

Name of the Insurer - Royal Sundaram General Insurance Co. Ltd

Period of Reporting - January 2024 to March 2024

Total no. of resolutions	Break-up of Vote decision		
	For	Against	Abstained
66	66	0	0



S.No	Meeting Date	Investee Company Name	Type of meetings (AGM/EGM)	Proposal by Management or Shareholder	Description of the proposal	Management Recommendation	Vote (For/Against/Abstain)	Reason supporting the vote decision
1	09-Jan-2024	HDFC Bank Ltd.	POSTAL BALLOT	MANAGEMENT	Appoint V Srinivasa Rangan (DIN: 00030248) as Executive Director for three years from 23 November 2023 and fix his remuneration	FOR	FOR	Based on profile, experience and value brought by the candidate to the organisation.
2	09-Jan-2024	HDFC Bank Ltd.	POSTAL BALLOT	MANAGEMENT	Reappoint M D Ranganath (DIN: 07565125) as Independent Director for three years from 31 January 2024 and fix his annual remuneration at Rs. 2.0 mn	FOR	FOR	Based on profile, experience and value brought by the candidate to the organisation.
3	09-Jan-2024	HDFC Bank Ltd.	POSTAL BALLOT	MANAGEMENT	Reappoint Sandeep Parekh (DIN: 03268043) as Independent Director for three years from 19 January 2024 and fix his annual remuneration at Rs. 2.0 mn	FOR	FOR	Based on profile, experience and value brought by the candidate to the organisation.
4	09-Jan-2024	HDFC Bank Ltd.	POSTAL BALLOT	MANAGEMENT	Reappoint Sashidhar Jagdishan (DIN: 08614396) as Managing Director & CEO for three years from 27 October 2023 and fix his remuneration	FOR	FOR	Based on profile, experience and value brought by the candidate to the organisation.
5	09-Jan-2024	Hindustan Unilever Ltd.	POSTAL BALLOT	MANAGEMENT	Appoint Tarun Bajaj (DIN: 02026219) as Independent Director for five years from 1 December 2023	FOR	FOR	Based on profile, experience and value brought by the candidate to the organisation.
6	12-Jan-2024	Dalmia Bharat Ltd.	POSTAL BALLOT	MANAGEMENT	Appoint Anuj Gulati (DIN: 00278955), as Independent Director for five years from 14 October 2023	FOR	FOR	Based on profile, experience and value brought by the candidate to the organisation.
7	17-Jan-2024	HDFC Life Insurance Company Ltd.	POSTAL BALLOT	MANAGEMENT	Appoint Kaizad Bharucha (DIN: 02490648) as Nominee of HDFC Bank Ltd. from 28 November 2023, liable to retire by rotation	FOR	FOR	Based on profile, experience and value brought by the candidate to the organisation.
8	17-Jan-2024	HDFC Life Insurance Company Ltd.	POSTAL BALLOT	MANAGEMENT	Reappoint Ms. Bharti Gupta Ramola (DIN: 00356188) as Independent Director for five years from 12 February 2024	FOR	FOR	Based on profile, experience and value brought by the candidate to the organisation.
9	18-Jan-2024	Larsen & Toubro Ltd.	POSTAL BALLOT	MANAGEMENT	Appoint Ajay Tyagi (DIN: 00187429) as Independent Director for five years from 31 October 2023	FOR	FOR	Based on profile, experience and value brought by the candidate to the organisation.
10	18-Jan-2024	Larsen & Toubro Ltd.	POSTAL BALLOT	MANAGEMENT	Appoint P.R. Ramesh (DIN: 01915274) as Independent Director for five years from 31 October 2023	FOR	FOR	Based on profile, experience and value brought by the candidate to the organisation.
11	18-Jan-2024	Larsen & Toubro Ltd.	POSTAL BALLOT	MANAGEMENT	Approve material related party transactions aggregating up to Rs. 36.0 bn with L&T Metro Rail (Hyderabad) Limited (LTMRL) till the maturity of the borrowings availed by LTMRL	FOR	FOR	The proposed transactions are operational in nature, in the ordinary course of business and at arm's length price. Hence, we support the resolution.
