

**LIFE INSURANCE CORPORATION OF INDIA**  
**VOTING DECISION DISCLOSURE FOR THE QUARTER ENDING 31st DECEMBER 2022**

Sr. No.	Meeting Date	Investee Company Name	Type of Meeting	Res No.	Agenda Item as proposed by the Company	Description of the Proposal	Management Recommendation	Vote (For / Against / Abstain)	Rationale for the Decision by the Corporation
					Matter				
1	08.10.2022	Ambuja Cements	EGM	1	Appointment of Mr. Gautam Adani (DIN: 00006273), as Non-Executive Director Non Independent Director.	Mr. Gautam S. Adani, the Chairman and Founder of the Adani Group, has more than 35 years of business experience. Under his leadership, Adani Group has emerged as a global integrated infrastructure player with interest across Resources, Logistics and Energy verticals.	For	For	The appointment is in line with statutory requirements.
				2	Appointment of Mr. Karan Adani (DIN: 03088095), as a Non-Executive Director Non Independent Director.	The Director is having accumulated experience throughout all levels of our operations since 2009, he is responsible for the strategic development of the Adani Group and overlooks its day to day operations.	For	For	The appointment is in line with statutory requirements.
				3	Appointment of Mr. M R Kumar (DIN: 03628755), as a Non-Executive Nominee Director (representing Life Insurance Corporation of India)	Mr. Kumar is the Chairperson of LIC. In a career spanning more than three and a half decades, he has had the unique privilege of heading three Zones of LIC of India , viz, Southern Zone, North Central Zone and Northern Zone, head quartered at Chennai, Kanpur and Delhi, respectively.	For	For	The appointment is in line with statutory requirements.
				4	Appointment of Mr. Maheshwar Sahu (DIN: 00034051) as a Non-Executive Independent Director .	Mr. Sahu has served the Government of India and Government of Gujarat in various capacities for more than three decades before retiring as Additional Chief Secretary, Government of Gujarat in 2014. His career span includes more than 20 years of service in industry and more than 10 year of active involvement in PSU management.	For	For	The appointment is in line with statutory requirements.
				5	Appointment of Mr. Rajnish Kumar (DIN: 05328267) as a Non-Executive Independent Director	He is the former chairman of State Bank of India. He is a career banker with nearly 4 decades of service with State bank of India. His expertise in corporate credit and project finance is well recognized	For	For	The appointment is in line with statutory requirements.
				6	Appointment of Mr. Ameet Desai (DIN: 00007116) as a Non-Executive Independent Director	Mr. Ameet Desai was the Advisor to Chairman at the Adani Group and has industry expertise in sectors such as ports, thermal energy, transmission, renewables and pharma. Mr. Ameet was the Executive Director and Group CFO and led listing of 4 out of the 5 listed entities of Adani Group.	For	For	The appointment is in line with statutory requirements.
				7	Appointment of Ms. Purvi Sheth (DIN: 06449639) as a Non-Executive Independent Director	She has helped several businesses effectively cultivate talent engagement through advanced leadership processes and implementation in impacting business performance and productivity	For	For	The appointment is in line with statutory requirements.
				8 & 9	Appointment of Mr. Ajay Kapur as a Director and approve the terms of his remuneration	Mr. Ajay Kapur has 25+ years of experience in the cement and construction, power and heavy metals sector.	For	For	The appointment is in line with statutory requirements and the proposed remuneration is reasonable and in line with market practices.

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				10	Amendments to the Articles of Association.	The Company has proposed amendment due to change in the promoters of the Company and to align the Financial year with the new promoter group entities	For	For	To adopt/ align to the changes.
				11	Change of registered office of outside the local limits but within the same jurisdiction of registrar of companies.	The company is seeking shareholders' approval for shifting its registered office of the Company from Somnath to Ahmedabad within the State of Gujarat	For	For	In line with statutory requirements.
				12	Issue of securities on preferential basis.	The Company is seeking shareholders' approval for issuance of 47,74,78,249 Warrants, fully convertible to equity shares, at a price of ₹ 418.87 per warrant to Harmonia Trade and Investment Ltd a Promoter group entity.	For	For	This is expected to improve the company's financials and reduce the debt burden and interest costs to the company.
2	10.10.2022	MTNL	AGM	1	Adoption of Financial statements.	To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the Financial Year ended 31st March 2022, the reports of the Auditors and the Board of Directors thereon together with the Comments of the Comptroller & Auditor General of India (C & AG) thereon.	For	Against	The Statutory Auditors of the Company have raised question on the "going concern" of the Company and have provided qualified opinion in their Audit Report. The Auditors have been raising similar qualified opinion for last more than 3 years. Company has accumulated losses and its net worth has been fully/ substantially eroded, the company has incurred net loss/net cash loss during the current and previous year(s) and the company's current liabilities exceeded its current assets as at the balance date.
				2	To appoint a director in place of Smt. Yojana Das (DIN- 08987456), who retires by rotation and being eligible, offers herself for reappointment.	The Director is a Post Graduate and a MBA. She has decades of experience in the telecommunication Industry.	For	For	The appointment is in line with statutory requirements.
				3	Re-appointment of Shri Arvind Vadnerkar (DIN-08597016), as a Director.	The Director started his career in DoT with Long Distance Network Maintenance in Bhopal & Ahmedabad. He was part of Core Team for evaluation of 1st Phase Mobile tender and later he was instrumental in successful launch of Mobile Services in West Zone of BSNL	For	For	The appointment is in line with statutory requirements.
				4	To fix the remuneration of the Statutory Auditors of the Company.	The Company is seeking shareholders' approval to authorise the Board of Directors to fix the remuneration of Statutory Auditors for the Financial Year 2022-23.	For	For	The remuneration is reasonable and in line with work levels.
				5	To raise borrowing powers.	The Company is seeking shareholders' approval to increase the existing borrowing limit i.e. from ₹ 30,000 Crores to ₹ 35,000 Crores.	For	For	The resolution seeks to augment the capital of the company and strengthen the capital base of the company.
				6	Issuing Non-Convertible Debentures/Bonds through Private placement.	The Company is seeking shareholders' approval to raise funds by issuing Non-Convertible Debentures/Bonds through Private placement for a sum not exceeding ₹ 17,571 Crores.	For	For	This will improve the Capital base of the company.

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				7	Alteration in the Articles of Association of the Company.	To approve alteration in the Article 69(II) and insertion in para No.24 of Article 72 of the Articles of Association of MTNL.	For	For	To adopt/ align to the changes approved by Department of Telecommunication (DoT) of Ministry of Communication, Govt of India.
				8	To approve remuneration payable to cost auditors.	The Board is seeking ratification of remuneration of ₹ 1,12,100, payable to the Cost Auditor viz. M/s R. M. Bansal & Co., the Cost Accountants, for Financial Year 2022-23.	For	For	The remuneration is reasonable and in line with work levels
3	11.10.2022	SHIPPING CORPORATION OF INDIA -SCI	NCLT	1	Scheme of arrangement.	The Company is seeking shareholders' approval for demerger and transfer of the identified non-core assets of Shipping Corporation of India Limited into Shipping Corporation of India Land and Assets Limited ('SCILAL'), a wholly owned subsidiary of the company.	For	For	The proposed demerger will help SCI unlock the value of its non-core assets by demerging them into a separate company and will ensure a smooth divestment process by allowing prospective investors to pay only for the core assets.
4	11.10.2022	VEDANTA LTD.	NCLT	1	Transfer of amount from General Reserves to Retained Earnings	The Company has proposed shareholders' approval for Capital reorganization of the Company, inter alia, providing for transfer of amounts standing to the credit of the General Reserves (₹ 12,587 Crores) to the Retained Earnings of the Company.	For	For	The reclassification will facilitate flexibility in making payments to shareholders
5	13..10.2022	UTI ASSET MANAGEMENT CO LTD	PB	1	Appointment of Mr. Kiran Kumar Taranian (DIN: 09637366) as a Non-Executive Nominee Director.	He is a finance professional with over 33 years of demonstrated history of work experience in banking industry. He has vast experience in treasury management, risk management, corporate credit & general banking.	For	For	The appointment is in line with statutory requirements.
6	13.10.2022	LARSEN AND TOURBO LTD	PB	1	Related Party Transactions	The Company is seeking shareholders' approval for related party transactions with Nuclear Power Corporation of India Limited ('NPCIL') who is a related party of L&T Special Steels and Heavy Forgings Private Limited ('LTSSHFL') (Company's Subsidiary)	For	For	This is in ordinary course of business with adequate disclosures.
				2	Appointment of Mr. Anil V. Parab as Whole-time Director of the Company.	He possesses more than 40 years of experience in Technology, Business Development and excels in spearheading manufacturing facilities. During his career he has successfully led teams to execute the prestigious ITER project in France and created many new global benchmarks in Nuclear and Process Plant manufacturing.	For	For	The appointment is in line with statutory requirements.
7	14.10.2022	ZEE ENTERTAINMENT ENTERPRISE LTD	NCLT	1	Composite Scheme of Arrangement.	The Company is seeking shareholders approval for Scheme of Amalgamation of the Zee Entertainment Enterprises Limited ('Transferor Company' 1 or 'the Company'), Bangla Entertainment Private Limited ('Transferor Company 2' or 'BEPL') with Culver Max Entertainment Private Limited (formerly, Sony Pictures Networks India Private Limited) ('Transferee Company' or 'SPNI').	For	For	Merger of ZEEL and SPNI, is likely to be value accretive and in the larger interest of shareholders of both companies.
8	13.10.2022	DREDGING CORPORATION OF INDIA LTD	PB	1	Appointment of Capt. S.Divakar (DIN: 09675405) as Managing Director	The Director has Dredge Master Grade – I Certificate of Competency and has 34 years experience in Dredging Corporation.	For	For	The appointment is in line with statutory requirements.

