

**Voting rights exercised during Q2 of FY 2018-19 by UTI Retirement Solutions Limited on assets held by the NPS Trust**

Sr. No.	Meeting Date	Company Name	Type of Meeting (AGM / EGM)	Proposal by Management or shareholder	Proposal's Description	Investee company's Management recommendations	Vote (For / Against / Abstain)	Reasons supporting the vote decisions	
1	05-Jul-18	Tata Global Beverages Limited	AGM	As per Notice	Adoption of standalone financial statements for the year ended 31 March 2018	As per Notice	FOR	Routine	
					Adoption of consolidated financial statements for the year ended 31 March 2018	As per Notice	FOR	Routine	
					Declare dividend of Rs.2.5 per equity share of face value of Re.1 each	As per Notice	FOR	The total outflow on account of dividend is Rs. 1. 9 bn. The dividend payout is 35. 5%.	
					Reappoint Harish Bhat as Non-Executive Non-Independent Director liable to retire by rotation	As per Notice	FOR	Harish Bhat reappointment is in line with all statutory requirements.	
					Approve remuneration of Rs.0.4 mn payable to Shome & Banarjee, cost auditors for FY19	As per Notice	FOR	The total remuneration proposed is reasonable compared to the size and scale of the company's operations.	
					Appoint S. Santhanakrishnan as Independent Director for a term of 5 years with effect from 11 May 2018	As per Notice	FOR	S Santhanakrishnan appointment is in line with regulations.	
					Reappoint L. KrishnaKumar as Executive Director with effect from 1 April 2018, for a period of 5 years and fix his remuneration	As per Notice	FOR	L KrishnaKumar proposed remuneration of Rs. 48. 0 mn (subject to annual increments) is in line with peers and commensurate with the size and complexities of his responsibilities.	
					Fix commission for non-executive directors at an amount not exceeding 1% of net profits for or all subsequent financial years commencing from 1 April, 2019	As per Notice	FOR	In FY18, the non-executive directors were cumulatively paid a commission of Rs. 26 mn, which was 0. 5% of FY18 profits.	
					Issue Non-Convertible Debentures upto Rs.4.5 bn on private placement basis	As per Notice	FOR	The NCDs will be within the overall approved borrowing limits of Rs. 12bn.	
2	05-Jul-18	RELIANCE INDUSTRIES LIMITED	AGM	As per Notice	Consider and adopt: a) Audited Financial Statement for the financial year ended March 31, 2018 and the Reports of the Board of Directors and Auditors thereon (Ordinary Resolution) b) Audited Consolidated Financial Statement for the financial year ended March 31, 2018 and the Report of Auditors thereon (Ordinary Resolution)	As per Notice	For	Routine	
					As per Notice	Declaration of dividend on equity shares (Ordinary Resolution)	As per Notice	For	The total dividend outflow including dividend tax for FY18 is Rs. 42. 8 bn. The dividend payout ratio is 12. 7%.
					As per Notice	Appointment of Shri P.M.S. Prasad, a Director retiring by rotation (Ordinary Resolution)	As per Notice	For	The reappointment is in line with statutory requirements.

				As per Notice	Appointment of Shri Nikhil R. Meswani, a Director retiring by rotation (Ordinary Resolution)	As per Notice	For	The reappointment is in line with statutory requirements.
				As per Notice	Re-appointment of Shri Mukesh D. Ambani as Managing Director (Ordinary Resolution)	As per Notice	For	The FY19 remuneration of Rs. 150.0 mn is prudent given the size and complexity of RIL's business.
				As per Notice	Re-appointment of Shri Adil Zainulbhai as an Independent Director (Special Resolution)	As per Notice	For	The reappointment is in line with statutory requirements.
				As per Notice	Ratification of the remuneration of the Cost Auditors for the financial year ending March 31, 2019 (Ordinary Resolution)	As per Notice	For	The total remuneration proposed to be paid to the cost auditors in FY18 is reasonable compared to the size and scale of operations.
				As per Notice	Approval of offer or invitation to subscribe to Redeemable Non-Convertible Debentures on private placement (Special Resolution)	As per Notice	For	The issuance will be within the overall borrowing limit of the company.
3	13-Jul-18	BANK OF BARODA	AGM	As per Notice	To discuss, approve and adopt the Balance Sheet of the Bank as at 31st March 2018, Profit and Loss Account for the year ended 31st March, 2018, the report of the Board of Directors on the working and activities of the Bank for the period covered by the accounts and the Auditor's Report on the Balance Sheet and Accounts.	As per Notice	For	Routine
				As per Notice	To approve raising of Equity Capital. Approve fund raising upto 60.0 bn through qualified institutional placement and/or follow on public offering	As per Notice	For	Assuming that Gol's stake in the bank will not reduce below 52%, the bank can raise Rs. 24.7 bn at current market prices. This will result in a dilution of 6.7% on the expanded equity base. The bank needs funds to support its capital adequacy levels.
4	18-Jul-18	ULTRATECH CEMENT LTD	AGM	As per Notice	Adoption of the Audited Financial Statements (including audited consolidated financial statements) for the financial year ended 31st March, 2018, the Report of Directors' and Auditors' thereon.	As per Notice	For	Routine
				As per Notice	Declaration of Dividend.	As per Notice	For	The total dividend outflow (including dividend tax for FY18) is ~Rs. 3.5 bn, while the dividend payout ratio is 15.6%.
				As per Notice	Re-appointment of Mr. Kumar Mangalam Birla, Director retiring by rotation.	As per Notice	For	Kumar Mangalam Birla, 51, is the promoter and Non-Executive Chairperson, Ultratech Cement Limited. He retires by rotation and his reappointment is in line with statutory requirements. He has attended 67% of the meetings in FY18, and 70% of meetings (14 out of 20) held over the past three years. We expect directors to take their responsibilities seriously and attend all board meetings.

				As per Notice	Ratification of appointment of M/s. BSR & Co. LLP, Chartered Accountants, Mumbai as Joint Statutory Auditors of the Company.	As per Notice	For	BSR & Co. LLP's ratification is in line with our Voting Guidelines on Auditor (Re)appointments and complies with the requirements of Section 139 of the Companies Act 2013.
				As per Notice	Ratification of appointment of M/s. KhimjiKunverji & Co., Chartered Accountants, Mumbai as Joint Statutory Auditors of the Company.	As per Notice	For	Khimji Kunverji & Co's ratification is in line with our Voting Guidelines on Auditor (Re)appointments and complies with the requirements of Section 139 of the Companies Act 2013.
				As per Notice	Ratification of the remuneration of the Cost Auditors viz. M/s. D. C. Dave & Co., Cost Accountants, Mumbai and M/s. N. D. Birla & Co., Cost Accountants, Ahmedabad for the financial year ending 31st March, 2019.	As per Notice	For	The total remuneration proposed to be paid to the cost auditors in FY19 is reasonable compared to the size and scale of operations.
				As per Notice	Issue of Redeemable Non-convertible Debentures on private placement basis up to an amount of Rs. 9,000 crores.	As per Notice	For	The NCDs which are proposed to be issued will be within the overall borrowing limits of Rs. 60 bn over and above the paid up capital and free reserves of the company.
5	20/07/2018	BAJAJ AUTO LIMITED	AGM	As per Notice	Adoption of financial statements for the year ended 31 March 2018 and Directors' and Auditors' Reports thereon	As per Notice	For	Routine
				As per Notice	Declaration of dividend of Rs. 60 per equity share, for the year ended 31 March 2018	As per Notice	For	Routine
				As per Notice	Re-appointment of Niraj Bajaj (DIN 00028261), who retires by rotation	As per Notice	For	Reappointment is in line with statutory requirements
				As per Notice	Re-appointment of Manish Kejriwal (DIN 00040055), who retires by rotation	As per Notice	For	Reappointment is in line with statutory requirements
				As per Notice	Authorising the Board of Directors of the Company to fix the remuneration of S R B C & Co LLP, Chartered Accountants (Registration No.324982E / E300003), Statutory Auditors of the Company from the year 2018-19, until the conclusion of the Fifteenth Annual General Meeting of the Company scheduled in the year 2022	As per Notice	For	Authorisation is in line with statutory requirements
				As per Notice	Appointment of Anami Roy (DIN 01361110) as an Independent Director	As per Notice	For	Appointment is in line with statutory requirements
6	19/07/2018	KOTAK MAHINDRA BANK LIMITED	AGM	As per Notice	To consider and adopt: a) the audited financial statements of the Bank for the financial year ended 31st March 2018 and the Reports of the Board of Directors and the Auditors thereon. b) the audited consolidated financial statements of the Bank for the financial year ended 31st March 2018 and the Report of the Auditors thereon.	As per Notice	For	Routine.