12	18-Jan-2024	Larsen & Toubro Ltd.	POSTAL BALLOT	MANAGEMENT	Approve material related party transactions with Larsen Toubro Arabia LLC aggregating up to Rs. 125.0 bn or USD 1,500.0 mn, whichever is higher	FOR	FOR	The proposed transactions are operational in nature, in the ordinary course of business and at arm's length price. Hence, we support the resolution.
13	25-Jan-2024	Tata Steel Ltd.	NCM	MANAGEMENT	Approve scheme of amalgamation between The Indian Steel & Wire Products Ltd (TISWPL) and Tata Steel Limited (TSL)	FOR	FOR	The proposed merger will result in simplification of group structure and procurement synergies.
14	26-Jan-2024	AU Small Finance Bank Ltd.	POSTAL BALLOT	MANAGEMENT	Appoint Harun Rasid Khan (DIN: 07456806) as Part-Time Non-Executive Chairperson (Independent Director) from 30 January 2024 till 27 December 2024 and fix his remuneration	FOR	FOR	Based on profile, experience and value brought by the candidate to the organisation.
15	27-Jan-2024	Tata Consumer Products Ltd.	POSTAL BALLOT	MANAGEMENT	Appoint Ajit Krishnakumar (DIN 08002754) as Whole-time Director, designated as Executive Director & Chief Operating Officer, for five years from 1 November 2023, and fix his remuneration	FOR	FOR	Based on profile, experience and value brought by the candidate to the organisation.
16	28-Jan-2024	Bharti Airtel Ltd.	POSTAL BALLOT	MANAGEMENT	Appoint Douglas Anderson Baillie (DIN: 00121638) as Independent Director for five years from 31 October 2023	FOR	FOR	Based on profile, experience and value brought by the candidate to the organisation.
17	09-Feb-2024	Tata Steel Ltd.	NCM	MANAGEMENT	Approve scheme of amalgamation between Angul Energy Ltd (AEL) and Tata Steel Limited (TSL)	FOR	FOR	The proposed merger will result in simplification of group structure and procurement synergies.
18	13-Feb-2024	Bajaj Auto Ltd.	POSTAL BALLOT	MANAGEMENT	Approve buyback of upto 4,000,000 equity shares at a buy back price of Rs. 10,000.0 per share (face value Rs. 10.0) through tender offer, aggregate consideration not to exceed Rs. 40.0 bn	FOR	FOR	We are in favor of decision to reward shareholders.
19	14-Feb-2024	Dr. Reddy'S Laboratories Ltd.	POSTAL BALLOT	MANAGEMENT	Appoint Sanjiv Mehta (DIN: 06699923) as Independent Director for five years from 29 December 2023	FOR	FOR	Based on profile, experience and value brought by the candidate to the organisation.
20	20-Feb-2024	Infosys Ltd.	POSTAL BALLOT	MANAGEMENT	Appoint Nitin Keshav Paranjpe (DIN: 00045204) as Independent Director for five years from 1 January 2024	FOR	FOR	Based on profile, experience and value brought by the candidate to the organisation.
21	20-Feb-2024	Infosys Ltd.	POSTAL BALLOT	MANAGEMENT	Reappoint Ms. Chitra Nayak (DIN: 09101763) as Independent Director for three years from 25 March 2024	FOR	FOR	Based on profile, experience and value brought by the candidate to the organisation.
22	02-Mar-2024	Tata Steel Ltd.	POSTAL BALLOT	MANAGEMENT	Approve material related party transactions with Tata Capital Limited (TCL), a related party aggregating upto Rs. 35.1 bn for FY24	FOR	FOR	The proposed transactions are operational in nature, in the ordinary course of business and at arm's length price. Hence, we support the resolution.