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9	13.10.2022	FUTURE LIFESTYLE FASHIONS LTD	PB	1	Appointment of Bharat Ram (DIN: 08325619) as an Independent Director.	The Director holds Master in Business Administration. He has over three decades of experience in the Home Textiles, Apparel and FMCG sectors, associated with industry leaders like Arvind Ltd., Himatsingka Seide Ltd. and Hindustan Unilever Ltd.	For	For	The appointment is in line with statutory requirements.
				2	Appointment of Ms. Neelam Chhiber (DIN: 00838007) as an Independent Director.	The Director was an Industrial Design graduate from National Institute of Design, Ahmedabad. She was also an alumna of Global Social Benefit Incubator - Santa Clara University, USA, the Harvard Executive Program, Graduate of the Art and Science of Systems Change Program of the Harvard Kennedy School.	For	For	The appointment is in line with statutory requirements.
				3	Authorize the board for sale, lease or otherwise disposal of fixed assets	The company is seeking shareholder approval for disposal of assets, representing company's assets worth Rs.1390 Crores	For	Abstain	The company has not disclosed the estimated consideration and the details of the purchase of the Assets.
10	15.10.2022	CRISIL	PB	1	Re-appointment of Mr. Girish Paranjpe (DIN: 02172725) as an Independent Director	The Director is B.Com., FCA, FCWA. He has served as the Co-CEO of Wipro Limited's Information technology (IT) business during 2008-11 and was a member of its Board of Directors. Mr Paranjpe had a two decade-long tenure at Wipro, where he led the IT business and held other senior positions, as President - Financial Services Consulting and Marketing, Head - Financial Services and CFO - IT business.	For	For	The appointment is in line with statutory requirements.
11	16.10.2022	ADITYA BIRLA CAPITAL LIMITED	PB	1	Adoption of Aditya Birla Capital Ltd Employee Stock Option and Performance Stock Unit Scheme 2022.	The Company is seeking shareholders' approval to issue of not more than 4,10,71,270 equity shares under 'Aditya Birla Capital Limited Employee Stock Option and Performance Stock Unit Scheme 2022' ("ABCL Scheme 2022") (#1) to employees of the company.	For	For	As aligned with Market practices and Regulatory norms.
				2	Approve extending the benefits of Aditya Birla Capital Limited Employee Stock Option and Performance Stock Unit Scheme 2022 to the employees of the group companies.	The Company is seeking shareholders' approval to issue of not more than 4,10,71,270 equity shares under 'Aditya Birla Capital Limited Employee Stock Option and Performance Stock Unit Scheme 2022' ("ABCL Scheme 2022") (#1) to employees of the company and (#2) employees of the group companies, including holding, subsidiary and associate companies of the Company.	For	Abstain	The company has not provided rationale for extending the scheme to unnamed associate group companies engaged in unrelated business.
12	21.10.2022	DR. REDDY'S LABORATORIES LTD	PB	1	Appointment of Mr. Arun Madhavan Kumar as an Independent Director of the Company.	The Director is MBA. He previously served in President Obama's Administration as Assistant Secretary of Commerce for Global Markets and Director General of the U.S. & Foreign Commercial Service (USFCS).	For	For	The appointment is in line with statutory requirements.
13	26.10.2022	ADANI GREEN ENERGY LTD	EGM	1	Appointment of Ms. Ahlem Friga Noy As A Director (Category: Non-Executive, Nominee Director).	The Company is seeking shareholders' approval for the appointment of Ms. Ahlem Friga-Noy as a Non-executive Nominee Director w.e.f. 27th July, 2022 in place of Mr. Jose Ignacio Sanz Saiz.	For	For	The appointment is in line with statutory requirements.

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14	27.10.2022	KANSAI NEROLAC LTD	PB	1	Appointment of Mr. Bhaskar Bhat as an Independent Director.	The Director is Graduate (Mechanical Engineering) and PGDBM. He has decades of experience in the required field.	For	For	The appointment is in line with statutory requirements.
				2	Approval of Kansai Nerolac Paints Limited – Restricted Stock Unit Plan 2022.	The Company is seeking shareholders' approval to implement Kansai Nerolac Paints Limited – Restricted Stock Unit Plan 2022 to the employees as may be determined by the Nomination and Remuneration committee in terms of plan.	For	Against	Exercise price at significant discount. No transparency on the percentage of RSUs that carry performance-based vesting. .
15	29.10.2022	RURAL ELECTRIFICATION CORPORATION	PB	1	Alteration of Objects Clause of the Memorandum of Association of the Company.	The Company is seeking shareholders' approval for alteration of the Objects Clause in the Memorandum of Association of the Company by way of insertion of sub-clause (9) in the Objects clause [Clause III(a)] of Memorandum of Association of REC Limited.	For	For	To Align/ Adopt to the changes approved by the MOP. The insertion of a new sub-clause in the Objects Clause, will enable the Company to lend to logistics and infrastructure sectors to the extent permitted by the Government of India."
				2	Appointment of Shri Piyush Singh as Government Nominee Director.	The Director is B. Tech (Civil) & IAS.He has worked in various capacities in District Administration, Department of Social Justice & Empowerment and Department of Health & Family Welfare, Government of Maharashtra. He has also served in Uttarakhand in Planning Department, Dehradun; and has wide experience in the area of Public Administration and Planning.	For	For	The appointment is in line with statutory requirements.
16	29.10.2022	AARTI INDUSTRIES LTD	PB	1	Grant of Performance Stock Options to the Employees of the Company Under Aarti Industries Limited Performance Stock Option Plan 2022.	The Company is seeking shareholders' approval to issue up to 18,13,000 stock options under Aarti Industries Ltd Performance Stock Option Plan 2022' ("PSOP 2022"/ "Plan") to the employees of the Company Under Aarti Industries Limited Performance Stock Option Plan 2022.	For	Abstain	Stocks being issued at significant discounted price.
				2	Grant of Stock Options to the Employees of the Subsidiary Companies.(Present or Future) Under Aarti Industries Limited Performance Stock Option Plan 2022.	The Company is seeking shareholders' approval to issue up to 18,13,000 stock options under Aarti Industries Ltd Performance Stock Option Plan 2022' ("PSOP 2022"/ "Plan") to the Employees of the Subsidiary Companies (Present or Future) Under Aarti Industries Limited Performance Stock Option Plan 2022.	For	Abstain	The company has not disclosed details of the entities to whom they intend to extend the proposed scheme and justification behind the same.
17	30.10.2022	ADANI TOTAL GAS LIMITED	PB	1	Appoint Ms. Ahlem Friga-Noy (DIN: 09652701) as Non-Executive Non-Independent Director.	The Director holds Master's degree in Public Law and bachelor's in International Law. He is a seasoned public affair, geopolitical adviser, negotiation and business development expert with 20 years' experience, in the public and private sector.	For	For	The appointment is in line with statutory requirements.

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18	01.11.2022	HINDUSTHAN ZINC LTD	PB	1	Appointment of Mr. Kannan Ramamirtham as an Independent Director of the company.	The Director is Post graduate in Mathematics and Management studies and has decades of experience.	For	Abstain	The tenure of his appointment is only one year. The one year time period is too short for an ID to make any significant contribution towards the affairs of the Company. No clear rationale has been provided regarding the duration of one year for the proposed appointment/ re-appointment of Independent Directors.
19	03.11.2022	POWERGRID CORPORATION OF INDIA	EGM	1	Appointment of Shri Ravindra Kumar Tyagi as Director (Operations- Whole Time Director).	The Director is Electrical Engineering and Mtech. He has work experience of over 32 years in Power Transmission System, out of which over 26 years are in Operation and Maintenance (O&M) of Substations and Transmission lines at various key positions in premier CPSUs in power sector such as POWERGRID and NTPC."	For	For	The appointment is in line with statutory requirements.
				2	Appoint G. Ravisankar as Director (Finance) from 21 September 2022, liable to retire by rotation.	The Director is C.A, has Post Graduate Diploma in Personnel Management and Materials Management. He has experience of 32 years, serving predominantly in POWERGRID.	For	For	The appointment is in line with statutory requirements.
				3	Appoint Mr. Mohammad Afzal as Government Nominee Director .	The Director is B. Sc. and M.E. He has decades of experience in the relevant field.	For	For	The appointment is in line with statutory requirements.
20	11.11.2022	Alembic Pharmaceuticals	AGM	1	To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended 31st March, 2022 and the Reports of the Board of Directors and Auditors thereon.	Financial Statements comply in all material aspects with Ind AS notified under section 133 of Companies Act 2013 and other relevant provisions. The auditors report is not qualified.	For	For	No qualifications as per the Auditors' report.
				2	To confirm the payment of Interim Dividend on equity shares for the financial year 2021-22.	To confirm Interim Dividend of Rs.10/- per equity share of FV Rs.2/- each as Final Dividend for FY22.	For	For	As per the financials, the company is generating sufficient cash profits.
				3	To appoint a Director in place of Mr. Shaunak Amin (DIN: 00245523), who retires by rotation and being eligible, offers himself for re-appointment	The Director has decades of experience in the relevant field.	For	For	The appointment is in line with statutory requirements.
				4	Re-appointment of Mr. Shaunak Amin (DIN: 00245523) as Managing Director of the Company and fix his remuneration.	The Director has decades of experience in the relevant field.	For	Abstain	The remuneration appears to be very high with no cap on payment of commission and no disclosure of the performance metrics.
				5	Ratification of Remuneration to the Cost Auditors for the financial year 2022-23	The Board is seeking ratification of remuneration of ₹ 2.10 lakhs payable to the Cost Auditor viz. M/s. Diwanji & Co., Cost Accountants for Financial Year 2022-23.	For	For	The remuneration is reasonable and in line with work levels

