

Form NL-46-VOTING ACTIVITY DISCLOSURE UNDER STEWARDSHIP CODE

Name of the Insurer: Bajaj Allianz General Insurance Company Limit For the Quarter ending: Q1 FY2024

Date:30th June 2023

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	Proposal by Management or Shareholder
1	12-04-2023	Nestle India	AGM	1. To receive, consider and adopt the Audited Annual Financial Statements of the Company for the financial year 2022 including Balance Sheet as at 31st December 2022, the Statement of Profit and Loss and Cash Flow Statement for the financial year ended on that date and the Reports of the Board of Directors and Auditors thereon. 2. To confirm payment of two Interim Dividends aggregating to 145/- per equity share for the financial year 2022 and to declare final dividend on equity shares for the financial year ended 31st December 2022. 3. To appoint a Director in place of Mr. Matthias Christoph Lohner (DIN: 08934420), who retires by rotation and being eligible, offers himself for re-appointment. 4. Ratification of remuneration of Rs.2,22,000/- paid to M/s. Ramanath Iyer & Co., Cost Accountants (Firm Registration No.: 00019) as the Cost Auditors by the Board of Directors of the Company to conduct the audit of the cost accounting records for the products falling under the specified Customs Tariff Act Heading 0402, manufactured by the Company for the financial year ending 31st December 2023. 5. Approval to the appointment of Ms. Svetlana Leonidovna Boldina (DIN: 10044338), as the Whole-time Director, designated as Executive Director-Finance & Control and Chief Financial Officer for a term of five consecutive years effective from 1st March 2023 until 29th February 2028 and including remuneration. 6. Remuneration payable to non-executive directors with the industry standards, it is proposed that the Directors other than Managing Director and the Whole-time Directors, be paid for each of the financial years during their tenure commencing from 1st January, 2023, remuneration not exceeding one percent per annum of the net profits of the Company computed in accordance with Section 198 of the Act. The remuneration referred above will be distributed amongst non-executive directors in accordance with the directions given by the Board of Directors and subject to any other applicable requirements under the Act. None of the non-executive directors shall receive individually a sum exceeding Rs 1,00,00,000/- in a financial year.	In favour of the Proposal	For	Nothing objectionable	Management
2	20-04-2023	Kotak Mahindra Bank	Postal Ballot	1. Issuance of redeemable securities in the nature of Unsecured Non-Convertible Debentures / Bonds / other Debt securities, in Indian / foreign currency, in the domestic and / or overseas markets, as may be permitted under the RBI guidelines, as applicable and from time to time, in one or more tranches or series, on a private placement basis, for the financial year 2023-24, for an amount not exceeding Rs.7,000 crore for its general corporate purposes and / or for financing infrastructure and affordable housing sector, within the overall borrowing limit of the Bank. 2. Appointment of Mr. Uday Suresh Kotak (DIN: 00007467), Managing Director & CEO of the Bank, shall become a Non-Executive Non-Independent Director of the Bank, designated and appointed as a Non-Executive Director of the Bank, for a term of five years not liable to retire by rotation, upon his ceasing to be the Managing Director & CEO of the Bank. 3. Material Related Party Transaction with Mr. Uday Suresh Kotak (DIN: 00007467) for FY 2023-24. 4. Material Related Party Transaction with Infina Finance Private Limited for FY 2023-24.	In favour of the Proposal	For	Nothing objectionable	Management
3	28-04-2023	Axis Bank	Postal Ballot	1. Appointment of Chamarty Seshabhadrasrinivasa Mallikarjunarao (CH S. S. Mallikarjunarao) (DIN: 07667641) as an independent director of the Bank, for a period of 4 (four) years, with effect from February 1, 2023 up to January 31, 2027 (both days inclusive), not liable to retire by rotation. 2. Alteration of articles of association - Cancellation of nomination rights of the Administrator of the Specified Undertaking of the Unit Trust of India (SUUTI).	In favour of the Proposal	For	Nothing objectionable	Management
4	28-04-2023	HDFC	Postal Ballot	To borrow, from time to time, such sums of money as they may deem necessary for the purpose of the business of the Corporation, provided that the amount outstanding consequent to such monies borrowed by the Board of Directors on behalf of the Corporation does not exceed Rs.6,50,000 crore, at any point of time.	In favour of the Proposal	For	Nothing objectionable	Management
5	02-05-2023	Reliance Ind	TCM (Equity Shareholders)	Scheme of Arrangement between Reliance Industries Limited and its shareholders and creditors & Reliance Strategic Investments Limited and its shareholders and creditors.	In favour of the Proposal	For	Nothing objectionable	Management