23	02-Mar-2024	Tata Steel Ltd.	POSTAL BALLOT	MANAGEMENT	Approve modification to materials related party transactions with Tata Motors Limited and Poshs Metal Industries Private Limited (PMIPL), to serve the ancillary entities of Tata Motors Limited, aggregating upto Rs. 26.9 bn for FY24	FOR	FOR	The proposed transactions are operational in nature, in the ordinary course of business and at arm's length price. Hence, we support the resolution.
24	02-Mar-2024	Tata Steel Ltd.	POSTAL BALLOT	MANAGEMENT	Increase the material related party transactions limit between Tata Steel Downstream Products Limited (TSDPL), a wholly-owned subsidiary, and Tata Motors Limited for FY24 to Rs. 40.05 bn from Rs. 32.05 bn	FOR	FOR	The proposed transactions are operational in nature, in the ordinary course of business and at arm's length price. Hence, we support the resolution.

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25	02-Mar-2024	Tata Steel Ltd.	POSTAL BALLOT	MANAGEMENT	Increase the material related party transactions limit with The Indian Steel & Wire Products Ltd (ISWP) for FY24 to Rs. 30.43 bn from Rs. 25.08 bn	FOR	FOR	The proposed transactions are operational in nature, in the ordinary course of business and at arm's length price. Hence, we support the resolution.
26	05-Mar-2024	Bajaj Auto Ltd.	POSTAL BALLOT	MANAGEMENT	Appoint Ms. Vinita Bali (DIN: 00032940) as Independent Director for five years from 1 April 2024	FOR	FOR	Based on profile, experience and value brought by the candidate to the organisation.
27	05-Mar-2024	Bajaj Auto Ltd.	POSTAL BALLOT	MANAGEMENT	Appoint Rishabhayan Bajaj in an office of profit for five years from 1 April 2023 and approve his remuneration	FOR	FOR	Based on profile, experience and value brought by the candidate to the organisation.
28	05-Mar-2024	Bajaj Auto Ltd.	POSTAL BALLOT	MANAGEMENT	Reappoint Pradip Shah (DIN: 00066242) as Independent Director for five years from 1 April 2024 and approve his continuation post attainment of 75 years of age	FOR	FOR	Based on profile, experience and value brought by the candidate to the organisation.
29	05-Mar-2024	Hindustan Unilever Ltd.	POSTAL BALLOT	MANAGEMENT	Approve extension of Hindustan Unilever Limited Performance Share Plan Scheme 2024 (PSP 2024) to employees of subsidiaries	FOR	FOR	We expect the company and management to be prudent in their payouts.
30	05-Mar-2024	Hindustan Unilever Ltd.	POSTAL BALLOT	MANAGEMENT	Approve Hindustan Unilever Limited Performance Share Plan Scheme 2024 (PSP 2024)	FOR	FOR	We expect the company and management to be prudent in their payouts.
31	06-Mar-2024	HCL Technologies Ltd.	POSTAL BALLOT	MANAGEMENT	Appoint Ms. Bhavani Balasubramanian (DIN: 09194973) as Independent Director for five years from 12 January 2024	FOR	FOR	Based on profile, experience and value brought by the candidate to the organisation.
32	07-Mar-2024	Astral Ltd.	POSTAL BALLOT	MANAGEMENT	Approve giving loans, providing guarantees or securities upto Rs. 2.0 bn to subsidiary/associate/joint venture or such other entity/person under Section 185 of the Companies Act, 2013	FOR	FOR	We expect the company complies with all required regulatory norms towards related party transactions.
33	15-Mar-2024	Maruti Suzuki India Ltd.	POSTAL BALLOT	MANAGEMENT	Appoint Kazunari Yamaguchi (DIN: 07961388) as Director, liable to retire by rotation from 2 January 2024	FOR	FOR	Based on profile, experience and value brought by the candidate to the organisation.