				As per Notice	Declaration of dividend on equity shares for the year ended 31st March, 2018.	As per Notice	For	Kotak Mahindra Bank proposes to pay dividend of Rs 0. 7 per share. The dividend payout is 3. 9% (- as in FY17).
				As per Notice	Retirement of Dr. Shankar Acharya (DIN 00033242), who retires by rotation and does not seek re-appointment.	As per Notice	For	Shankar Acharya (DIN: 00033242), aged 72 years, is the Chairperson of the bank. He retires by rotation at this AGM. However, given that he has crossed the age threshold of 70 years, he has not offered himself up for reappointment. The board will continue to remain compliant with the board composition norms even after his retirement.
				As per Notice	Appointment of Mr. Prakash Apte (DIN 00196106) as part-time Chairman of the Bank from 20th July 2018 till 31st December 2020.	As per Notice	For	Prakash Apte (DIN: 00196106) is currently an Independent Director in the bank. He will be designated as Non-Executive (Independent) Part-Time Chairperson after Shankar Acharya's retirement. His estimated remuneration of Rs 3. 6 mn is reasonable, given the size and scale of operations.
				As per Notice	Approval to issue unsecured, perpetual and/or redeemable non-convertible debentures/bonds for an amount up to Rs. 5,000 crore	As per Notice	For	The issuance of NCDs will be within the approved borrowing limit of Rs. 600 bn.
				As per Notice	Alter and increase in the Authorized share capital of the Bank to Rs. 1900,00,00,000/-.	As per Notice	For	The present authorized share capital of the bank is Rs. 15 bn divided into 3 bn equity shares of Rs. 5 each. The bank proposes to increase the authorized share capital to Rs. 19. 0 bn divided into 2. 8 bn equity shares of Rs. 5 each and 1 bn preference shares of Rs. 5 each. The amendment will help facilitate the proposed preference share issue.
				As per Notice	Substitution of clause V of the Memorandum of Association of the Bank.	As per Notice	For	The proposed increase in authorized capital would require amendment to the existing Clause V of the Memorandum of Association.
				As per Notice	Alteration of Article 11 of the Articles of Association of the Bank.	As per Notice	For	The bank proposes to insert a clause in the AoA to enable the issue of preference shares.
				As per Notice	Approval to raise funds by way of Non-Convertible Preference Shares, in one or more tranches, for an amount not exceeding Rs. 500 crore, by way of a private placement.	As per Notice	For	The bank will issue a maximum of 1 bn NCPS for an aggregate amount of Rs. 5 bn. The rate of dividend will be decided by the board based on rates prevailing for similar instruments. The objective of the issue is to diversify the sources of capital and to improve the asset liability management.
7	24/07/2018	HERO MOTOCORP LTD	AGM	As per Notice	To receive, consider and adopt the audited financial statements (including consolidated financial statements) of the Company for the financial year ended March 31, 2018 together with the reports of the Directors' and Auditors' thereon.	As per Notice	For	Routine
				As per Notice	To confirm payment of interim dividend of Rs. 55/- per equity share and to declare a final dividend of Rs. 40/- per equity share for the financial year 2017-18.	As per Notice	For	Routine

				As per Notice	To re-appoint Mr. Suman Kant Munjal (DIN: 00002803), Director retiring by rotation.	As per Notice	For	Reappointment is in line with statutory requirements
				As per Notice	Ratification of remuneration of Cost Auditors for financial year 2018-19.	As per Notice	For	Routine
8	19/07/2018	WIPRO LIMITED	AGM	As per Notice	Adoption of financial statements for the year ended 31 March 2018	As per Notice	FOR	Routine.
				As per Notice	Confirm interim dividend of Re.1 per share	As per Notice	FOR	The dividend for the year aggregates to Rs. 5. 4 bn, which represents a payout ratio of 7. 1% (7. 2% in FY17).
				As per Notice	Reappoint Rishad A Premji as Director	As per Notice	FOR	Rishad A Premji (DIN: 02983899) is part of the promoter group and the Chief Strategy Officer of Wipro. His reappointment is in line with the statutory requirements.
				As per Notice	Reappoint Ms. Ireena Vittal as an Independent Director for a period of five years w.e.f 1 October 2018	As per Notice	FOR	Ms. Ireena Vittal (DIN: 05195656) has been an independent director since October 2013. She is a former partner at McKinsey & Co and is currently recognized as a global consultant. Her reappointment is in line with the statutory requirements.
9	20/07/2018	Havells India Limited	AGM	As per Notice	Adoption of standalone and consolidated financial statements for the year ended 31 March 2018	As per Notice	FOR	Routine.
				As per Notice	Declare a final dividend of Rs 4.0 per share of face value Re 1.0 each	As per Notice	FOR	The total dividend payout (including dividend distribution tax) for FY18 aggregates to Rs 3. 0 bn. The dividend payout ratio for FY17 was 42. 2%.
				As per Notice	Reappoint Ameet Kumar Gupta (DIN: 00002838) as Director	As per Notice	FOR	Ameet Kumar Gupta is part of the promoter group retires by rotation, and his reappointment is in line with the statutory requirements.
				As per Notice	Reappoint Surjit Kumar Gupta (DIN: 00002810) as Director	As per Notice	FOR	Surjit Kumar Gupta retires by rotation, and his reappointment is in line with the statutory requirements.
				As per Notice	Ratify remuneration of Rs. 850,000 (plus service tax and out of pocket expenses) for Sanjay Gupta & Associates, as cost auditors for the financial year ending 31 March 2019	As per Notice	FOR	The proposed remuneration is comparable to the size and complexity of the business.
				As per Notice	Appoint Jalaj Ashwin Dani (DIN: 00019080) as an Independent Director for a period of three years from 20 July 2018	As per Notice	FOR	Jalaj Ashwin Dani was appointed as an Additional Director from 16 August 2017. His appointment is in line with statutory requirements.
				As per Notice	Appoint Upendra Kumar Sinha (DIN: 00010336) as an Independent Director for a period of three years from 20 July 2018	As per Notice	FOR	Upendra Kumar Sinha appointment is in line with statutory requirements.
				As per Notice	Reappoint Ms. Pratima Ram (DIN: 03518633) as an Independent Director for a period of three years from 13 July 2018	As per Notice	FOR	Ms. Pratima Ram reappointment is in line with the statutory requirements.
				As per Notice	Reappoint T. V. Mohandas Pai (DIN: 00042167) as a Non-Executive, Non-Independent Director for a period of three years from 13 July 2018	As per Notice	FOR	T. V. Mohandas Pai reappointment is in line with the statutory requirements.