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21	05.11.2022	ALKEM LABORATORIES Ltd	PB	1	Appoint Srinivas Singh (DIN: 06744441) as a Whole-time Director for five years from 14 September 2022 and fix his remuneration.	The Company has proposed to pay ₹ 67.07 Lakhs per month, approx. ₹ 8.03 Crores per annum, as Remuneration to Mr. Srinivas Singh during his tenure and further increment of up to 20% per annum, which is subject to the performance of director as well as company.	For	Against	The remuneration is high in context of his experience levels. Director's performance should be benchmarked against the individual's target as well as company's overall performance, and therefore, the remuneration paid to an ED must have a balance between fixed and a variable performance-based remuneration.
				2	Approve Sarandhar Singh's appointment in an office of profit and fix his remuneration.	The Company is seeking shareholders' approval for appointment of Mr. Sarandhar Singh to hold the office or place of profit as Vice President – Marketing and Sales on a remuneration of ₹ 5.20/- crores per annum.	For	Against	There is no granular clarity on his educational and professional experience. The company needs to provide greater clarity on the benchmarking of his experience and remuneration with those in his proposed designation or cadre. The company has not capped the remuneration payable to Sarandhar Singh.
22	12.11.2022	TATA CONSUMERPRODUCTS LTD	NCLT	1	Scheme of arrangement.	Approval for Composite Scheme of Arrangement amongst Tata Consumer Products Limited, Tata Coffee Limited, and TCPL Beverages & Foods Limited, and their respective shareholders and creditors.	For	For	Scheme of arrangement will lead to simplification of the management and operational structures within the group and house all similar business verticals under one umbrella.
23	11.11.2022	BRITANNIA INDUSTRIES LTD.	PB	1	Appointment of Rajneet Singh Kohli DIN: 09743554) as Director.	The Director has over 25 years of FMCG and retail experience. He has worked with Jubilant FoodWorks as President and Chief Business Officer for Domino's Pizza. He has also worked with Coca-Cola India as senior Vice President. He was also associated with Asian Paints and Colors Steel UK.	For	For	The appointment is in line with statutory requirements.
				2	Appointment and remuneration of Mr. Rajneet Singh Kohli as Executive Director and Chief Executive Officer of the Company	The Director has over 25 years of FMCG and retail experience. He has worked with Jubilant FoodWorks as President and Chief Business Officer for Domino's Pizza. He has also worked with Coca-Cola India as senior Vice President. He was also associated with Asian Paints and Colors Steel UK.	For	For	The appointment meets statutory norms and the proposed remuneration is reasonable and in line with market practices.
24	12.11.2022	GAIL (INDIA) LTD.	PB	1	Appointment of Mr. Ayush Gupta as Director of the Company.	Ayush Gupta has been associated with GAIL (India) Limited since 1998. He has over three decades of experience in various fields: training, human resource development, talent acquisition, leadership development, performance management, human resource development initiatives, project management, operations and maintenance.	For	For	The appointment is in line with statutory requirements.
				2	Appointment of Mr. Sandeep Kumar Gupta as Chairman and Managing Director of the company.	He is a chartered accountant and has three decades of experience working in the finance function. He was associated with IOCL for over three decades.	For	For	The appointment is in line with statutory requirements.

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25	12.11.2022	ABBOTT INDIA LTD.	PB	1	Re-appointment of Ms Shalini Kamath (DIN: 06993314) as an Independent Director.	Ms. Kamath's Human Resources (HR) career spans close to a decade and half with Group HR Head positions for Chevron Texaco India , Star India, KPMG India and Ambit Holdings.	For	For	The appointment is in line with statutory requirements.
				2	Payment of Commission to Non-Executive Directors of the Company.	The Company is seeking shareholders' approval for payment of Commission to Non-Executive Director of the Company for a period of 5 years upto Rs.15,00,000 per annum to each of the Non-Executive Directors and upto Rs.20,00,000/- per annum to the Chairman of the Board of Directors and aggregate commission paid to all Non-Executive Directors not exceeding 1% of net profit of the Company in any financial year computed.	For	For	The payment is commensurate with their roles and responsibilities towards of the Company
26	15.11.2022	PROCTER & GAMBLE HYGIENE AND HEALTHCARE LTD	AGM	1	Adoption of Financial Statements.	Financial Statements comply in all material aspects with Ind AS notified under section 133 of Companies Act 2013 and other relevant provisions. The auditors report is not qualified.	For	For	No qualifications as per the Auditors' report.
				2	Declaration of Dividend.	Confirm interim dividend of Rs. 95 per equity share and approve final dividend of Rs. 65 per equity share of face value Rs. 10 each	For	For	As per the financials, the company is generating sufficient cash profits.
				3	Re-appointment of Mr. Gagan Sawhney as a director liable to retire by rotation.	The Director is a MBA. He has more than 20 years of experience across multiple geographies like India, ASEAN, Greater China and Middle East.	For	For	The appointment is in line with statutory requirements.
				4	Re-appointment of Ms. Sonali Dhawan as a director liable to retire by rotation.	The Director is a MBA. She has been with P&G for over 24 years. She has worked across multiple regions including ASEAN, India, Australia & Middle East.	For	For	The appointment is in line with statutory requirements.
				5	Re-appointment of M/s. Kalyaniwalla & Mistry LLP, Chartered Accountants as Auditors of the Company..	Reappoint Kalyaniwalla & Mistry LLP as statutory auditors for five years from the conclusion of the 2022 AGM and authorize the board to fix their remuneration.	For	For	The remuneration is reasonable and in line work levels
				6	Appointment of Mr. Gurcharan Das as an Independent Director of the Company .	He was CEO, Procter & Gamble India and later Managing Director, Procter & Gamble World-wide (Strategic Planning).	For	Against	Given his long association with the group exceeding ten years, the company must consider appointing him as a non independent director.
				7	Ratification of payment of remuneration payable to Ashwin Solanki & Associates, Cost Accountants of the Company for the Financial Year 2022-23.	The Board is seeking ratification of remuneration of ₹ 8.50 lakhs payable to the Cost Auditor viz. Ashwin Solanki & Associates, Cost Accountants for Financial Year 2022-23.	For	For	The remuneration is reasonable and in line with work levels
27	15.11.2022	NIIT	NCLT	1	Scheme of Arrangement.	Approval for scheme of Arrangement between NIIT Ltd (Transferor Co) and NIIT Learning Systems Ltd (Transferee Co) from their respective shareholders.	For	For	The scheme will help in segregating different businesses having different risk and return profiles, thus providing investors with better flexibility to select investments which best suit their investment strategies and risk profile.