34	15-Mar-2024	Maruti Suzuki India Ltd.	POSTAL BALLOT	MANAGEMENT	Appoint Kazunari Yamaguchi (DIN: 07961388) as Whole-time Director designated as Director - Production for three years from 1 February 2024 and fix his remuneration	FOR	FOR	Based on profile, experience and value brought by the candidate to the organisation.
35	15-Mar-2024	Tata Technologies Ltd	POSTAL BALLOT	MANAGEMENT	Approve extension of the benefits of Tata Technologies Limited Share Based Long Term Incentive Scheme 2022 to the employees of holding and subsidiary companies	FOR	FOR	We expect the company and management to be prudent in their payouts.
36	15-Mar-2024	Tata Technologies Ltd	POSTAL BALLOT	MANAGEMENT	Approve ratification and amendments to Pre-IPO Tata Technologies Limited Share Based Long Term Incentive Scheme 2022 under which upto 2.8 mn options shall be granted	FOR	FOR	We expect the company and management to be prudent in their payouts.
37	15-Mar-2024	Tata Technologies Ltd	POSTAL BALLOT	MANAGEMENT	Approve related party transactions between Tata Technologies Europe Limited (TTEL), a wholly owned stepdown subsidiary and Jaguar Land Rover Limited (JLR), a fellow subsidiary, not exceeding Rs 10.35 bn during FY24	FOR	FOR	The proposed transactions are operational in nature, in the ordinary course of business and at arm's length price. Hence, we support the resolution.
38	15-Mar-2024	Tata Technologies Ltd	POSTAL BALLOT	MANAGEMENT	Approve related party transactions with Tata Motors Limited (TML), holding company, not exceeding Rs 19.29 bn during FY24	FOR	FOR	The proposed transactions are operational in nature, in the ordinary course of business and at arm's length price. Hence, we support the resolution.
39	16-Mar-2024	Tata Elxsi Ltd.	POSTAL BALLOT	MANAGEMENT	Approve increase in limit for related party transactions with Jaguar Land Rover Limited UK (JLR), a group company, to Rs. 6.75 bn, from Rs 6.0 bn, for FY24	FOR	FOR	The proposed transactions are operational in nature, in the ordinary course of business and at arm's length price. Hence, we support the resolution.
40	16-Mar-2024	Tata Elxsi Ltd.	POSTAL BALLOT	MANAGEMENT	Approve related party transactions with Jaguar Land Rover Limited, UK (JLR), a group company, upto Rs. 10.0 bn for FY25	FOR	FOR	The proposed transactions are operational in nature, in the ordinary course of business and at arm's length price. Hence, we support the resolution.
41	19-Mar-2024	Bajaj Finance Ltd.	POSTAL BALLOT	MANAGEMENT	Approve creation of charges/mortgages on company's assets up to Rs. 3.75 trillion	FOR	FOR	The NBFC would need to create a charge on its assets to raise incremental debt: secured debt usually carries a lower cost than unsecured debt.
42	19-Mar-2024	Bajaj Finance Ltd.	POSTAL BALLOT	MANAGEMENT	Approve extension of Employee Stock Option Scheme 2009 (ESOP 2009) to employees of group companies including holding, subsidiary company(ies) and associates	FOR	FOR	We expect the company and management to be prudent in their payouts.
43	19-Mar-2024	Bajaj Finance Ltd.	POSTAL BALLOT	MANAGEMENT	Approve increase in borrowing limit to Rs. 3.75 trillion from Rs. 2.25 trillion	FOR	FOR	Procedural and hence approved
44	19-Mar-2024	Bajaj Finance Ltd.	POSTAL BALLOT	MANAGEMENT	Approve modification to Employee Stock Option Scheme 2009 (ESOP 2009)	FOR	FOR	We expect the company and management to be prudent in their payouts.
45	19-Mar-2024	Bajaj Finance Ltd.	POSTAL BALLOT	MANAGEMENT	Approve re-designation of Anup Kumar Saha (DIN: 07640220) as Deputy Managing Director from 1 April 2024 to 31 March 2028 on the existing terms and conditions of remuneration	FOR	FOR	Based on profile, experience and value brought by the candidate to the organisation.