				As per Notice	Reappoint Puneet Bhatia (DIN: 00143973) as a Non-Executive, Non-Independent Director for a period of three years from 13 July 2018	As per Notice	FOR	Puneet Bhatia reappointment is in line with the statutory requirements.
				As per Notice	Alter Main Objects clause of Memorandum of Association (MoA) to enable the Company to expand its activities and venture into new areas of business	As per Notice	FOR	The company intends to widen the scope of business activities and expand into to dealing with non-conventional/ alternative energy resources and and dealing with associated activities/ products. The company proposes to add a sub-clause in the Main object Clause III (A) of the Memorandum of Association.
10	17/07/2018	Zee Entertainment Enterprises Limited	AGM	As per Notice	Adoption of financial statements for the year ended 31 March 2018	As per Notice	FOR	Routine Matter.
				As per Notice	Confirm dividend on preference shares	As per Notice	FOR	The company paid dividend at 6% per annum on preference shares of face value Rs. 10. 0.
				As per Notice	Declare a final dividend of Rs 2.9 per share of face value Re 1.0 each	As per Notice	FOR	The total dividend including dividend tax for FY18 is Rs. 3. 4 bn. The dividend payout ratio for FY18 is 17. 5%.
				As per Notice	Reappoint Ashok Kurien (DIN: 00002838) as Director	As per Notice	FOR	The reappointment is in line with the statutory requirements.
				As per Notice	Ratify remuneration of Rs. 300,000 (plus service tax and out of pocket expenses) for Vaibhav P Joshi & Associates, as cost auditors for the financial year ending 31 March 2018	As per Notice	FOR	The proposed remuneration is comparable to the size and complexity of the business.
				As per Notice	Reappoint Adesh Kumar Gupta (DIN: 00020403) as an Independent Director for a period of three years from 30 December 2018	As per Notice	FOR	The reappointment is in line with statutory requirements.
				As per Notice	Appoint Amit Goenka to Office of Place of Profit as CEO of Asia Today Limited, Mauritius (wholly owned subsidiary)	As per Notice	FOR	Amit Goenka's proposed remuneration is commensurate with the size and complexities of his responsibilities.
11	20/07/2018	Tata Steel Limited	AGM	As per Notice	Adoption of standalone financial statements for the year ended 31 March 2018	As per Notice	FOR	Routine Agenda.
				As per Notice	Adoption of consolidated financial statements for the year ended 31 March 2018	As per Notice	FOR	Routine Agenda.
				As per Notice	Declare dividend of Rs.10 per fully paid equity share of face value Rs.10 each and Rs.2.504 per partly paid equity share of face value Rs.10 each	As per Notice	FOR	Tata Steel proposes to pay a final dividend of Rs. 10 per equity share. The total outflow on account of dividend was Rs. 13. 8 bn and the dividend payout ratio was 33. 1%.
				As per Notice	Reappoint N Chandrasekaran (DIN: 00121863) as a Non-Executive Non-Independent Director, liable to retire by rotation	As per Notice	FOR	N Chandrasekaran is the Chairperson of Tata Sons Limited – the holding company. His reappointment is in line with all statutory requirements.
				As per Notice	Appoint Saurabh Agrawal (DIN: 02144558) as a Non-Executive Non-Independent Director, liable to retire by rotation	As per Notice	FOR	Saurabh Agrawal is Group Chief Financial Officer. His appointment is in line with all statutory requirements.

				As per Notice	Reappoint Koushik Chatterjee as Wholetime Director designated as Chief Financial Officer for five years with effect from 9 November 2017 and fix his remuneration	As per Notice	FOR	Koushik Chatterjee is a Tata group veteran. His proposed remuneration including bonus is estimated at Rs. 106. 2 mn. This is comparable to peers, and commensurate with the size and complexity of the business.
				As per Notice	Approve remuneration of Rs.1.87 mn payable to Shome & Banerjee, cost auditors for FY19	As per Notice	FOR	The total remuneration proposed is reasonable compared to the size and scale of the company's operations.
				As per Notice	Issue Non-Convertible Debentures upto Rs.120 bn on private placement basis	As per Notice	FOR	The proposed issuance will be carved out of the company's Rs. 700 bn borrowing limit, which was approved by shareholders in August 2014 postal ballot.
12	26/07/2018	IndusInd Bank Limited	AGM	As per Notice	Adoption of financial statements for the year ended 31 March 2018	As per Notice	FOR	Routine.
				As per Notice	Declare a dividend of Rs 7.5 per share of face value Rs.10.0 each	As per Notice	FOR	IndusInd Bank proposes to pay dividend of Rs. 7. 5 per share. The dividend payout is 15% (15. 1% in FY17).
				As per Notice	Reappoint R. Seshasayee as a Non-Executive Director	As per Notice	FOR	R. Seshasayee (DIN: 00047985) is the non-executive Chairperson of the bank.
				As per Notice	Appoint S. R. Batliboi & Co. LLP as statutory auditors for FY19 and fix their remuneration	As per Notice	FOR	S. R. Batliboi & Co. LLP (of the Ernst & Young Group) are replacing Price Waterhouse as the statutory auditors.
				As per Notice	Reappoint Romesh Sobti as MD and CEO for the period from 1 February 2018 to 23 March 2020 and fix his remuneration	As per Notice	FOR	His proposed remuneration of Rs. 67. 8 mn is in line with peers and commensurate with the size and scale of operations. Further he will also be paid an annual performance bonus as may be determined by the board the quantum of which has not been capped.
				As per Notice	Reappoint Yashodhan M. Kale as a Non-Executive Director for the period from 20 December 2017 to 15 April 2019	As per Notice	FOR	Yashodhan M. Kale (DIN: 00013782) is Group President, Corporate Governance & Development, in the Hinduja Group. He has been on the board of the bank since 16 April 2015.
				As per Notice	Approve increase in the borrowing limit from Rs 500 bn to Rs 750 bn	As per Notice	FOR	Given the growth in advances, IndusInd will need fresh funds to meet its capital requirements. The bank's infrastructure bonds are rated CRISIL AA+/Stable, which indicates a high degree of safety regarding timely servicing of financial obligations.
				As per Notice	Approve issuance of debt securities up to Rs.200.0 bn on private placement basis	As per Notice	FOR	The issuance of debt securities on private placement basis will be within the bank's proposed borrowing limit of Rs 750 bn.
				As per Notice	Approve increase in the investment limit for Foreign Portfolio Investors (FPIs) and Foreign Institutional Investors (FIIs) to 74% from 49% of the paid-up capital	As per Notice	FOR	As on 31 March 2018, FPIs/ FIIs held 46. 45% (excluding ADR/GDR) stake in IndusInd Bank. The increased shareholding limit for foreign investors will give the company additional flexibility in raising capital.
13	26/07/2018	Colgate Palmolive (India) Limited	AGM	As per Notice	Adoption of standalone financial statements for the year ended 31 March 2018	As per Notice	FOR	Routine
				As per Notice	Reappoint Jacob Sebastian Madukkakuzy as Director	As per Notice	FOR	Jacob Sebastian Madukkakuzy reappointment is line with the statutory requirements.
				As per Notice	Ratify SRBC & Co. LLP as statutory auditors for FY19 and fix their remuneration	As per Notice	FOR	SRBC & Co. LLP replaced Price Waterhouse as the auditors in the previous AGM. The ratification is in line with the statutory requirements.