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28	16.11.2022	BHARAT PETROLEUM CORPN. LTD.	PB	1	Appointment of Mr. Sukhmal Kumar Jain as Director (Marketing) of the Company.	He has 35 years of experience with BPCL across departments including retail, gas and LPG. He was the former Executive Director in-charge (Marketing Corporate), before which he headed the Gas Business Unit.	For	For	The appointment is in line with statutory requirements.
29	18.11.2022	GILLETTE INDIA LTD	AGM	1	Adoption of financial statements for the year ended 30 June 2022.	Financial Statements comply in all material aspects with Ind AS notified under section 133 of Companies Act 2013 and other relevant provisions. The auditors report is not qualified.	For	For	No qualifications as per the Auditors' report.
				2	Dividend declaration.	Confirm interim dividend of Rs. 33 per share and declare final dividend of Rs. 36 per equity share for FY22 (face value Rs. 10.0 each).	For	For	As per the financials, the company is generating sufficient cash profits.
				3	Reappoint Pramod Agarwal (DIN 00066989) as Non-Executive Non-Independent Director, liable to retire by rotation	The Director is a management consultant and an angel investor. He was associated with P&G for over 28 years till 2016 – his last role was as CFO of the Global Hair Care and Colour business.	For	For	The appointment is in line with statutory requirements.
				4	Reappoint Ms. Sonali Dhawan (DIN 06808527) as Non-Executive Non-Independent Director liable to retire by rotation	She is Senior Vice President Marketing, Feminine Hygiene, Asia, Middle East & Africa at P&G.	For	For	The appointment is in line with statutory requirements.
				5	Re-appointment of Statutory Auditors.	Reappoint Kalyaniwalla & Mistry LLP as statutory auditors for five years from the 2022 AGM and fix their remuneration.	For	For	The appointment is in line with statutory requirements.
				6	Payment of commission to Non-Executive Directors.	Approve payment of commission to Non-Executive Directors upto 1% of net profits for five years from 1 January 2023.	For	For	The proposed commission is reasonable and in line with market practices.
30	20.11.2022	BAJAJ AUTO LTD	PB	1	Related Party Transactions.	Approve related party transactions with KTM Sportmotorcycle GmbH for five years from FY23.	For	For	This is in ordinary course of business with adequate disclosures.
31	20.11.2022	MAHANAGAR GAS LTD.	PB	1	Appointment of Mr. M V Iyer as the Non-Executive, Non-Independent Director, designated as Chairman of the Company.	The Director has more than 36 years of rich and diverse experience in execution of projects in the areas of gas pipelines, LNG terminals, renewables etc."	For	For	The appointment is in line with statutory requirements.
32	22.11.2022	WIPRO LTD.	PB	1	Appointment of Ms. Paivi Elina Rekonen Fleischer as an Independent Director of the Company.	The Director has Master's degree in Social Sciences, and Economics and Business Administration. He has over 25 years of experience in technology as well as in banking and services.	For	For	The appointment is in line with statutory requirements.
33	22.11.2022	IL & FS Infra Asset Management	EGM	1	Approval for alteration of Articles of Association of the Company.	To amend the Articles of Association of the company by addition to clause pertaining to Buy-back own shares or other specified securities.	For	For	To adopt/ align to the changes of Companies Act 2013. The amendment/ addition to clause pertains to Buy-back of its own shares and other specified securities.

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					Matter				
34	25.11.2022	HOUSING DEVELOPMENT FINANCE CORPN. LTD.	NCLT	1	Scheme of Arrangement.	Composite Scheme of Amalgamation among HDFC Investments Limited and HDFC Holdings Limited and Housing Development Finance Corporation Limited and HDFC Bank Ltd and their respective shareholders and creditors pursuant to the provisions of Sections 230-232 of the Companies Act, 2013.	For	For	The synergies of the merger will benefit both HDFC Ltd and HDFC Bank.
35	25.11.2022	H D F C BANK LTD.	NCLT	1	Scheme of Arrangement.	Composite Scheme of Amalgamation among HDFC Investments Limited and HDFC Holdings Limited and Housing Development Finance Corporation Limited and HDFC Bank Ltd and their respective shareholders and creditors pursuant to the provisions of Sections 230-232 of the Companies Act, 2013.	For	For	The synergies of the merger will benefit both HDFC Ltd and HDFC Bank.
36	25.11.2022	UPL Limited	EGM	1	Appoint Mr. Suresh Kumar as Independent Director for five years from 20 October 2022.	The Director is MA, M. Com, IAS. He has held positions at various levels in the Federal and Provincial Governments to implement and manage reforms, business process re-engineering, and pro-poor development programs.	For	For	The appointment is in line with statutory requirements.
				2	To appoint Mr. Carlos Pellicer as a Non-Executive Non-Independent Director	The Director is B.S. in Agricultural Engineering . He has held different leadership positions in several companies like Stauffer, Dupont, Citibank, American Cynamid, FMC and Monsanto and served as a guest professor for MKT Strategic at FGV for 10 years.	For	For	The appointment is in line with statutory requirements.
				3	To appoint Mr. Raj Tiwari as Director from 1 November 2022, liable to retire by rotation	He has been with UPL since 2011. He started in the role of Global leader for Manufacturing Projects & Lead for Indirect Procurement. He has been a part of the Global Supply Chain & Manufacturing leadership team at UPL.	For	For	The appointment is in line with statutory requirements.
				4	Appoint Mr. Raj Tiwari (DIN:09772257) as Whole Time Director for five years from 1 November 2022 and fix his remuneration.	He has been with UPL since 2011. He started in the role of Global leader for Manufacturing Projects & Lead for Indirect Procurement. He has been a part of the Global Supply Chain & Manufacturing leadership team at UPL.	For	For	The proposed remuneration is reasonable and in line with market practices.
				5	Related Party Transactions.	To approve related party transaction involving the transfer of the India Advanta Seed Business to Advanta Enterprises Limited (AEL), a wholly owned subsidiary and subsequent equity investment in AEL.	For	For	This is in ordinary course of business with adequate disclosures.
				6	Related Party Transactions.	To approve related party transaction involving the transfer of the International Advanta Seeds business to Advanta Mauritius Limited (AML), a wholly owned subsidiary of AEL.	For	For	This is in ordinary course of business with adequate disclosures.
				7	Related Party Transactions.	To approve related party transaction involving the slump sale of the Indian crop protection business and Adarsh Farm Services to UPL Sustainable Agri Solutions Limited (UPL SAS) and subsequent capital infusion in UPL SAS.	For	For	This is in ordinary course of business with adequate disclosures.

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				8	Related Party Transactions.	To approve related party transactions for supply of products to UPL SAS and sharing of costs and expenses with AEL and UPL SAS for five years after the completion of the restructuring	For	For	This is in ordinary course of business with adequate disclosures
37	25.11.2022	HARYANA FINANCIAL CORPORATION	AGM	1	To receive, consider and adopt the audited financial statements of the Company for the financial year ended 31st March, 2022 and the reports of Board of Directors and Auditors thereon:	Financial Statements comply in all material aspects with Ind AS notified under section 133 of Companies Act 2013 and other relevant provisions. The auditors report is not qualified.	For	For	No qualifications as per the Auditors' report.
				2	To re-appoint Statutory Auditors for conducting audit for the financial year 2022-23.	To re-appoint M/s Prem Ravinder & Co., Chartered Accountants of Chandigarh as the Statutory Auditors of the Corporation from the conclusion of the present AGM till the conclusion of the next AGM for conducting audit for FY 2022-23 at an audit fee of Rs. 50,000 /- plus applicable GST and admissible TA / DA.	For	For	The appointment is in line with statutory requirements.
38	28.11.2022	BANK OF INDIA	EGM	1	Appointment of Shareholder Director.	To elect 1 Director from amongst the shareholders of the Bank, other than the Central Government.	For	For	The appointment is in line with statutory requirements.
39	29.11.2022	GLAXOSMITHKLINE PHARMACEUTICALS LTD.	PB	1	Appointment of Mr. Bhushan Akshikar as a Director of the Company.	The Director is MBA in Marketing and has Bachelor's Degree in Pharmaceutical science. He joined GSK India in September 2011 to lead the specialty and commercial excellence business units."	For	For	The appointment is in line with statutory requirements.
				2	Appointment of Mr. Bhushan Akshikar as the Managing Director of the Company including remuneration.	The Director is 'MBA in Marketing, Bachelor's Degree in Pharmaceutical science. He joined GSK India in September 2011 to lead the specialty and commercial excellence business units."	For	For	The appointment is in line with statutory requirements.
40	01.12.2022	ENGINEERS INDIA LTD.	PB	1	To appoint Shri Rajiv Agarwal [DIN: 09748894], as Director (Technical) of the Company.	The Director is B.E. (Chemical Engineering). He has more than 33 years' experience in Process Design of Refineries/ Petrochemicals & Fertilizers".	For	For	The appointment is in line with statutory requirements.
41	02.12.2022	GLOSTER LTD (AMALGAMATED)	EGM	1	Issue of bonus shares.	Approve issue of bonus shares in the ratio of one bonus share for every one held (ratio of 1:1) and capitalize the reserves accordingly	For	For	The resolution is aimed to encourage enhanced retail participation and improve liquidity.
42	01.12.2022	BHARAT DYNAMICS LIMITED	PB	1	Appointment of Shri Anurag Bajpai, JS (P&C) (DIN: 08948155) as a Part-time Official Director (Government Nominee Director).	The Director is Post Graduate in Economics, Financial Management and Mass Communication. He is a 1994 - batch Indian Forest Service (IFS) officer	For	For	The appointment is in line with statutory requirements.
43	02.12.2022	INFOSYS LTD.	PB	1	Approval for the Buyback of Equity Shares of the Company.	The Company is seeking shareholders' approval for buyback of not exceeding 5,02,70,270 of its fully paid-up equity shares through 'Open Market Purchases through Stock Exchanges', for an aggregate amount not exceeding ₹ 9,300 crores at a price of not exceeding ₹ 1,850 per Equity Share.	For	For	The buyback will enable the company to distribute surplus cash to its shareholders.
44	02.12.2022	IDBI BANK LTD.	PB	1	Reappoint Samuel J. Jebaraj (DIN: 02262530) as Deputy Managing Director for three years from 20 September 2022 and fix his remuneration.	Samuel J. Jebaraj looks after the bank's various verticals, viz., Large Corporate, Mid Corporate, Trade Finance, NPA Management, DIFC & GIFT Branches, Finance & Accounts, IT, Data Analytics, MIS, Digital Banking, and HR.	For	For	The appointment is in line with statutory requirements.

