10.0 each to 10 fully paid equity shares and 10 partly paid equity shares of Re. 1.0 each respectively</p> <p>Amend Clause 5 of the Memorandum of Association (MoA) to reflect sub-division of equity shares</p> <p>Amend Article 4 of the Articles of Association (AoA) to reflect sub-division of equity shares</p> <p>Approve material related party transactions betweenT S Global Procurement Company Pte. Ltd (TSGPL) and Tata International Singapore Pte. Ltd. (TISPL) aggregating upto Rs. 31.5 bn for FY23</p> <p>Adoption of standalone financial statements for the year ended 31 March 2022</p> <p>Reappoint Price Waterhouse & Co Chartered Accountants LLP as statutory auditors for five years till the conclusion of the 2027 AGM and fix their remuneration</p> <p>Approve change in place of keeping registers, returns and other documents</p> <p>Approve material related party transactions with The Tata Power Company Limited (TPCL)aggregating upto Rs. 25.75 bn for FY23</p> <p>Approve material related party transactions with Tata Limited (TL)aggregating upto Rs. 11.0 bn for FY23</p>	In favour of the Proposal	For	Nothing objectionable

21	28-Jun-22	BRITANNIA INDUSTRIES FV RS 1	Annual General Meeting	<p>1.To receive, consider and adopt:</p> <p>a. the Audited Standalone Financial Statements of the Company for the Financial Year ended 31 March 2022, together with the Reports of the Board of Directors and the Auditors thereon.</p> <p>b. the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31 March 2022, together with the Report of the Auditors thereon.</p> <p>2.To declare a final dividend of 5650% i.e. ₹ 56.50 per equity share of face value of ₹ 1 each for the financial year ended 31 March 2022.</p> <p>3.To appoint a Director in place of Mr. Ness N Wadia (DIN: 00036049), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.</p> <p>4.Re-appointment of Mr. Keki Elavia (DIN: 00003940) as an Independent Director of the Company.</p> <p>Approval of the Remuneration payable to Mr. Nusli N Wadia (DIN: 00015731), Chairman and Non-Executive Director of the Company, for the Financial Year 2021-22.</p> <p>Approval of limits for making investment, loans, guarantees and security under Section 186 of the Companies Act, 2013.</p>	In favour of the Proposal	For	Nothing objectionable
22	30-Jun-22	HOUSING DEVELOPMENT FINANCE CORPORATION LTD FV2	Annual General Meeting	<p>Adoption of standalone and consolidated financial statements for the year ended 31 March 2022</p> <p>Approve issuance of Non-Convertible Debentures up to Rs. 1.25 trillion</p> <p>1.To declare final dividend of Rs 30.0 per share of face value Rs 2.0 each</p> <p>2.Reappoint V Srinivasa Rangan (DIN: 00030248) as Director, liable to retire by rotation</p> <p>Approve remuneration of Rs. 31.5 mn to be paid to S. R. Batliboi & Co. LLP as joint statutory auditors for FY23 and for such years till the same is revised</p> <p>Approve remuneration of Rs. 21.0 mn to be paid to G M Kapadia & Co., Chartered Accountants as joint statutory auditors for FY23 and for such years till the same is revised</p> <p>3.Reappoint Deepak Parikh (DIN: 00009078) as a Non-Executive Non-Independent Director, liable to retire by rotation</p> <p>4.Reappoint Renu Sud Karnad (DIN:00008064) as Managing Director for two years from 3 September 2022, liable to retire by rotation and fix her remuneration</p> <p>Approve related party transactions with HDFC Bank from the conclusion of the FY22 AGM upto the FY23 AGM in excess of Rs 10.0 bn or 10% of consolidated turnover, whichever is lower</p> <p>Approve related party transactions with HDFC Life Insurance Co., its associate, till the 2023 AGM for a maximum period of fifteen months in excess of Rs 10.0 bn or 10% of consolidated turnover, whichever is lower</p>	In favour of the Proposal	For	Nothing objectionable

23	29-Jun-22	ASIAN PAINTS EQUITY SHARES F.V.1	Annual General Meeting	<p>1 Adoption of standalone and consolidated financial statements for the year ended 31 March 2022 Declare final dividend of Rs. 15.5 per share of face value Re. 1.0 each for FY22</p> <p>2. Reappoint Malav Dani (DIN: 01184336) as Non-Executive Non-Independent Director, liable to retire by rotation</p> <p>3. Reappoint Manish Choksi (DIN: 00026496) as Non-Executive Non-Independent Director, liable to retire by rotation</p> <p>4. Reappoint Amit Syngle (DIN: 07232566) as Managing Director and CEO for five years from 1 April 2023 and fix his remuneration Ratify remuneration of Rs 900,000 for RA & Co. as cost auditors for FY23</p>	In favour of the Proposal	For	Nothing objectionable
24	4-Jul-22	TATA MOTORS (EX TELCO) EQ SHARES FV 2	Annual General Meeting	<p>1 To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2022 together with the Reports of the Board of Directors and the Auditors thereon.</p> <p>2 To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2022 together with the Report of the Auditors thereon.</p> <p>3 To appoint a Director in place of Mr Mitsuhiko Yamashita (DIN: 08871753), who retires by rotation and being eligible, offers himself for re-appointment.</p> <p>4 Re-appointment of M/s. B S R & Co. LLP, Chartered Accountants, having Firm Registration No. 101248W/W-100022 for the second consecutive term of five years from the conclusion of this 77th Annual General Meeting till the conclusion of the 82nd Annual General Meeting to be held in the year 2027.</p> <p>5 Appointment of Mr Al-Noor Ramji (DIN: 00230865) as an Independent Director of the company for a term of five years, i.e., from May 1, 2022 to April 30, 2027 (both days inclusive) and who would not be liable to retire by rotation.</p> <p>6 Appointment of Mr Om Prakash Bhatt (DIN: 00548091) as an Independent Director of the company for the second term from May 9, 2022 to March 7, 2026 not be liable to retire by rotation.</p> <p>7 Re-appointment of Ms Hanne Birgitte Sorensen (DIN: 08035439) as an Independent Director of the company for the second term from January 3, 2023 to January 2, 2028.</p> <p>8 Material Related Party Transaction(s) / Contract(s) / Arrangement(s) / Agreement(s) entered into / proposed to be entered into (whether by way of an individual transaction or transactions taken together or a series of transactions or otherwise), as mentioned in detail in the Explanatory Statement annexed herewith, between the Company and Tata Marcopolo Motors Limited ('TMML'), a subsidiary of the Company and accordingly a 'Related Party' of the Company.</p> <p>9 Material Related Party Transaction(s) / Contract(s) / Arrangement(s) / Agreement(s) entered into / proposed to be entered into (whether by way of an individual transaction or transactions taken together or a series of transactions or otherwise), as mentioned in detail in the Explanatory Statement annexed herewith,</p>	In favour of the Proposal	For	Nothing objectionable