				As per Notice	Appoint Ms. Sukanya Kripalu as an Independent Director for a period of five years w.e.f 1 June 2018	As per Notice	FOR	Ms. Sukanya Kripalu appointment is in line with the statutory requirements.
14	27/07/2018	Dr. Reddy's Laboratories Limited	AGM	As per Notice	Adoption of financial statements for the year ended 31 March 2018	As per Notice	FOR	Routine.
				As per Notice	Declare dividend of Rs.20 per equity share of Rs.5 each	As per Notice	FOR	The dividend payout ratio is 70. 5% v/s 28. 8% in FY17.
				As per Notice	Reappoint K. Satish Reddy (DIN: 00129701) as Director liable to retire by rotation	As per Notice	FOR	K. Satish Reddy, 51, is promoter Chairperson. His reappointment is in line with statutory requirements.
				As per Notice	Reappoint Anupam Puri (DIN: 00209113) as an Independent Director for a period of one year until 26 July 2019	As per Notice	FOR	Routine.
				As per Notice	Appoint Prasad R. Menon (DIN: 00005078) as an Independent Director for a period of five years beginning 30 October 2017	As per Notice	FOR	Prasad R. Menon, 72, has over 40 years of experience in the chemical and power industry. His appointment is in line with statutory requirements.
				As per Notice	Approve Dr. Reddy's Employees Stock Option Scheme, 2018 (2018 ESOS) under which upto 5.0 mn stock options will be issued	As per Notice	FOR	As the options under the scheme will be issued at market price, the cost impact on the company will be reasonable, and it will align employee incentives to shareholder returns.
				As per Notice	Approve grant of stock options to the employees of subsidiaries of the company under 2018 ESOS	As per Notice	FOR	Through a separate resolution, the company seeks approval to grant options to the employees of its subsidiary companies (existing and future) within the overall ceiling of 5. 0 mn options under 2018 ESOS.
				As per Notice	Approval and implementation of the 2018 ESOS through Dr. Reddy's Employees ESOS Trust (ESOS Trust)	As per Notice	FOR	In the event that Dr. Reddy's chooses to implement 2018 ESOS through the trust route, it seeks to approve secondary acquisition of equity shares by the trust. The company plans to issue 5. 0 mn options which will be issued at market price. This aligns employee incentives to shareholder returns.
				As per Notice	Authorize trust to implement 2018 ESOS through secondary acquisition of equity shares up to 2.5 mn	As per Notice	FOR	Dr. Reddy's is seeking shareholders' approval for the trust created in resolution #8 above to be allowed acquisition of equity shares up to 2. 5 mn, through secondary market, to award employees stock options under 2018 ESOS.
				As per Notice	Approve remuneration of Rs. 700,000 to be paid to Sagar & Associates, cost auditor for FY19	As per Notice	FOR	The remuneration to be paid to the cost auditor is reasonable compared to the size and scale of operations.
15	27-Jul-18	Biocon Limited	AGM	As per Notice	Adoption of financial statements for the year ended 31 March 2018	As per Notice	FOR	Routine
				As per Notice	Declare final dividend of Re.1.0 per equity share of Rs.5 each	As per Notice	FOR	The dividend payout ratio is 30. 3% v/s 13. 9% in FY17.
				As per Notice	Reappoint John Shaw (DIN: 00347250) as Non-Executive Non-Independent Director liable to retire by rotation	As per Notice	FOR	John Shaw, 69, is Vice-Chairperson, Biocon. His reappointment is in line with all the statutory requirements.
				As per Notice	Ratify the appointment of B S R & Co. as statutory auditors for one year and fix their remuneration	As per Notice	FOR	The ratification is in line with the requirements of Section 139 of the Companies Act 2013.



				As per Notice	Reappoint Dr. Jeremy Levin (DIN: 07071720) as Independent Director for a term of five years	As per Notice	FOR	His reappointment is in line with all statutory requirements.
				As per Notice	Reappoint Dr. Vijay Kuchroo (DIN: 07071727) as Independent Director for a term of five years	As per Notice	FOR	Routine
				As per Notice	Appoint Bobby Kanubhai Parikh (DIN: 00019437) as Independent Director for a term of three years	As per Notice	FOR	Bobby Kanubhai Parikh, 54, is co-founder of BMR Advisors, a tax and transactions firm. His appointment is in line with all statutory requirements.
				As per Notice	Ratify remuneration of Rs. 450,000 payable to M/s. Rao Murthy & Associates, cost auditors for FY19	As per Notice	FOR	The proposed remuneration to be paid to the cost auditor in FY19 is reasonable compared to the size and scale of operations.
16	27-Jul-18	Tata Power Company Limited	AGM	As per Notice	Adoption of standalone financial statements for the year ended 31 March 2018	As per Notice	FOR	Routine Agenda.
				As per Notice	Adoption of consolidated financial statements for the year ended 31 March 2018	As per Notice	FOR	Routine Agenda.
				As per Notice	Declare final dividend of Rs. 1.3 per share (face value Re. 1.0) for FY18	As per Notice	FOR	The total dividend for FY18 is Rs. 1. 3 per equity share. The total dividend (including dividend tax) amounts to Rs. 4. 2 bn.
				As per Notice	Reappoint N Chandrasekaran (DIN: 00121863) as a Non-Executive Non-Independent Director	As per Notice	FOR	N Chandrasekaran, 55, is the Chairperson of Tata Sons Ltd. , the holding company. By virtue of his position as Chairperson of Tata Sons, he is also the Chairperson of Tata Power Limited.
				As per Notice	Appoint Hemant Bhargava (DIN: 01922717) as a Non-Executive Non-Independent Director	As per Notice	FOR	Hemant Bhargava, 59, represents LIC on the board. He is currently the Managing Director of LIC. His appointment meets all statutory requirements.
				As per Notice	Appoint Saurabh Agrawal (DIN: 02144558) as a Non-Executive Non-Independent Director	As per Notice	FOR	Saurabh Agrawal, 49, is the CFO of the Tata Group. His appointment is in line with all statutory requirements.
				As per Notice	Appoint Banmali Agrawala (DIN: 00120029) as a Non-Executive Non-Independent Director	As per Notice	FOR	Banmali Agarwala, 56, represents Tata Sons on the board. He is the former President & CEO of GE, South Asia. His appointment is in line with all statutory requirements.
				As per Notice	Appoint Praveer Sinha (DIN: 01785164) as the Managing Director	As per Notice	FOR	Praveer Sinha, 55, was previously the Managing Director and CEO of Tata Power Delhi Distribution Ltd. , a joint venture between Government of Delhi and Tata Power. His appointment is in line with all statutory requirements.
				As per Notice	Appoint Praveer Sinha as Managing Director and CEO for a term of five years, w.e.f. 1 May 2018 and fix his remuneration	As per Notice	FOR	Praveer Sinha replaces Anil Sardana as the MD & CEO for a term of five years, w. E. F. 1 May 2018. His proposed remuneration, estimated at Rs. 89. 0 mn (subject to annual increments), is in line with peers and commensurate with the size and complexities of his responsibilities.