6	01-06-2023	Wipro	Postal Ballot	The buyback by the Company of up to 26,96,62,921 fully paid-up equity shares of Rs.2/-each of the Company (Equity Shares) representing up to 4.91% of the total number of the Equity Shares in the paid-up Equity Share Capital of the Company at a price of Rs.445/- per Equity Share (Buyback Price) payable in cash for an aggregate amount of up to Rs.120,00,00,00,000 (Buyback Size), which is 20.95% and 17.86% of the fully paid-up Equity Share capital and free reserves as per the latest audited standalone and consolidated financial statements, of the Company as at March 31, 2023.	In favour of the Proposal	For	Nothing objectionable	Management
7		Tata Steel	Postal Ballot	1. Material Related Party Transaction(s) with Neelachal Ispat Nigam Ltd for an aggregate value up to Rs 11,800 crore for purchase and sale of goods, rendering and receiving of services, infusion of funds in NINL through subscription in equity shares and other transactions for business, to be entered during FY2023-24. 2. Material Related Party Transaction(s) with Tata Steel Long Products Limited for an aggregate value up to Rs 7,942 crore for purchase and sale of goods, rendering and receiving of services and other transactions for business, to be entered during FY2023-24. 3. Material Related Party Transaction(s) with Jamshedpur Continuous Annealing & Processing Company Private Limited for an aggregate value up to Rs 6,730 for purchase and sale of goods, receiving and rendering of services, infusion of funds in JCAPPL through inter-corporate loans and other transactions for business to be entered during FY2023-24. 4. Material Related Party Transaction(s) with Tata BlueScope Steel Private Limited for an aggregate value up to Rs 6,382 crore for purchase and sale of goods, receiving and rendering of services, infusion of funds in TBSP through inter-corporate loan and other transactions for business to be entered during FY2023-24. 5. Material Related Party Transaction(s) with The Tinplate Company of India Ltd for an aggregate value of up to Rs 5,468 crore for purchase and sale of goods, receiving and rendering of services and other transactions for business to be entered during FY2023-24. 6. Material Related Party Transaction(s) with TM International Logistics Limited for an aggregate value up to Rs 3,308 crore for purchase and sale of goods, receiving and rendering of services, infusion of funds through inter corporate deposit in TMILL and other transactions of business to be entered during FY2023-24. 7. Material Related Party Transaction(s) with Tata Metaliks Ltd for an aggregate value up to Rs 2,230 crore for purchase and sale of goods, receiving and rendering of services and other transactions of business to be entered during FY2023-24. 8. Material Related Party Transaction(s) with The Tata Power Company Limited for an aggregate value up to Rs 2,788 crore for purchase and sale of goods, receiving and rendering of services and other transactions of business to be entered during FY2023-24. 9. Material Related Party Transaction(s) with The Indian Steel and Wire Products Ltd for an aggregate value up to Rs 2,508 crore for purchase and sale of goods, receiving and rendering of services, infusion of funds in ISWP through subscription in equity shares of ISWP and/or inter corporate loan, and other	In favour of the Proposal	For	Nothing objectionable	Management
8	11-06-2023	HDFC Bank	Postal Ballot	1. Appointment and Remuneration of Mr. Kaizad Bharucha (DIN: 02490648) as a Deputy Managing Director of the Bank, for a period of three (3) years, w.e.f. April 19, 2023, as approved by the RBI. 2. Appointment and Remuneration of Mr. Bhavesh Zaveri (DIN: 01550468) as an Executive Director of the Bank, for a period of three (3) years, w.e.f. April 19, 2023, as approved by the RBI.	In favour of the Proposal	For	Nothing objectionable	Management
9	21-06-2023	Larsen & Toubro	Postal Ballot	1. Appointment of Mr. Jyoti Sagar (DIN: 00060455) as an independent Director, not liable to retire by rotation, with effect from May 10, 2023 upto March 18, 2028. 2. Appointment of Mr. Rajnish Kumar (DIN: 05328267) as an independent Director, not liable to retire by rotation, for a period of five years commencing from May 10, 2023 to May 9, 2028. 3. Approval for entering into material related party transaction(s) with Larsen Toubro Arabia LLC. with a validity period not exceeding September 30, 2027 for an amount not exceeding Rs.2,050 crore or USD 250 MN.	In favour of the Proposal	For	Nothing objectionable	Management