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				2	Reappoint Deepak Singhal (DIN: 08375146) as Independent Director.	The Director has necessary experience in the relevant field.	For	For	The appointment is in line with statutory requirements.
				3	Reappoint Sanjay Gokuldas Kallapur (DIN: 08377808) as Independent Director.	He is Deputy Dean at the Indian School of Business and has been on the board of IDBI Bank since 5 March 2019.	For	For	The appointment is in line with statutory requirements.
45	04.12.2022	CRISIL LTD.	PB	1	Appoint Mr. Yann Le Pallec) as Non-Executive Non-Independent Director	The Director is a MBA and has decades of experience in the relevant field.	For	For	The appointment is in line with statutory requirements.
46	03.12.2022	OIL & NATURAL GAS CORPN. LTD.	PB	1	Appoint Praveen Mal Khanooja (DIN: 09746472) as Government Nominee Director	He has worked in various capacities in Defence Audit, Railways Audit, State Government Accounts & Audit at many field and Headquarters' postings. He belongs to the 1994 batch of Indian Audit and Accounts Service. He is a B.Tech. in Chemical Engineering and an M.Tech. in Management & Systems.	For	For	The appointment is in line with statutory requirements.
47	04.12.2022	CASTROL INDIA LTD.	PB	1	Approve alteration to Objects Clause of the Memorandum of Association	Approve alteration to Objects Clause of the Memorandum of Association (MoA) and align it with Companies Act, 2013.	For	For	AoAs are aligned with Companies Act 2013 provisions
				2	Approve alteration to Articles of Association (AoA).	The company is now seeking approval to alter the AoA, with proposed changes in respect to definitions, retirement by rotation of directors and other miscellaneous changes	For	Against	The amendment would lead to permanent board representation by virtue of non-retiring directorship.
48	07.12.2022	HINDUSTAN AERONAUTICS LIMITED	PB	1	Appointment of Mr. Rajeev Prakash as government nominee director of the company.	The Director is B.A. Honors in English & MA. He has a vast experience in the field of Telecommunications and spectrum policy and held various important posts in the Government of India."	For	For	The appointment is in line with statutory requirements.
				2	Appointment of Dr. D K Sunil as whole-time director of the company	The Director is BE (ECE), M.Tech and Ph.D (Electronics Science). He has about 33 years of experience in various key positions.	For	For	The appointment is in line with statutory requirements.
49	07.12.2022	SHREE CEMENT LTD.	PB	1	Redesignate Hari Mohan Bangur (DIN: 00244329) as Chairperson from 15 October 2022 till the end of his tenure on 31 March 2026	The Company is seeking shareholders' approval to re-designate Mr. H. M. Bangur as the Chairman, instead of Managing Director, for the remainder of his term. Mr. H. M. Bangur was appointed as the Managing Director of the Company for a term of 5 years w.e.f. 1st April, 2021	For	For	The appointment is in line with statutory requirements.
				2	Redesignate Prashant Bangur (DIN: 00403621) as Vice Chairperson from 14 October 2022 till the end of his tenure on 31 March 2027.	The Company is seeking shareholders' approval to re-designate Mr. Prashant Bangur as the Vice Chairman, instead of Joint Managing Director, for the remainder of his term.	For	For	The appointment is in line with statutory requirements.
				3	Appoint Neeraj Akhoury (DIN: 07419090) as Director	The Director is the former Managing Director and CEO of ACC Limited and Ambuja Cements Limited. He is a graduate in Economics from Allahabad University and MBA from the University of Liverpool.	For	For	The appointment is in line with statutory requirements.
				4	Appoint Neeraj Akhoury (DIN: 07419090) as Managing Director.	The Company is seeking shareholders' approval for the appointment of Mr. Neeraj Akhoury as the Managing Director for a period of 5 years w.e.f. 14th October, 2022.	For	Abstain	High remuneration compared to his peers and no cap on his commission, which makes his entire remuneration structure open ended.

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50	07.12.2022	KOTAK MAHINDRA BANK LTD.	PB	1	Appointment of Mr. C S Rajan as a Director and an Independent Director of the Bank.	The Director holds Post graduate degree in History, IAS (Retd.) He is a successful leader with over 40 years of experience across significant government portfolios.	For	For	The appointment is in line with statutory requirements.
51	11.12.2022	INDIAN RAILWAY CATERING & TOURISM CORPORATION LTD	PB	1	Appoint Manoj Kumar Gangeya (DIN: 09744752) as Government Nominee Director.	He is currently serving as ED (Planning), Railway Board. He was formerly associated as Director (Infrastructure) & Chief Vigilance Officer in NITI Aayog. He has served as Director in Ministry of Environment and Forest and Climate Change (MoEFCC) and has over 22 years of experience in public service.	For	For	The appointment is in line with statutory requirements.
52	11.12.2022	PIRAMAL ENTERPRISES LTD	PB	1	Appointment of Statutory Auditors.	Appointment of M/s. Bagaria & Co LLP, Chartered Accountants as one of the Joint Statutory Auditors of the Company.	For	Abstain	Concern with the quality of Audit of the firm. The firm did not qualify the financial statements given several concerns that included not having access to complete records.
				2	Appointment of Mr. Gautam Doshi as an Independent Director of the Company.	He is Chartered Accountant and Masters in Commerce, has been in professional practice for over 45 years.	For	For	The appointment is in line with statutory requirements.
53	14.12.2022	GOKAK TEXTILES LTD.	NCLT	1	Scheme of Arrangement.	Scheme of Arrangement amongst Suryoday One Energy Private Limited (Transferor Company) and Gokak Textiles Limited (Transferee Company) and their respective shareholders.	For	For	This will help the company to consolidate the ownership of the power business and also provide reliable source of power for its textile division.
54	13.12.2022	TATA POWER CO. LTD.	PB	1	Appoint Rajiv Mehrishi (DIN: 00208189) as Independent Director.	The Director is a retired IAS officer with over four decades of experience working with the government.	For	For	The appointment is in line with statutory requirements.
55	14.12.2022	A C C LTD.	PB	1	Appoint Mr. Karan Adani as Non-Executive Non-Independent Director.	He is technologically savvy with a global outlook and believes in setting the highest benchmarks in all areas of business. He has successfully steered the growth strategy of APSEZ resulting in its rapid expansion from two ports to a string of ten ports and terminals	For	For	The appointment is in line with statutory requirements.
				2	Appoint Mr. Vinay Prakash as Non-Executive Non-Independent Director.	The Director is Mechanical Engineer and MBA (finance). He is an enthusiast for energy security and sustainability, Mr. Prakash has nurtured the Natural Resources business of the Adani Group since its inception and oversees its diversification and expansion in India and abroad.	For	For	The appointment is in line with statutory requirements.
				3	Appoint Mr. Arun Kumar Anand as LIC Nominee Director.	The Director is MA in Economics. He was an Executive Director (Investment Operations) & Chief Investment Officer, managed investment portfolio of Life Insurance Corporation of India. He has rich experience of having worked in different senior positions including Marketing, HR, Finance, etc.	For	For	The appointment is in line with statutory requirements.
				4	Change in the designation of Mr. Sridhar Balakrishnan from MD & CEO to WTD & CEO of the company from 16 September 2022.	The Director is B Tech (Electronics), PGDM. He has spent the majority of his career in the FMCG industry handling roles in sales, business finance and supply chain for India to managing P&L's across international geographies	For	For	The appointment is in line with statutory requirements.

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				5	Appoint Mr. Sandeep Singhi as Independent Director.	He has over 27 years of experience in legal field. He is enrolled as an Advocate with the Bar Council of Gujarat since 1989 and also as a member of the International Bar Association.	For	For	The appointment is in line with statutory requirements.
				6	Appoint Mr. Rajeev Agarwal as Independent Director.	The Director is B.E. Electronics and Communication. He has nearly three decades of experience in the Indian financial services sector and has worked with some highly reputed organizations such as the Securities and Exchange Board of India	For	For	The appointment is in line with statutory requirements.
				7	Appoint Mr. Nitin Shukla as Independent Director for three years from 16 September 2022.	The Director is BE (Mechanical). He retired from Shell Group in September, 2016 as Managing Director & CEO of Hazira LNG Pvt. Ltd and Hazira Port Pvt. Ltd.	For	For	The appointment is in line with statutory requirements.
				8	Approve change of registered office from Maharashtra to Gujarat and alteration of Clause II of the Memorandum of Association.	Approve change of registered office from Maharashtra to Gujarat and alteration of Clause II of the Memorandum of Association.	For	For	To Align/ Adopt to the changes.
56	15.12.2022	ITC LTD.	PB	1	Re-appointment of Mr. Nakul Anand a Director, liable to retire by rotation, and also a Wholetime Director of the Company including remuneration.	The Director is B. Com & holds AMP degree. Leveraging the significant learnings of sustainable excellence within ITC, he has led the team at ITC Hotels to pioneer the concept of 'Responsible Luxury' in the hospitality industry.	For	For	The appointment is in line with statutory requirements.
57	16.12.2022	ORISSA MINERALS DEVELOPMENT CO. LTD.	AGM	1	To consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2022	Financial Statements comply in all material aspects with Ind AS notified under section 133 of Companies Act 2013 and other relevant provisions. The auditors report is not qualified.	For	For	No qualifications as per the Auditors' report.
				2	To fix the Remuneration of the Statutory Auditors.	The Company is seeking shareholders approval to authorize the Board of Directors of the Company to decide and fix the Remuneration of such amount plus Out of pocket expenses to Statutory Auditors of the Company for the financial year 2022-23 who were appointed by the C&AG in terms of provisions of Section 139(5) read with Section 142 of the Companies Act, 2013.	For	For	The remuneration is reasonable and in line work levels.
				3	Appointment of Shri Atul Bhatt, (DIN-07639362) as Non-Executive Chairman of the Company.	The Director has Bachelor Degree in Chemical Engineering from IIT, Delhi PGDM from IIM, Calcutta. He has decades of experience.	For	For	The appointment is in line with statutory requirements.
				4	Appointment of Smt Sarasu T.N. (DIN-09593230) as Independent Director of the Company.	The Director is BSc, MSc and PHD. He has decades of experience in the relevant field.	For	For	The appointment is in line with statutory requirements.
				5	Appointment of Shri Shidharth Shambhu (DIN-01646617) as Independent Director of the Company.	The Director is M.Com and LLB. He has decades of experience in the relevant field.	For	For	The appointment is in line with statutory requirements.
				6	Appointment of Shri M. Saravanan as Independent Director of the Company.	The Director is B.A. and LLB. He has decades of experience in the relevant field.	For	For	The appointment is in line with statutory requirements.