				As per Notice	Approve private placement of Non-Convertible Debentures (NCDs) for an amount aggregating upto Rs. 55.0 bn	As per Notice	FOR	The issuance of debt securities on private placement basis will be within the overall borrowing limit of the company. The funds will be used for refinancing existing loans/bonds, fund acquisitions and retire foreign currency loans.
				As per Notice	Fix commission for non-executive directors at an amount not exceeding 1% of net profits for five years from 1 April 2018	As per Notice	FOR	The board is seeking approval of shareholders to fix payment of commission to non-executive directors at an amount not exceeding 1% of the net profits. The commission paid to non-executive directors in the past has been reasonable.
				As per Notice	Authorize the board to appoint branch auditors	As per Notice	FOR	The company seeks shareholder permission to authorize the board to appoint branch auditors in consultation with the statutory auditors and fix their remuneration for its branches outside India.
				As per Notice	Ratify remuneration of Rs 650,000 for Sanjay Gupta and Associates, as cost auditors for FY19	As per Notice	FOR	The total remuneration proposed is reasonable compared to the size and scale of the company's operations.
17	30-Jul-18	BHARTI AIRTEL	NCM	As per Notice	Approve slump sale of optical fibre cable undertaking to Telesonic Networks Limited, an indirect wholly-owned subsidiary	As per Notice	FOR	Since the transfer is to an indirect wholly-owned subsidiary, there will be no impact on consolidated financials.
18	27-Jul-18	M&M FINANCIAL SERVICES	AGM	As per Notice	Adoption of standalone and consolidated financial statements for the year ended 31 March 2018	As per Notice	FOR	Routine.
				As per Notice	To declare dividend of Rs. 4.0 on equity share of face value Rs. 2.0 each	As per Notice	FOR	The total dividend proposed to be paid is Rs. 2.9 bn and the payout ratio is 32.9%.
				As per Notice	To reappoint Dr. Anish Shah (DIN: 02719429), as a director liable to retire by rotation	As per Notice	FOR	Dr. Anish Shah is the Group President (Strategy) for the Mahindra Group. His reappointment, as director liable to retire by rotation, is in line with all statutory requirements.
				As per Notice	To ratify the appoint BSR & Co LLP as statutory auditors for one year	As per Notice	FOR	The ratification of BSR & Co LLP as statutory auditors is in line with provisions of the Companies Act 2013.
19	27-Jul-18	ITC Limited	AGM	As per Notice	Adoption of standalone and consolidated financial statements for the year ended 31 March 2018	As per Notice	FOR	Routine
				As per Notice	Approve final dividend of Rs 5.15 per share of face value Re 1.0 each	As per Notice	FOR	The total dividend payout (including dividend distribution tax) for FY18 aggregates to Rs 75.8 bn. The dividend payout ratio for FY18 was 67.4%
				As per Notice	Reappoint Nakul Anand (DIN: 00022279) as a Director	As per Notice	FOR	Nakul Anand oversees the Lifestyle Retailing, Hospitality, Travel & Tourism Businesses. He retires by rotation and his reappointment is in line with the statutory requirements.
				As per Notice	Reappoint Sanjiv Puri (DIN: 00280529) as a Director	As per Notice	FOR	Sanjiv Puri has been re-designated as the Managing Director. He retires by rotation and his reappointment is in line with the statutory requirements.
				As per Notice	Ratification of Deloitte Haskins & Sells as statutory auditor and to fix their remuneration at Rs.29.5mn for FY19	As per Notice	FOR	Routine

As per Notice	Appoint John Pulinthanam (DIN: 07881040) as Non-Executive Director for a period of three years from 27 July 2018	As per Notice	FOR	John Pulinthanam was appointed as an Additional Director from 16 May 2018. He is the Chairperson and Managing Director of National Insurance Company Limited (NIC). He has been appointed as the representative of the General Insurers' (Public Sector) Association of India. His appointment is in line with the statutory requirements.
As per Notice	Approve re-designation of Sanjiv Puri (DIN: 00280529) to Managing Director from CEO & Whole-time Director from 16 May 2018	As per Notice	FOR	Sanjiv Puri was appointed as CEO on 5 February 2017. The company now proposes to re-designate him as Managing Director.
As per Notice	Reappoint Sanjiv Puri (DIN: 00280529) as Managing Director for a period of five years with effect from 22 July 2019 and fix his remuneration	As per Notice	FOR	Sanjiv Puri has been re-designated as Managing Director from 16 May 2018. He is a professional. His estimated remuneration in FY20 at Rs.258 mn is commensurate with the size and performance of the company. Further, a large proportion of his remuneration is variable since it is expected to emanate from stock options. Given that stock options form a large part of Sanjiv Puri's remuneration structure, the company must consider disclosing the maximum number of stock options it proposes to grant or set a cap (in value terms) on the aggregate value of stock options he will be granted as part of his remuneration.
As per Notice	Reappoint Nakul Anand (DIN: 00022279) as Whole-time Director for a period of two years with effect from 3 January 2019 and fix his remuneration	As per Notice	FOR	His estimated remuneration of around Rs.145 is commensurate with the size and performance of the company. Further, a large proportion of his remuneration is variable since it is expected to emanate from stock options. Given that stock options form a large part of Nakul Anand's remuneration structure, the company must consider disclosing the maximum number of stock options it proposes to grant or set a cap (in value terms) on the aggregate value of stock options he will be granted as part of his remuneration.
As per Notice	Reappoint Rajiv Tandon (DIN: 00042227) as Whole-time Director for a period of two years with effect from 22 July 2019 and fix his remuneration	As per Notice	FOR	His estimated remuneration of around Rs.140 mn, is commensurate with the size and performance of the company. Further, a large proportion of his remuneration is variable since it is expected to emanate from stock options. Given that stock options form a large part of Rajiv Tandon's remuneration structure, the company must consider disclosing the maximum number of stock options it proposes to grant or set a cap (in value terms) on the aggregate value of stock options he will be granted as part of his remuneration.
As per Notice	Approve remuneration benefits of Yogesh Chander Deveshwar (DIN: 00044171) as a Non-Executive Chairperson from 1 April 2019 to 4 February 2020	As per Notice	FOR	No significant change in remuneration

				As per Notice	Reappoint Yogesh Chander Deveshwar (DIN: 00044171) as the Non-Executive Chairperson of the company from 5 February 2020 to 3 February 2022	As per Notice	FOR	We are disappointed with the decision to extend the term before actual expiry of the ongoing term. But given the fact that remuneration is not increasing and it is small relative to company's profits we are voting in favour of the resolution. Also based on our interaction with the company Mr Deveshwar adds significant value to the company especially given his experience and sensitivities around tobacco taxation
				As per Notice	Approve the continuation of Sahibzada Syed Habib-ur-Rehman (DIN: 00050862) as an Independent Director from 20 March 2019 to 14 September 2019	As per Notice	FOR	His continuation is in line with statutory requirements.
				As per Notice	Reappoint Shilabhadra Banerjee (DIN: 02922331) as an Independent Director for a period of five years with effect from 30 July 2019	As per Notice	FOR	Reappointment is in line with statutory requirements.
				As per Notice	To set annual commission at a maximum of Rs. 10.0 mn for each non-executive director for a period of five years	As per Notice	FOR	ITC proposes to pay annual commission to each non-executive director between Rs.7 mn and Rs.10 mn, subject to the aggregate commission not exceeding 1% of profits. Having a cap on the amount of commission to be paid to non-executive directors is a good practice.
				As per Notice	Ratify remuneration of Rs. 450,000 (plus reimbursement of actual expenses) for P. Raju Iyer, cost auditors for the 'Paper and Paperboard' and 'Nicotine Gum' products of the company for the financial year ending 31 March 2019	As per Notice	FOR	The proposed remuneration is comparable to the size and complexity of the business.
				As per Notice	Ratify remuneration of Rs. 575,000 (plus reimbursement of actual expenses) for Shome & Banerjee, cost auditors for all products other than the 'Paper and Paperboard' and 'Nicotine Gum' products of the company for the financial year ending 31 March 2019	As per Notice	FOR	The proposed remuneration is comparable to the size and complexity of the business.
20	30-Jul-18	Housing Development Finance Corporation Limited	AGM	As per Notice	Adoption of standalone and consolidated financial statements for the year ended 31 March 2018	As per Notice	FOR	Routine.
				As per Notice	Confirm interim dividend of Rs. 3.5 per share and approve final dividend of Rs 16.5 per share of face value Rs 2.0 each	As per Notice	FOR	The dividend payout ratio for FY18 was 33. 2%.
				As per Notice	Appoint Upendra Kumar Sinha (DIN:00010336) as Independent Director for five years from 30 April 2018	As per Notice	FOR	U K Sinha is the former Chairman of SEBI. His appointment as Independent Director is in line with the statutory requirements.
				As per Notice	Appoint Jalaj Ashwin Dani (DIN:00019080) as Independent Director for five years from 30 April 2018	As per Notice	FOR	Jalaj Dani is co-promoter of Asian Paints Ltd. His appointment as Independent Director is in line with the statutory requirements.