10	26-06-2023	Hind. Unilever (HUL)	AGM	<p>1. To receive, consider and adopt the audited financial statements (including audited consolidated financial statements) for the Financial Year ended 31st March, 2023 and the Reports of the Board of Directors and Auditors thereon.</p> <p>2. To confirm the payment of Interim Dividend of Rs.17 per equity share of Rs.1/- each and to declare Final Dividend of Rs. 22 per equity share of Rs.1/- each for the Financial Year ended 31st March, 2023.</p> <p>3. To appoint a Director in place of Mr. Nitin Paranjpe (DIN: 00045204) who retires by rotation and being eligible, offers his candidature for re-appointment.</p> <p>4. To appoint a Director in place of Mr. Dev Bajpai (DIN: 00050516), who retires by rotation and being eligible, offers his candidature for re-appointment.</p> <p>5. To appoint a Director in place of Mr. Ritesh Tiwari (DIN: 05349994), who retires by rotation and being eligible, offers his candidature for re-appointment.</p> <p>6. Appointment of Mr. Ranjay Gulati (DIN: 10053369) as an Independent Director, not liable to retire by rotation, to hold office for a term of five consecutive years i.e., from 1st April, 2023 upto 31st March, 2028.</p> <p>7. Appointment of Mr. Rohit Jawa (DIN: 10063590) as a Whole-time Director of the Company, not liable to retire by rotation, to hold office from 1st April, 2023 to 26th June, 2023.</p> <p>8. Appointment of Mr. Rohit Jawa (DIN: 10063590) as Managing Director & Chief Executive Officer (MD & CEO) of the Company, not liable to retire by rotation, to hold office for a period of five consecutive years i.e., from 27th June, 2023 to 26th June, 2028 and including remuneration.</p> <p>9. Approval for Material Related Party Transaction upto an amount not exceeding Rs. 2,000 crores.</p> <p>10. Ratification of remuneration of Rs.14 lakhs payable to M/s. RA & Co., Cost Accountants (Firm Registration No. 000242), plus applicable taxes and reimbursement of out of pocket expenses incurred as Cost Auditors of the Company to conduct the audit of the cost records of the Company for the Financial Year ending 31st March, 2024.</p>	In favour of the Proposal	For	Nothing objectionable	Management
11	28-06-2023	Tata Steel	CCM	Scheme of Amalgamation amongst Tata Steel Limited (Transferee Company/ the Company) and The Tinplate Company of India Limited (Transferor Company) and their respective shareholders under Sections 230 to 232 of the Act (Scheme).	In favour of the Proposal	For	Nothing objectionable	Management
12	27-06-2023	Asian Paints	AGM	<p>1. To receive, consider and adopt the:</p> <p>A. audited financial statements of the Company for the financial year ended 31st March, 2023 together with the reports of Board of Directors and Auditors thereon.</p> <p>B. audited consolidated financial statements for the financial year ended 31st March, 2023 together with the report of Auditors thereon.</p> <p>2. To declare final dividend on equity shares for the financial year ended 31st March, 2023.</p> <p>3. To appoint a Director in place of Mr. Ashwin Dani (DIN: 00009126), who retires by rotation and being eligible, offers himself for re-appointment.</p> <p>4. To appoint a Director in place of Ms. Amrita Vakil (DIN: 00170725), who retires by rotation and being eligible, offers herself for re-appointment.</p> <p>5. Continuation of directorship by Mr. Ashwin Dani (DIN: 00009126) as a Non-Executive Director of the Company beyond 75 (seventy-five) years of age, liable to retire by rotation.</p> <p>6. Ratification of Remuneration of Rs.9,00,000 plus applicable taxes and reimbursement of out-of-pocket expenses payable to R & Co., Cost Accountants (Firm Registration No. 000242), who were appointed by the Board of Directors as Cost Auditors, to audit the cost records of the Company for the financial year ending 31st March, 2024.</p>	In favour of the Proposal	For	Nothing objectionable	Management
13	27-06-2023	State bank of India	AGM	1. To discuss and adopt the Balance Sheet and the Profit and Loss Account of the State Bank of India made up to the 31st day of March 2023, the report of the Central Board on the working and activities of the State Bank of India for the period covered by the Accounts and the Auditors' Report on the Balance Sheet and Accounts.	In favour of the Proposal	For	Nothing objectionable	Management
14	29-06-2023	TCS	AGM	<p>1. To receive, consider and adopt</p> <p>a. the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2023, together with the Reports of the Board of Directors and the Auditors thereon; and</p> <p>b. the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2023, together with the Report of the Auditors thereon.</p> <p>2. To confirm the payment of Interim Dividends (including a special dividend) on Equity Shares and to declare a Final Dividend on Equity Shares for the financial year 2022-23.</p> <p>3. To appoint a director in place of Aarthi Subramanian (DIN 07121802), who retires by rotation and, being eligible, offers herself for re-appointment.</p> <p>4. Appointment of K Krithivasan (DIN 10106739) as a Director of the Company, not liable to retire by rotation.</p> <p>5. Appointment of K Krithivasan (DIN 10106739) as the Chief Executive Officer and Managing Director of the Company for a period of five years with effect from June 1, 2023, including remuneration.</p> <p>6. To approve existing as well as new material related party transactions with Tata Sons Private Limited and/or its subsidiaries, (other than Tejas Networks Limited and/or its subsidiaries), Joint Ventures, Associate Companies of Tata Sons Private Limited and their subsidiaries and Joint Ventures & Associate Companies of subsidiaries of Tata Sons Private Limited (excluding Tata Motors Limited, Jaguar Land Rover Limited and/or their subsidiaries), Tejas Networks Limited and/or its subsidiaries, Tata Motors Limited, Jaguar Land Rover Limited and/or their subsidiaries, Subsidiaries of the Company (other than wholly owned subsidiaries).</p>	In favour of the Proposal	For	Nothing objectionable	Management