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				7	To increase Borrowing limits.	The Company is seeking shareholders approval to To increase Borrowing limits for an aggregate amount of upto Rs.500 Crores and to borrow, as may be deemed appropriate by the Board for an aggregate amount of uptoRs.500 Crores.	For	For	The resolution seeks to augment the capital of the companyand strengthen the capital base of the company.
58	18.12.2022	LIC HFL Ltd.	PB	1	Appoint Ashwani Ghai (DIN 0009733798) as Wholetime Director and COO for five years from 1 December 2022 and fix his remuneration	Shri Ashwani Ghai is a post graduate in Economics, PGEF from IIM Ahmedabad & Fellow of Insurance Institute of India (III). He brings on board long working experience in Marketing, Enterprise Risk Management, Fund Management and setting up systems, procedures and governance policies in critical areas of Investment management, Risk management, Strategy implementation and Compliances.	For	For	The appointment is in line with statutory requirements.
59	19.12.2022	RITES LIMITED	PB	1	Appointment of Shri Arun Kumar Singh as a Director (Projects) of the Company.	Mr. Arun Kumar Singh has vast experience of more than 30 years in major infrastructure planning, implementation and monitoring design, project management, procurement & contract management, risk management (including FIDIC based project), Operation and Maintenance, Consultancy services, business development and revenue generation etc while working in Indian Railways, Delhi Metro Rail Corporation (DMRC) and RITES	For	For	The appointment is in line with statutory requirements.
60	20.12.2022	J S W STEEL LTD.	PB	1	Appointment of Mr. Marcel Fasswald as an independent director.	The Director is B.E, and has done "Senior Executive Programme 79" at London Business School. Was member of the Managing Board acting as Chief Technology Officer and Chief Operating Officer at SMS Group and he was also the Chief Operating Officer (COO) of Thyssenkrupp Industrial Solutions AG from April 2018 to September 2018 and the CEO from October 2018 to October 2019.	For	For	The appointment is in line with statutory requirements.
				2	Amendment to AoA of the company.	Amendment of Articles 136 & 147 of the Articles of Association of the Company.	For	For	The amendments will provide greater flexibility to decide on the composition of the Board and allow the company to remain compliant with regulations.
61	21.12.2022	T I L LTD.	AGM	1&2	To receive, consider and adopt the Audited Standalone & Consolidated Financial Statements of the Company for the financial year ended on 31st March 2022, together with the Reports of the Board of Directors and the Auditors thereon	The Auditors qualified the standalone and consolidated financial statements of the Company.	For	Abstain	The Auditors have qualified the standalone and consolidated financial statements of the Company.
				3	Re-appointment of Mrs. Manju Mazumder (DIN 00743164) as Director.	The Director is qualified and has expereince in the relevant field.	For	For	The appointment is in line with statutory requirements.

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				4	Ratification of Remuneration of the Cost Auditors of the Company.	To ratify the remuneration of ₹ 120,000/-, exclusive of applicable taxes and reimbursement of out of pocket expenses, at actuals payable to the Cost Auditor viz. Messrs. D. Radhakrishnan & Co., Cost Accountants.	For	For	The remuneration is reasonable and in line with work levels.
				5	Appointment of Mr. Subir Bhattacharyya (DIN 09711826) as an Independent Director.	The Director is a Mechanical Engineer. He has more than fifty years of work experience in renowned companies. He has worked as the Country head for the Caterpillar business in Nepal for many years besides working in reputed companies like TELCO, Escorts & Godrej.	For	For	The appointment is in line with statutory requirements.
				6	Appointment of Mr. Tulsi Das Banerjee (DIN 03573211) as an Independent Director.	The Director is Mechanical Engineer from IIT, Kharagpur. He has more than three decades of work experience in renowned companies namely Tata Steel, Reliance Energy, etc. Kharagpur.	For	For	The appointment is in line with statutory requirements.
62	21.12.2022	DREDGING CORPN. OF INDIA LTD.	AGM	1	To receive consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2022 together with the reports of the Board of Directors and Auditors thereon	The Auditors qualified the financial statements of the Company.	For	Abstain	The Auditors have qualified the financial statements of the Company.
				2	Re-appointment of Shri K Rama Mohana Rao (DIN:07620951) as a Director.	The Director is is M.A., IAS. He is the Chairman, of Visakhapatnam Port Authority and he has Worked in various posts in UP Government including Commissioner, Mirzapur, UP Government. His expertise includes Administration, Port and Shipping Sector.	For	For	The appointment is in line with statutory requirements.
				3	Re-appointment of Shri P Lakshmi Haranadh (DIN : 07295378) as a Director .	The Director is Indian Railway Traffic Service Officer of 1994 batch. He studied MSc & Ph.D from Indian Agricultural Research Institute, Pusa, New Delhi.	For	For	The appointment is in line with statutory requirements.
				4	To fix the remuneration of the statutory Auditors of the Company.	The Company is seeking shareholders' approval to authorise the Board of Directors to fix the remuneration of Statutory Auditors as may be appointed by Comptroller and Auditor General of India for the Financial Year 2022-23.	For	For	The remuneration is reasonable and in line with work levels.
				5	Related Party Transaction.	The Company is seeking shareholders' approval/ ratification for the contracts/ arrangements/transactions entered/ to be entered with the related parties i.e. promoter(s).	For	For	This is in ordinary course of business with adequate disclosures.
				6	To approve payment of remuneration of Mr. Divakar Sanamandra as Managing Director and Chief Executive Officer (Additional Charge) of the Company	To approve payment of remuneration of Mr. Divakar Sanamandra as Managing Director and Chief Executive Officer (Additional Charge) of the Company	For	For	The proposed remuneration is reasonable and in line with market practices.
63	21.12.2022	BALANOOR PLANTATIONS & INDUSTRIES	EGM	1	Reappoint Mr. Ashok Kandathil Kuriyan (DIN 00081374) as Managing Director.	To reappoint Mr. Ashok Kandathil Kuriyan (DIN 00081374) as Managing Director who retires by rotation and is eligible for reappointment.	For	Abstain	The Financial condition of the company is precarious.