				As per Notice	Ratify the directorship of B S Mehta (DIN: 00035019) till 20 July 2019 (present term as Independent Director)	As per Notice	FOR	While we approve the resolution we recommend company to classify him as Non-Independent Director in future given his long association (30 years) on HDFC Board. B S Mehta, 83, is a CA and Founder and Chief Mentor, Bansi S Mehta & Co.
				As per Notice	Ratify the directorship of Dr. Bimal Jalan (DIN: 00449491) till 20 July 2019 (present term as Independent Director)	As per Notice	FOR	While we approve the resolution we recommend company to classify him as Non-Independent Director in future given his long association (10 years) on HDFC Board. Bimal Jalan is ex-Governor of RBI.
				As per Notice	Ratify the directorship of J. J. Irani (DIN: 00311104) till 20 July 2019 (present term as Independent Director)	As per Notice	FOR	While we approve the resolution we recommend company to classify him as Non-Independent Director in future given his long association (10 years) on HDFC Board. JJ Irani is former MD of Tata Steel.
				As per Notice	Approve reappointment of Deepak Parekh (DIN: 00009078) as director liable to retire by rotation	As per Notice	FOR	The reappointment is in line with the statutory requirements.
				As per Notice	Approve issuance of Non-Convertible Debentures of up to Rs. 850 bn	As per Notice	FOR	The issuance will be within the overall borrowing limit.
				As per Notice	Approve related party transactions with HDFC Bank for FY19	As per Notice	FOR	The transactions are in the ordinary course of business and will be conducted on an arm's length basis.
				As per Notice	Approve increase in borrowing limits from Rs 3.5 trillion to Rs 5.0 trillion	As per Notice	FOR	In order to support its growing loan portfolio, HDFC needs to increase its borrowing limit to Rs. 5. 0 trillion.
				As per Notice	Approve reappointment of Keki Mistry (DIN: 00008886) as MD (VC & CEO) for three years from 14 November 2018 and to fix his remuneration	As per Notice	FOR	The proposed remuneration is in line with peers in the financial services sector of similar size and scale.
21	01-Aug-18	IDFC Bank Limited	AGM	As per Notice	Adoption of standalone & consolidated financial statements for FYE 31 March 2018	As per Notice	FOR	Routine.
				As per Notice	Declare equity dividend of Rs. 0.75 per share (Face Value: Rs. 10)	As per Notice	FOR	The bank proposes to pay equity dividend of Rs 0. 75 per share of face value Rs. 10 for FY18, the payout ratio was 35. 8%.
				As per Notice	To reappoint Ms. Anindita Sinharay (DIN: 07724555) as director liable to retire by rotation	As per Notice	FOR	Anindita Sinharay is an Indian Statistical Service officer working as a Director in the Department of Financial Services, Ministry of Finance. She was appointed as a nominee of the Government of India in the AGM of FY17. Anandita Sinharay has attended 3 of 9 (33%) board meetings in FY18 and 4 of 10 (40%) meetings since her appointment in FY17.
				As per Notice	To reappoint Deloitte Haskins & Sells as statutory auditors for a period of one year	As per Notice	FOR	Deloitte Haskins & Sells were appointed as auditors of the Bank at the 1st AGM on 29 September 2015, prior to commencement of business. IDFC Bank proposes to reappoint them for a period of one year.
				As per Notice	To approve offer and issue of debt securities on a private placement basis upto a limit of Rs 50 bn	As per Notice	FOR	These debt instruments issued will be within the Bank's overall borrowing limits. IDFC Bank's debt is rated ICRA AAA/Stable/ICRA A1+ which denotes a reasonable degree of safety regarding timely servicing of financial obligations. These instruments carry low credit risk.

				As per Notice	To reappoint Abhijit Sen (DIN:00002593), as Independent Director for a period of five years till 26 July 2023	As per Notice	FOR	Abhijit Sen is ex-CFO Citibank Indian Sub-continent.
				As per Notice	To reappoint Veena Mankar (DIN:00004168), as Independent Director for a period of five years till 26 July 2023	As per Notice	FOR	Veena Mankar is Chairperson, Swadhaar Finserve. She is also Chairperson of IDFC Bank.
				As per Notice	To reappoint Ajay Sondhi (DIN:01657614), as Independent Director for a period of five years till 26 July 2023	As per Notice	FOR	Ajay Sondhi is Founder & CEO, Sentinel Advisors Pte. Ltd. Singapore.
				As per Notice	To reappoint Rajan Anandan (DIN:02395272), as Independent Director for a period of five years till 26 July 2023	As per Notice	FOR	Rajan Anandan is Vice President and Managing Director of Google South East Asia and India.
				As per Notice	To reappoint Rajiv Lall (DIN: 00131782) as Founder Managing Director and Chief Executive Officer, for a period of 2 years till 30 September 2020	As per Notice	FOR	Rajiv Lall received Rs 39.1 mn (no performance bonus or ESOPs were given) in FY18. We estimate Rajiv Lall will be paid Rs 111.1 mn. In FY19 (assuming ESOP's granted and a performance bonus similar to that in FY17). As a good practice, companies must provide reasonable information to enable shareholders to make judicious decisions including providing a cap (in absolute amounts) on the variable (long-term and short-term) components of the remuneration structure.
				As per Notice	Alteration to the Articles of Association	As per Notice	FOR	The Memorandum and Articles of Association of the Bank were prepared at the time of incorporation of IDFC Bank in 2014. Since then, there have been many amendments to the Companies Act, 2013, the Banking Regulation Act, 1949 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. In view of this, the bank proposes certain provisions of the AoA be altered / deleted and new articles be added.
22	31-Jul-18	Tech Mahindra Limited	AGM	As per Notice	Adoption of standalone financial statements for the year ended 31 March 2018	As per Notice	FOR	Routine.
				As per Notice	Adoption of consolidated financial statements for the year ended 31 March 2018	As per Notice	FOR	Routine.
				As per Notice	Declare dividend of Rs. 14.0 per share (FV Rs.5.0)	As per Notice	FOR	Routine.
				As per Notice	Not to fill casual vacancy caused by the retirement of Vineet Nayyar (DIN: 00018243)	As per Notice	FOR	Routine.
				As per Notice	Reappointment of C P Gurnani (DIN: 00018234) as MD & CEO for five years from 10 August 2017 and to fix his remuneration	As per Notice	FOR	Routine.

				As per Notice	To approve Employee Stock Option Scheme 2018 for employees and directors under which 5.0 mn stock options will be granted	As per Notice	AGAINST	Under ESOP 2018, 5.0 mn options will be granted at a price decided by the board but not below the face value of the shares. In the past Tech Mahindra has granted ESOPs at a significant discount to market price and in some cases at face value also. We do not favour stock option schemes where the exercise price is at a significant discount to market price. ESOPs are 'pay at risk' options that employees accept at the time of grant. The inherent assumption of an ESOP scheme is that there could be possible downside risks – and that employees may not be rewarded in case of adverse stock price movements. Here the downside risk is protected by issuing options at a significant discount.
				As per Notice	To approve Employee Stock Option Scheme 2018 for employees and directors of subsidiary companies	As per Notice	AGAINST	Our view on this resolution emanates from Resolution #6 as above.
23	31-Jul-18	IDFC LIMITED	AGM	As per Notice	Adoption of standalone and consolidated financial statements for the year ended 31 March 2018	As per Notice	FOR	Routine.
				As per Notice	Declare equity dividend of Rs. 0.75 per share (Face Value: Rs. 10)	As per Notice	FOR	The company proposes to pay equity dividend of Rs 0.75 per share of face value Rs. 10 for FY18, the payout ratio is 97.1%.
				As per Notice	To reappoint Soumyajit Ghosh (DIN: 07698741) as director liable to retire by rotation	As per Notice	FOR	Soumyajit Ghosh is Under Secretary with the Department of Financial Services, Ministry of Finance. He was appointed as nominee director of the GoI in the AGM of FY17. His reappointment is in line with all statutory requirements.
				As per Notice	Fix commission for non-executive directors at an amount not exceeding 1% of net profits for three years from 1 April 2018	As per Notice	FOR	The board is seeking approval of shareholders to fix payment of commission to non-executive directors at an amount not exceeding 1% of the net profits. The commission paid to non-executive directors in the past has been reasonable, but as the company's profits grow, it must consider setting a cap in absolute terms on the commission payable.
				As per Notice	To reappoint Vinod Rai (DIN: 01119922) as Independent Director for a period of three years till 30 July 2021	As per Notice	FOR	Vinod Rai was the former Comptroller and Auditor General of India. He was the Chairman of Banks Board Bureau constituted by the Government of India under Ministry of Finance until 31 March 2018. He was appointed as Independent Director of IDFC for three years in 2015.
				As per Notice	To issue non-convertible securities on private placement basis, up to Rs 20.0 bn	As per Notice	FOR	These debt instruments issued will be within the company's overall borrowing limits. IDFC's debt instruments are rated ICRA AAA/Stable/ICRA A1+: which denotes high degree of safety regarding timely servicing of financial obligations. These instruments carry low credit risk.