46	19-Mar-2024	Bajaj Finance Ltd.	POSTAL BALLOT	MANAGEMENT	Reappoint Anami N Roy (DIN: 01361110) as Independent Director for five years from 1 April 2024 and approve his continuation post attainment of 75 years of age on 15 May 2025	FOR	FOR	Based on profile, experience and value brought by the candidate to the organisation.
47	19-Mar-2024	Bajaj Finance Ltd.	POSTAL BALLOT	MANAGEMENT	Reappoint Dr. Naushad Forbes (DIN: 00630825) as Independent Director for five years from 1 April 2024	FOR	FOR	Based on profile, experience and value brought by the candidate to the organisation.
48	19-Mar-2024	ITC Ltd.	POSTAL BALLOT	MANAGEMENT	Appoint Atul Singh (DIN: 00060943) as Non-Executive Non-Independent Director, liable to retire by rotation, for three years from 2 April 2024 or till Tobacco Manufacturers (India) Limited withdraws its nomination, whichever is earlier	FOR	FOR	Based on profile, experience and value brought by the candidate to the organisation.
49	19-Mar-2024	ITC Ltd.	POSTAL BALLOT	MANAGEMENT	Appoint Ms. Pushpa Subrahmanyam (DIN: 01894076) as an Independent Director from 2 April 2024 for five years or earlier date to confirm with the retirement policy	FOR	FOR	Based on profile, experience and value brought by the candidate to the organisation.
50	20-Mar-2024	Hindalco Industries Ltd.	POSTAL BALLOT	MANAGEMENT	Appoint Arun Adhikari (DIN: 00591057) as Independent Director for five years from 1 May 2024 and approve his continuation post attainment of 75 years of age	FOR	FOR	Based on profile, experience and value brought by the candidate to the organisation.
51	20-Mar-2024	Hindalco Industries Ltd.	POSTAL BALLOT	MANAGEMENT	Appoint Sushil Agarwal (DIN: 00060017) as Non-Executive Non-Independent Director from 1 May 2024, liable to retire by rotation	FOR	FOR	Based on profile, experience and value brought by the candidate to the organisation.

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52	20-Mar-2024	Hindalco Industries Ltd.	POSTAL BALLOT	MANAGEMENT	Reappoint Dr. Vikas Balia (DIN: 00424524) as Independent Director for five years from 19 July 2024	FOR	FOR	Based on profile, experience and value brought by the candidate to the organisation.
53	20-Mar-2024	Hindalco Industries Ltd.	POSTAL BALLOT	MANAGEMENT	Reappoint Praveen K Maheshwari (DIN: 01743559) as Whole Time Director for one year from 1 April 2024 and fix his remuneration	FOR	FOR	Based on profile, experience and value brought by the candidate to the organisation.
54	20-Mar-2024	Hindalco Industries Ltd.	POSTAL BALLOT	MANAGEMENT	Reappoint Satish Pai (DIN: 06646758) as Managing Director from 1 August 2024 to 31 December 2027 and fix his remuneration	FOR	FOR	Based on profile, experience and value brought by the candidate to the organisation.
55	27-Mar-2024	ICICI Bank Ltd.	NCM	MANAGEMENT	Approve scheme of arrangement between the Bank and ICICI Securities Limited, a 74.8% subsidiary	FOR	FOR	Procedural and hence approved
56	29-Mar-2024	HDFC Bank Ltd.	POSTAL BALLOT	MANAGEMENT	Appoint Harsh Kumar Bhanwala (DIN: 06417704) as Independent Director for three years from 25 January 2024 and fix his remuneration at Rs. 2.0 mn per annum till 15 February 2024 and Rs. 3.0 mn per annum till end of his tenure (on proportionate basis)	FOR	FOR	Based on profile, experience and value brought by the candidate to the organisation.