15	28-06-2023	Infosys	AGM	<p>1. To consider and adopt the audited financial statements (including the consolidated financial statements) of the Company for the financial year ended March 31, 2023 and the reports of the Board of Directors (the Board) and auditors thereon.</p> <p>2. To declare a final dividend of Rs.17.5 per equity share for the year ended March 31, 2023.</p> <p>3. To appoint a director in place of Salil Parekh (DIN: 01876159), who retires by rotation and being eligible, seeks re-appointment.</p> <p>4. Appointment of Helene Auriol Potier (DIN: 10166891) as an Independent Director of the Company for a period of 3 years till May 25, 2026, and that she shall not be liable to retire by rotation.</p> <p>5. Re-appointment of Bobby Parikh (DIN: 00019437) as an independent director, not liable to retire by rotation, for a second term of 5 (five) years with effect from July 15, 2023 up to July 14, 2028.</p>	In favour of the Proposal	For	Nothing objectionable	Management
16	05-07-2023	Nestle India	Postal Ballot	Appointment of Mr. Satish Srinivasan (DIN: 10173407), as a Whole-time Director, designated as Executive Director-Technical, for a term of five consecutive years commencing from 1st July 2023 upto 30th June 2028 and including remuneration.	In favour of the Proposal	For	Nothing objectionable	Management
17	05-07-2023	Tata Steel	AGM	<p>1. To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2023, 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, 2023, together with the Report of the Auditors thereon.</p> <p>3. To declare dividend of Rs 3.60/- per Ordinary (equity) Share of face value Rs 1/- each for the Financial Year 2022-23.</p> <p>4. To appoint a Director in the place of Mr. N. Chandrasekaran (DIN: 00121863), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and, being eligible, seeks re-appointment.</p> <p>5. Ratification of Remuneration of Rs 30 lakh plus applicable taxes and reimbursement of out-of-pocket expenses payable to Messrs Shome & Banerjee, Cost Accountants (Firm Registration Number - 000001), who have been appointed by the Board of Directors on the recommendation of the Audit Committee, as the Cost Auditors of the Company, to conduct the audit of the cost records maintained by the Company for the Financial Year ending March 31, 2024.</p> <p>6. Material Related Party Transaction(s) with Tata Metaliks Limited - Financial Transaction for an aggregate value of up to Rs 800 crore, to be entered during FY2023-24.</p> <p>7. Material Related Party Transaction(s) between Tata Steel Minerals Canada Ltd., an indirect subsidiary of Tata Steel Limited and IOC Sales Limited, a third party, to benefit Tata Steel UK Limited, a subsidiary of Tata Steel Limited and a T S Global Procurement Company Pte. Ltd., an indirect wholly-owned subsidiary of Tata Steel Limited for an aggregate transaction value of up to Rs 1,200 crore, for purchase and sale of raw materials and other transactions for business, to be entered during FY2023-24.</p> <p>8. Material Related Party Transaction(s) with Tata Motors Limited and Poshs Metal Industries Private Limited, a third party for an aggregate value of up to Rs 1,040 crore (directly with Tata Motors for an amount up to Rs 690 crore and through third party, viz. Poshs for an amount up to Rs 350 crore), for purchase and sale of goods, receiving and rendering of services and other transactions for business, to be entered during FY2023-24.</p> <p>9. Material Related Party Transaction(s) between Tata Steel Downstream Products Ltd, a wholly-owned subsidiary of Tata Steel Limited and ancillary entities of Tata Motors Limited to benefit Tata Motors Limited, a related party of Tata Steel Limited for an aggregate value of up to Rs 3,200 crore, for</p>	In favour of the Proposal	For	Nothing objectionable	Management
18	12-07-2023	Wipro	AGM	<p>1. To receive, consider and adopt the Audited Financial Statements of the Company (including consolidated financial statements) for the financial year ended March 31, 2023, together with the Reports of the Board of Directors and Auditors thereon.</p> <p>2. To confirm the interim dividend of Rs.1 per equity share declared by the Board on January 13, 2023, as the final dividend for the financial year 2022-23.</p> <p>3. To consider appointment of a Director in place of Mr. Thierry Delaporte (DIN: 08107242) who retires by rotation and being eligible, offers himself for re-appointment.</p>	In favour of the Proposal	For	Nothing objectionable	Management