				As per Notice	To approve alteration in the Articles of Association	As per Notice	FOR	To comply with conditions laid down by RBI while issuing a banking license to IDFC Bank Ltd. , IDFC proposes to insert a clause in its AoA which will restrict transfer of its shares to – i) persons who do not meet RBI's fit and proper criteria or ii) person(s) whose aggregate holding would exceed 5% of IDFC's paid-up capital or enable them exercise more than 5% of the voting rights; unless RBI approval is sought. (such provision has also been made in the AoA of IDFC Bank).
24	02-Aug-18	Marico Limited	AGM	As per Notice	Adoption of standalone and consolidated financial statements for the year ended 31 March 2018	As per Notice	FOR	Routine.
				As per Notice	Reappoint Rajen Mariwala (DIN: 00007246) as a Non-Executive Non-Independent Director	As per Notice	FOR	Rajen Mariwala retires by rotation and his reappointment is in line with all statutory requirements.
				As per Notice	Ratify BSR & Co. LLP as statutory auditors and fix their remuneration	As per Notice	FOR	BSR & Co. LLP were appointed as the statutory auditors at 2017 AGM. The ratification is in line with all statutory requirements.
				As per Notice	Ratify remuneration of Rs.900,000 for Ashwin Solanki & Associates as cost auditors for FY19	As per Notice	FOR	The total remuneration proposed to be paid to the cost auditors is reasonable compared to the size and scale of the company's operations.
25	03-Aug-18	Berger Paints (I) Limited	AGM	As per Notice	Adoption of financial statements for the year ended 31 March 2018	As per Notice	FOR	Routine Agenda.
				As per Notice	Declare a dividend of Rs.1.8 per share (FV Re.1.0)	As per Notice	FOR	Berger Paints has proposed a final dividend of Rs. 1. 8 per share. In FY18, the total dividend including dividend distribution tax amounts to Rs. 2. 1 bn. The dividend payout ratio is 48. 7%.
				As per Notice	Reappoint Kuldip Singh Dhingra (DIN 00048406) as Non-Executive Non-Independent Director liable to retire by rotation	As per Notice	FOR	Kuldip Singh Dhingra is promoter Chairperson. His reappointment is in line with all statutory requirements.
				As per Notice	Reappoint Gurbachan Singh Dhingra (DIN 00048465) as Non-Executive Non-Independent Director liable to retire by rotation	As per Notice	FOR	Gurbachan Singh Dhingra is promoter Vice-Chairperson. His reappointment is in line with all statutory requirements.
				As per Notice	Reappoint Kamal Ranjan Das (DIN 00048491) as an Independent Director with effect from 1 April 2019 until 31 March 2020	As per Notice	FOR	Reappointment of Kamal Ranjan Das is in line with all statutory requirements.
				As per Notice	Reappoint Pulak Chandan Prasad (DIN 00003557) as an Independent Director for a term of five years beginning 1 April 2019	As per Notice	Against	Pulak Chandan Prasad is the Founder of Nalanda Capital – a significant shareholder in the company. Nalanda Capital holds 4. 8% of the company's paid up share capital as at 31 March 2018. We consider him a representative of Nalanda Capital and therefore recommend that the company (re)appoint him in a non-executive non-independent capacity.



				As per Notice	Ratify remuneration of Rs. 115,000 for N Radhakrishnan & Co and Rs. 75,000 for Shome and Banarjee, as cost auditors for FY19	As per Notice	FOR	In addition to the proposed remuneration, the cost auditors will be reimbursed out of pocket expenses and additional taxes. The total remuneration proposed to be paid to the cost auditors in FY19 is reasonable compared to the size and scale of the company's operations.
26	02-Aug-18	Bharti Airtel Limited	NCM	As per Notice	Approve acquisition of Tata Teleservices (Maharashtra) Limited's (TTML) consumer mobile business	As per Notice	FOR	It allows Bharti Airtel to increase its market share at a time when consolidation is taking place across the telecom industry. The valuation of the consumer mobile undertaking of TTML is in line with peers.
27	04-Aug-18	Tata Consultancy Services Limited	NCM	As per Notice	Buyback of upto 76.2 mn equity shares at Rs. 2100 per share (face value Rs. 1) through a tender offer, aggregate consideration not to exceed Rs. 160 bn	As per Notice	FOR	Routine.
28	06-Aug-18	Britannia Industries Limited	AGM	As per Notice	Adoption of standalone and consolidated financial statements for the year ended 31 March 2018	As per Notice	FOR	Routine.
				As per Notice	Declare final dividend of Rs. 25 per equity share (face value Rs. 2.0)	As per Notice	FOR	The total dividend outflow including dividend tax for FY18 is Rs. 3. 6 bn. The dividend payout ratio is 38. 1%.
				As per Notice	Reappoint Jehangir N. Wadia (DIN: 00088831) as Non-Executive Non-Independent Director	As per Notice	FOR	Jehangir N. Wadia reappointment is in line with statutory requirements.
				As per Notice	Appoint Keki Elavia (DIN:00003940) as an Independent Director for a period of five years from 7 August 2017	As per Notice	FOR	Keki Elavia appointment is in line with statutory requirements.
				As per Notice	Reappoint Varun Berry (DIN 05208062) as Managing Director of the Company for a period of five years with effect from 1 April 2019 and fix his remuneration	As per Notice	FOR	Reappointment is in line with statutory requirements and remuneration is inline with the size and complexities of his responsibilities.
				As per Notice	To continue directorship of Nusli Neville Wadia (DIN: 00015731) as Non- Executive Director	As per Notice	FOR	Nusli Neville Wadia's ratification is in line with the statutory requirements.
				As per Notice	To continue directorship of A. K. Hirjee (DIN-00044765) as Non- Executive Director	As per Notice	FOR	Routine.
				As per Notice	Approve amendments to Britannia Industries Limited Employee Stock Option Scheme ("BIL ESOS")	As per Notice	FOR	Britannia proposes to increase the scheme size from 8,75,000 to 17,75,000 stock options. Out of the current pool 825,000 options have been granted. Exercise will continue to remain at market price, which aligns employee incentives to shareholder returns.
29	01-Aug-18	Apollo Tyres Limited	AGM	As per Notice	Adoption of standalone and consolidated financial statements for the year ended 31 March 2018	As per Notice	FOR	Routine.
				As per Notice	Declare dividend of Rs.3 per share (FV Re.1)	As per Notice	FOR	The dividend payout ratio is 33. 2% (22. 9% in FY17).
				As per Notice	Reappoint Sunam Sarkar (DIN 00058859) as a Non-Executive, Non- Independent Director	As per Notice	FOR	Sunam Sarkar is the President & Chief Business Officer of Apollo Tyres Holdings (Singapore) Pte. Ltd. His reappointment is in line with all statutory requirements.