57	29-Mar-2024	HDFC Bank Ltd.	POSTAL BALLOT	MANAGEMENT	Approve related party transactions with HCL Technologies Ltd for FY25 in excess of Rs 10.0 bn or 10% of consolidated turnover, whichever is lower	FOR	FOR	The proposed transactions are operational in nature, in the ordinary course of business and at arm's length price. Hence, we support the resolution.
58	29-Mar-2024	HDFC Bank Ltd.	POSTAL BALLOT	MANAGEMENT	Approve related party transactions with HDFC Credila Financial Services Ltd for FY25 in excess of Rs 10.0 bn or 10% of consolidated turnover, whichever is lower	FOR	FOR	The proposed transactions are operational in nature, in the ordinary course of business and at arm's length price. Hence, we support the resolution.
59	29-Mar-2024	HDFC Bank Ltd.	POSTAL BALLOT	MANAGEMENT	Approve revision in remuneration payable to non-executive directors	FOR	FOR	We expect the company and management to be prudent in their payouts.
60	29-Mar-2024	HDFC Bank Ltd.	POSTAL BALLOT	MANAGEMENT	To approve related party transactions with HDB Financial Services Limited (HDBFSL) for FY25 in excess of Rs 10 billion or 10% of revenues, whichever is lower	FOR	FOR	The proposed transactions are operational in nature, in the ordinary course of business and at arm's length price. Hence, we support the resolution.
61	29-Mar-2024	HDFC Bank Ltd.	POSTAL BALLOT	MANAGEMENT	To approve related party transactions with HDFC ERGO General Insurance Company Ltd (HDFC ERGO) for FY25 in excess of Rs 10.0 bn or 10% of consolidated turnover, whichever is lower	FOR	FOR	The proposed transactions are operational in nature, in the ordinary course of business and at arm's length price. Hence, we support the resolution.
62	29-Mar-2024	HDFC Bank Ltd.	POSTAL BALLOT	MANAGEMENT	To approve related party transactions with HDFC Life Insurance Company Ltd. (HDFC Life) for FY25 in excess of Rs 10.0 bn or 10% of consolidated turnover, whichever is lower	FOR	FOR	The proposed transactions are operational in nature, in the ordinary course of business and at arm's length price. Hence, we support the resolution.
63	29-Mar-2024	HDFC Bank Ltd.	POSTAL BALLOT	MANAGEMENT	To approve the related party transactions with HDFC Securities Limited (HSL) FY25 in excess of Rs 10 billion or 10% of revenues, whichever is lower	FOR	FOR	The proposed transactions are operational in nature, in the ordinary course of business and at arm's length price. Hence, we support the resolution.
64	30-Mar-2024	SBI Life Insurance Company Ltd.	POSTAL BALLOT	MANAGEMENT	Appoint Ashwini Kumar Tewari (DIN: 08797991) as a Nominee Director of State Bank of India from 6 January 2024, not liable to retire by rotation	FOR	FOR	Based on profile, experience and value brought by the candidate to the organisation.
65	30-Mar-2024	SBI Life Insurance Company Ltd.	POSTAL BALLOT	MANAGEMENT	Approve related party transactions with State Bank of India for FY25	FOR	FOR	The proposed transactions are operational in nature, in the ordinary course of business and at arm's length price. Hence, we support the resolution.
66	30-Mar-2024	SBI Life Insurance Company Ltd.	POSTAL BALLOT	MANAGEMENT	Approve related party transactions with State Bank of India (SBI), SBI DFHI Limited (SBI DFHI), SBI Capital Markets Ltd (SBI Capital) and Yes Bank Limited (Yes Bank) aggregating Rs. 300.0 bn with each entity individually for FY25 - Rs. 150.0 bn each for purchase and sale of investments	FOR	FOR	The proposed transactions are operational in nature, in the ordinary course of business and at arm's length price. Hence, we support the resolution.

Place Chennai

Date 07th May 2024

Signature of Compliance Officer

Name S R Balachander  
Company Secretary & Chief Compliance Officer