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64	21.12.2022	LUCAS TVS LTD.	EGM	1	To approve the buyback of 250,000 equity shares of the company.	The company proposes to buyback 250,000 equity shares (representing 21.04% of total fully paid up equity shares) F.V. Rs. 100/- per share at a price of Rs. 5,120 per share out of free reserves, from existing equity shares on proportionate basis, subject to condition that aggregate amount for buy-back shall not exceed Rs. 128 crore (11.72% of the fully paid equity shares and free reserves) which is not exceeding 25% of paid-up capital and free reserves.	For	For	The buyback will enable the company to distribute surplus cash to its shareholders.
65	22.12.2022	IFCI Ltd.	AGM	1	Adoption of standalone and consolidated financial statements for the year ended 31 March 2022.	Financial Statements comply in all material aspects with Ind AS notified under section 133 of Companies Act 2013 and other relevant provisions. The auditors report is not qualified.	For	For	No qualifications as per the Auditors' report.
				2	Reappoint Mr. Arvind Sahay as Non-Executive Non-Independent Director.	He is Professor of Marketing and International Business, Dean (Alumni & External Relations) at IIM Ahmedabad. He is Ph.D. from University of Texas Austin and B. Tech from IIT Kanpur.	For	For	The appointment is in line with statutory requirements.
				3	Appointment of Statutory Auditors.	Authorize the board to fix remuneration of statutory auditors appointed by the Comptroller and Auditor General (C&AG) of India for FY23.	For	For	Remuneration fixed by CAG. Ratified as shareholder.
				4	Approve issuance of NCDs on a private placement basis.	Approve issuance of NCDs on a private placement basis upto Rs. 10.0 bn.	For	For	This is expected to improve the capital position and strengthen the capital of the company.
				5	Appoint Mr. Surendra Behera as Non-Executive Non-Independent Director.	He is Former Executive Director of Life Insurance Corporation of India. He currently oversees Zonal Training Centre of East Central Zone.	For	For	The appointment is in line with statutory requirements.
				6	Appoint Mr. Arvind Kumar Jain as Non-Executive Non-Independent Director.	He is Former Executive Director – Punjab and Sind Bank. He has over forty years of experience in banking sector with expertise in Treasury Corporate Credit, International Banking, Equity & Debt capital raising, Compliances and Risk Management.	For	For	The appointment is in line with statutory requirements.
66	22.12.2022	C E S C LTD.	PB	1	Create a charge / mortgage on the assets.	The Company is seeking shareholders' approval to create security on all or any of the assets of the Company (including immovable and/or movable properties of the Company) for a sum of Rs. 1,850 crores.	For	For	The resolution seeks to augment the capital of the company and strengthen the capital base of the company.
67	22.12.2022	G I C HOUSING FINANCE LTD.	PB	1	Appointment of Shri Damodharan Neelam (DIN 07759291) as Independent Director.	The Director is B.Sc (Agri), CAIIB. He has over 33 years of experience in Banking with Bank of Baroda in various capacities & positions.	For	For	The appointment is in line with statutory requirements.
				2	Appointment of Smt. Neerja Kapur (DIN No. 09733917) as Non-Executive Director.	The Director holds Post graduate degree in Commerce and is Fellow of the Insurance Institute of India.	For	For	The appointment is in line with statutory requirements.
				3	Appointment of Shri Paul Lobo (DIN 09787223) as Managing Director & CEO.	The Director is B.Com, MBA & Fellow of the Insurance Institute of India.	For	For	The appointment is in line with statutory requirements.

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					Matter				
68	22.12.2022	JSW ENERGY LIMITED	PB	1	Appointment of Mr. Parth Jindal as a Director (Non-Executive, Non-Independent) of the Company.	The Director is MBA & Bachelor of Arts in Economics and Political Science.	For	For	The appointment is in line with statutory requirements.
69	22.12.2022	BIHAR STATE FINANCIAL CORPORATION	AGM	1	Confirmation of the Minutes of the 65 <sup>th</sup> AGM.	Confirmation of the Minutes of the 65 <sup>th</sup> AGM of the shareholders of the Corporation held on 22.09.2021 at 3.00 PM at the Head Office Premises of Corporatopn,	For	For	This is in ordinary course of business.
				2	Adoption of financial statements.	To read, consider & discuss on the audited Balance sheet for the Financial Year ending 31.03.2021 along with Profit & Loss account together with the report of Auditors and the report of the Board of Directors on the working of the Corporation.	For	For	No qualifications as per the Auditors' report.
				3	Any other business with the permission of the chair.	Any other business with the permission of the chair.	For	For	This is in ordinary course of business.
70	23.12.2022	T I L LTD.	EGM	1	Increase in Authorized Share Capital of the Company.	The Company proposes to increase its Authorised Share Capital to Rs. 700,000,000/- (Rupees Seventy Crore Only) by creation of additional 5,00,00,000 Equity Shares of Rs. 10 each ranking pari-passu with the existing Equity Shares.	For	For	This will enable the company to enhance its authorised share capital.
				2	Issue of Equity Shares on Preferential Allotment Basis	Issue of Equity Shares on Preferential Allotment Basis to Indocrest Defence Solutions Private Limited (hereinafter referred to as "Investor").	For	For	This is expected to improve the company's financials and reduce the debt burden and interest costs to the company.
71	23.12.2022	HINDUSTAN PETROLEUM CORPN. LTD.	PB	1	Appointment of S. Bharathan (DIN: 09561481) as Director – Refineries	He has worked in operations and technical departments of Mumbai and Visakh Refinery of the company for over twenty-five years. He has also worked in the corporate office on margin management & refinery project process for over four years. Prior to being appointed as Director – Refineries, he was ED, Refineries Coordination of the company with additional charge of Corporate R & D	For	For	The appointment is in line with statutory requirements.
72	24.12.2022	National Fertilizers Ltd	PB	1	Appoint Ranjan Kanwar (DIN: 09772867) as Director (Technical).	He is the former head of the company's Vijaipur unit. He has been associated with National Fertilizers Limited (NFL) for more than 33 years with extensive experience in Project Management, Operations and Maintenance of fertilizer plants.	For	For	The appointment is in line with statutory requirements.
73	25.12.2022	RAIL VIKAS NIGAM LTD	PB	1	Appointment of Mr. Ram Prakash as Part-time (Official) Government Nominee Director.	He has held various important and challenging posts in Railways during his 36 years of service.	For	For	The appointment is in line with statutory requirements.
74	27.12.2022	PIDILITE INDUSTRIES LTD.	PB	1	Appointment of Mr. Joseph Varghese as a Whole-time Director (designated as "Director-Operations") of the Company including remuneration.	He has a multi-industry experience with a successful career span of 27 years with noted corporates like BASF, Castrol, & AkzoNobel in various leadership roles of Manufacturing & Supply Chain.	For	For	The appointment is in line with statutory requirements.
				2	Appointment of Mr. Sandeep Batra as a Whole Time Director (designated as Executive Director-Finance) of the Company including remuneration.	He has had a rich career of 34 years spanning organizations such as Crompton Greaves and ICI India. He has also worked earlier at Pidilite Industries Ltd. as Director Finance for 6 years between 2009 and 2015.	For	For	The appointment is in line with statutory requirements.

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					Matter				
75	27.12.2022	CUMMINS INDIA LTD.	PB	1	Appointment of Ms. Jennifer Mary Bush as a Director (Non-Executive and Non-Independent).	The Director is BE in mechanical and MBA in International Marketing. She joined Cummins Inc., USA in 1997 as a parts writer in the U.K. after completing a technician apprenticeship with the program's first female graduate, Ms. Shell Oil.	For	For	The appointment is in line with statutory requirements.
				2	Appointment of Ms. Bonnie Jean Fetch as a Director (Non-Executive and Non-Independent)	The Director is B.Sc. in Applied Organizational Management and post graduate in Leadership & Organisational behaviour.	For	For	The appointment is in line with statutory requirements.
76	27.12.2022	SANOFI INDIA LTD.	PB	1	Appointment of Ms. Annapurna Das as Non-Executive Director of the Company.	The Director is B.Sc. (Chemical Engineering) and Master in Business Administration - Marketing. Currently the Head of Asia, Sanofi Vaccines since June 2022 with responsibility for commercial operations for countries across Asia including India.	For	For	The appointment is in line with statutory requirements.
77	29.12.2022	TIDEL PARK	AGM	1	To receive, consider and adopt the Audited Financial Statements (Standalone & Consolidated) of the Company for the financial year ended March 31, 2022 together with the Reports of Directors and Auditors and the comments of Comptroller & Auditor General (CAG) of India.	Financial Statements comply in all material aspects with Ind AS notified under section 133 of Companies Act 2013 and other relevant provisions. The auditors report is not qualified.	For	For	No qualifications as per the Auditors' report.
				2	Declaration of Dividend.	Approve final dividend of Rs. 2.0 per equity share of face value Rs. 10.0 each for FY22.	For	For	As per the financials, the company is generating sufficient cash profits.
				3	Continuation of appointment of Director.	Continuation of the appointment of Smt. Jayashree Muralidharan, IAS, Director as a Director liable to retire by rotation.	For	For	The appointment is in line with statutory requirements.
				4	Continuation of appointment of Director.	Continuation of the appointment of Shri. Ajay Yadav, IAS, Director as a Director liable to retire by rotation.	For	For	The appointment is in line with statutory requirements.
				5	To fix the remuneration to the Statutory Auditor.	To fix the remuneration to the Statutory Auditor appointed by CAG of India for the Financial Year 2022-2023	For	For	Appointment by CAG. Ratified as shareholder.
				6	Appointment of Shri. S. Krishnan, IAS, Director as a Director	The Director is BA (Hons. History), MA (Economics). He has experience in the relevant field.	For	For	The appointment is in line with statutory requirements.
				7	Appointment of Shri. N. Muruganandam, IAS, Director as a Director.	The Director is BE & MBA. He has decades of experience.	For	For	The appointment is in line with statutory requirements.
				8	Appointment of Smt. Pallavi Baldev, IAS, Director as a Managing Director.	The Director is M.Com. & MA (Public Policy). He has experience in the relevant field.	For	For	The appointment is in line with statutory requirements.
				9	Appointment of Smt. Chitra Nagappan, as an Independent Director for a term of Three years	The Director is MA in Psychology and has NSE Certification in Financial Markets.	For	For	The appointment is in line with statutory requirements.

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					Matter				
				10	Reappointment of Dr. S. Christopher, as an Independent Director for a second and final term of Three years.	The Director is B.E, M. Tech and PhD.	For	For	The appointment is in line with statutory requirements.
78	29.12.2022	KARNATAKA BANK LIMITED	PB	1	Approve amendment to Articles of Association.	The bank proposes to further amend its AoA as required by the RBI for the appointment of Wholetime / Executive Directors. The bank also proposes to insert a new Article 60(e) as an enabling clause to cover areas other than which are expressly provided regarding appointment, reappointment, term of office, remuneration, powers & duties etc., of the Executive Director(s)/Whole time Director(s).	For	For	AoAs are aligned with Companies Act 2013 provisions.
79	29.12.2022	RELIANCE POWER LIMITED	PB	1	Appoint Manjari Kacker (DIN: 06945359) as an Independent Director	The Director is a retired IRS Officer from the 1974 batch of the Indian Revenue Service. She has experience in the field of Taxation, Finance and Administration. She is a former member of The Central Board of Direct Taxes.	For	Abstain	The Director is associated with the Group for last 8 years. Her reappointment for 5 years may lead to overall association with group companies to exceed 10 years. Prolonged association with group Companies may adversely impact independence of a director leading to Governance issues.
80	30.12.2022	SIEMENS LTD.	PB	1	Redesignate and appoint Deepak S. Parekh (DIN: 00009078) as Non-Executive Non[1]Independent Director.	He is the Chairman of Housing Development Finance Corporation Limited. He has been a Director on the boards of prominent companies in India. He has also been on the international advisory boards of various international organisations. He has been a member of various high-powered economic groups, advisory committees and task forces which include infrastructure, housing, financial services and capital markets.	For	For	The appointment is in line with statutory requirements.
				2	Appoint Shyamak R. Tata (DIN: 07297729) as Independent Director.	He is a chartered accounting having over thirty-five years of experience in accounting, finance, compliance, strategy, and risk management across large Indian and multinational companies.	For	For	The appointment is in line with statutory requirements.
				3	Related party transactions.	Approve material related party transactions with Siemens Aktiengesellschaft, Germany (Siemens AG), holding company, upto Rs. 70.0 bn from 1 October 2022 till 30 September 2023	For	For	This is in ordinary course of business with adequate disclosures
				4	Related party transactions.	Approve material related party transactions with Siemens Energy Global GmbH & Co. KG, Germany (SEGG), associate company, upto Rs. 20.0 bn from 1 October 2022 till 30 September 2023	For	For	This is in ordinary course of business with adequate disclosures
81	30.12.2022	ADANI ENTERPRISES LTD	PB	1	Appointment of Dr. Omkar Goswami as an Independent Director of the Company.	The Director is MA (Eco.) & Ph.D. Dr. Goswami has been a consultant to the World Bank, the IMF, the Asian Development Bank and the OECD	For	For	The appointment is in line with statutory requirements.
				2	Related party transactions.	Approve material related party transactions between Adani Enterprises and its subsidiaries with Mundra Solar Energy Limited (MSEL) upto Rs. 45.0 bn for FY23.	For	For	This is in ordinary course of business with adequate disclosures

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					Matter				
				3	Related party transactions.	Revise related party transaction limits between Adani Enterprises and its subsidiaries with Mahan Energy Limited (MEL) to Rs. 35.0 bn from Rs. 26.0 bn, for FY23.	For	For	This is in ordinary course of business with adequate disclosures
				4	Related party transactions.	Revise related party transaction limits between Adani Enterprises and its subsidiaries with Raigarh Energy Generation Limited (REGL) to Rs. 35.0 bn from Rs. 23.0 bn, for FY23.	For	For	This is in ordinary course of business with adequate disclosures
				5	Related party transactions.	Revise related party transaction limits between Adani Enterprises Ltd and its subsidiaries with Raipur Energy Limited (REL) to Rs. 60.0 bn from Rs. 48.0 bn, for FY23	For	For	This is in ordinary course of business with adequate disclosures.
				6	Related party transactions.	Revise related party transaction limits between Adani Enterprises and its subsidiaries with Adani Connex Private Limited (ACX) to Rs. 45.0 bn from Rs. 36.0 bn, for FY23.	For	For	This is in ordinary course of business with adequate disclosures
				7	Related party transactions.	Approval of Material Related Party Transactions (revised limits) with Mumbai International Airport Limited.	For	For	This is in ordinary course of business with adequate disclosures
				8	Approval of further public offering of equity shares of the Company.	Resolution to Issue equity or equity-linked securities of upto Rs.200.0 bn.	For	For	The resolution is aimed at augmenting the long term resources of the company.
82	30.12.2022	MAHINDRA & MAHINDRA FINANCIAL SERVICES LTD	PB	1	Appointment of Mr. Diwakar Gupta (DIN: 01274552) as an Independent Director.	The Director is B.Sc. (Honours) in Physics & M.Sc. in Physics. He was associated with State Bank of India (SBI) for 39 years where he had held several top executive/senior management positions.	For	For	The appointment is in line with statutory requirements.
83	30.12.2022	ZYDUS LIFESCIENCES LTD.FORMERLY CADILA HEALTHCARE LTD.	EGM	1	Appointment of Mr. Akhil Monappa as an Independent Director of the Company.	The Director is B.Sc. in Electrical Engineering, MBA and MPA-ID. He has a background in technology both in Investing as well as Operating roles.	For	For	The appointment is in line with statutory requirements.
				2	Appointment of Ms. Upasana Kamineni Konidela as an Independent Director of the Company.	She is Managing Director of Family Health Plan Insurance TPA Limited (FHPL), a third party administrator for healthcare insurance. She is also the co-founder of URLife: a wellness content platform. She is a third-generation entrepreneur of the Apollo Hospitals family and is associated with Apollo Foundation (CSR division) and Apollo Life.	For	Abstain	Ms. Upasna holds two full time positions. She is MD of Family Health Plan Insurance, TPA and MD of Lifetime wellness RX International Ltd. This could lead to excessive time commitment.
84	30.12.2022	INDUS TOWERS LIMITED FORMERLY BHARTI INFRATEL LTD	PB	1	Appointment of Mr. Pankaj Tewari (DIN: 08006533) as a Director.	He is a Company Secretary and a law-graduate. He has over 21 years of professional experience spread across Industry and Consulting.	For	For	The appointment is in line with statutory requirements.
85	30.12.2022	RELIANCE INDUSTRIES LTD.	PB	1	Appointment of Shri K. V. Kamath (DIN: 00043501) as an Independent Director of the Company.	He is BE (Mechanical) & MBA. He is an Indian banker having started his career in 1971 at ICICI. He retired as Managing Director and CEO in 2009 and continued as the Chairman of ICICI Bank till 2015.	For	For	The appointment is in line with statutory requirements.
				2	Alteration of the Objects Clause of the Memorandum of Association of the Company.	The Company is seeking shareholders' approval to alter the Objects Clause of the Memorandum of Association (MOA) of the Company in order to include objects relating to EPC and Infrastructure Undertaking pursuant to the proposed merger.	For	For	To Align/ Adopt to the changes. Inclusion of objects relating to EPC and Infrastructure Undertaking pursuant to the proposed merger.

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					Matter				
86	30.12.2022	P T C INDIA LTD.	AGM	1	Adoption of standalone and consolidated financial statements for the year ended 31 March 2022.	Financial Statements comply in all material aspects with Ind AS notified under section 133 of Companies Act 2013 and other relevant provisions. The auditors report is not qualified.	For	For	No qualifications as per the Auditors' report.
				2	Dividend Declaration.	Declare final dividend aggregating Rs. 5.8 per equity share of face value Rs. 10.0 each for FY22 .	For	For	As per the financials, the company is generating sufficient cash profits.
				3	Reappoint Dr. Rajib Kumar Mishra (DIN: 06836268) as Director.	Dr. Mishra has 37 year of professional experience has an unblemished track record of career in power sector and power market.	For	For	The appointment is in line with statutory requirements.
				4	Reappointment of Ms. Parminder Chopra (DIN: 08530587) as Non-Executive NonIndependent Director.	Ms. Parminder Chopra is a highly qualified finance professional and has an excellent track record of 33 years of service with the leading NBFC and has contributed significantly not only to address the governance issues but also to finalize the accounts of the company.	For	For	The appointment is in line with statutory requirements.
				5	Appoint Mohammad Afzal (DIN: 09762315) as Non-Executive Non-Independent Director.	He has over twenty-five years of experience in power sector across departments such as System Engineering and Technology, Grid Management and Fuel Management.	For	For	The appointment is in line with statutory requirements.
87	31.12.2022	FUTURE LIFESTYLE FASHIONS LTD.	AGM	1	Adoption of standalone and consolidated financial statements for the year ended 31 March 2022	Auditors' report has raised an emphasis of matter on the material uncertainty on the going concern of the company.	For	Abstain	Networth of the company has eroded and the company is undergoing severe financial trouble.
				2	Reappoint Kishore Biyani (DIN: 00005740) as Non-Executive Non-Independent Director.	The Company is seeking shareholders approval to appoint Mr. Kishore Biyani (DIN: 00005740), who retires by rotation. Kishore Biyani, 62, is promoter and Vice-Chairperson of the company. He is the founder and CEO of the Future group.	For	Abstain	Networth of the company has eroded and the company is undergoing severe financial trouble.
				3	Appointment of Statutory Auditors.	Appoint Bipin B. Shah & Co., as statutory auditors for five years from the 2022 AGM and fix their remuneration.	For	Abstain	Networth of the company has eroded and the company is undergoing severe financial trouble.