				As per Notice	Ratify the remuneration of Rs.300,000 payable to NP Gopalakrishnan & Co, cost auditor for FY19	As per Notice	FOR	The remuneration proposed to be paid to the cost auditor is reasonable compared to the size and scale of operations.
				As per Notice	Appoint Anjali Bansal (DIN: 00207746) as Independent Director for two years beginning 1 November 2017	As per Notice	FOR	Ms. Anjali Bansal is the former global partner and Managing Director of TPG Private Equity. Her appointment is in line with all statutory requirements.
				As per Notice	Issuance of non-convertible debentures (NCDs) on a private placement basis aggregating up to Rs.15.0 bn	As per Notice	FOR	The issuance of NCDs on private placement basis will be within the overall borrowing limit of the company.
30	02-Aug-18	Exide Industries Limited	AGM	As per Notice	Adoption of standalone and consolidated financial statements for the year ended 31 March 2018	As per Notice	FOR	Routine.
				As per Notice	To confirm the interim dividend of Rs. 1.6 per equity share and declare final dividend of Rs.0.8 per equity share of face value Re. 1 each	As per Notice	FOR	The dividend payout for FY18 is 36. 7%.
				As per Notice	Reappoint A. K. Mukherjee (DIN 00131626) as Director	As per Notice	FOR	Asish Mukherjee is the Director (Finance & CFO). He retires by rotation and his reappointment is in line with all statutory requirements.
				As per Notice	Reappoint Arun Mittal (DIN 00412767) as Director	As per Notice	FOR	Arun Mittal is the Director (Industrial). He retires by rotation and his reappointment is in line with all statutory requirements.
				As per Notice	Ratify remuneration of Rs. 900,000 (plus service tax and out of pocket expenses) for Shome & Banerjee, as cost auditors for the financial year ending 31 March 2019	As per Notice	FOR	The proposed remuneration is comparable to the size and complexity of the business.
				As per Notice	Appoint Surin Shailesh Kapadia (DIN 00770828) as Independent Director for five years up to the AGM in 2023	As per Notice	FOR	He is a partner at G. M. Kapadia & Co. His appointment is in line with the statutory requirements.
				As per Notice	To increase the overall cap of performance bonus for Whole Time Directors to 24 month's basic salary from 12 month's basic salary from FY19 till the expiry of their respective terms	As per Notice	FOR	The proposed remuneration is commensurate with the size and complexity of their individual responsibilities and is comparable to peers.
31	03-Aug-18	Tata Motors Limited	AGM	As per Notice	Adoption of standalone financial statements for the year ended 31 March 2018	As per Notice	FOR	Routine.
				As per Notice	Adoption of consolidated financial statements for the year ended 31 March 2018	As per Notice	FOR	Routine.
				As per Notice	Reappoint Guenter Butschek as a Director	As per Notice	FOR	Routine.
				As per Notice	Appoint Ms Hanne Birgitte Sorensen as an Independent Director for a period of five years w.e.f 3 January 2018	As per Notice	FOR	Routine.
				As per Notice	Ratify remuneration of Rs.0.5 mn for Mani & Co. as cost auditors for FY19	As per Notice	FOR	Routine.
				As per Notice	Approve issuance of non-convertible debentures (NCDs) on a private placement basis up to Rs.25 bn	As per Notice	FOR	Routine.

				As per Notice	Approve Tata Motors Limited Employees Stock Option Scheme 2018 under which 138 mn stock options will be granted	As per Notice	FOR	Routine.
32	07-Aug-18	Mahindra & Mahindra Limited	AGM	As per Notice	Adoption of financial statements for the year ended 31 March 2018	As per Notice	FOR	Routine
				As per Notice	Declare dividend of Rs.7.5 per share	As per Notice	FOR	Routine
				As per Notice	Reappoint Anand G. Mahindra as a Director	As per Notice	FOR	Routine
				As per Notice	Ratify remuneration of Rs.0.75 mn for D C Dave & Co. as cost auditors for FY19	As per Notice	FOR	Routine
				As per Notice	Reappoint M M Murugappan as an Independent Director for a period of two years w.e.f 8 August 2018	As per Notice	FOR	Routine
				As per Notice	Reappoint Nadir B. Godrej as an Independent Director for a period of two years w.e.f 8 August 2018	As per Notice	FOR	Routine
				As per Notice	Approve issuance of non-convertible debentures (NCDs) on a private placement basis up to Rs.50 bn	As per Notice	FOR	Routine
33	08-Aug-18	Lupin Limited	AGM	As per Notice	Adoption of standalone financial statements for the year ended 31 March 2018	As per Notice	FOR	Routine.
				As per Notice	Adoption of consolidated financial statements for the year ended 31 March 2018	As per Notice	FOR	Routine.
				As per Notice	Declare final dividend of Rs.5 per equity share (face value of Rs.2.0)	As per Notice	FOR	Routine.
				As per Notice	Reappoint Ramesh Swaminathan (DIN: 01833346) as Director retiring by rotation	As per Notice	FOR	Routine.
				As per Notice	Reappoint Nilesh Deshbandhu Gupta as Managing Director for five years with effect from 1 September 2018 and fix his remuneration	As per Notice	FOR	Routine.
				As per Notice	Ratify remuneration of Rs.600,000 payable to SD Shenoy as cost auditor for FY19	As per Notice	FOR	Routine.
				As per Notice	To keep registers, returns, etc. with the registrars and share transfer agent, instead of the Registered Office of the company	As per Notice	FOR	Routine.
34	08-Aug-18	Bharti Airtel Limited	AGM	As per Notice	Adoption of standalone and consolidated financial statements for the year ended 31 March 2018	As per Notice	For	Routine.
				As per Notice	Declare final dividend of Rs. 2.5 per equity share (face value Rs. 5.0)	As per Notice	For	The total dividend per share in FY18 was Rs. 5. 34 per share. The total dividend outflow including dividend tax for FY18 is Rs. 25. 7 bn.
				As per Notice	Reappoint Rakesh Mittal as Non-Executive Non-Independent Director	As per Notice	For	Rakesh Mittal retires by rotation and his reappointment is in line with statutory requirements.
				As per Notice	Reappoint Ms. Tan Tong Choo as Non-Executive Non-Independent Director	As per Notice	For	Ms. Tan Yong Choo retires by rotation and her reappointment is in line with statutory requirements.

				As per Notice	Ratify Deloitte Haskins & Sells as statutory auditors for four years and fix their remuneration	As per Notice	For	Their ratification is in line with the requirements of Section 139 of the Companies Act 2013.
				As per Notice	Reappoint Craig Ehrlich as Independent Director for five years with effect from 29 April 2018	As per Notice	For	Craig Ehrlich reappointment is in line with statutory requirements.
				As per Notice	Alter Article 133 of the Articles of Association (AoA) to empower the board to decide if the Managing Director or Whole Time Directors will be eligible to retire by rotation	As per Notice	For	In the proposed alteration to the AoA, the company has empowered the board to decide if executive directors will be liable to retire by rotation: the proposed change is an improvement over the existing articles which did not require the office of the Managing Director and Whole-time Directors to be liable to retire by rotation.
				As per Notice	Make the directorship of Gopal Vittal, MD and CEO (India and South Asia) liable to retire by rotation	As per Notice	For	Gopal Vittal, MD and CEO (India and South Asia) was not liable to retire by rotation for the duration of his tenure. The company proposes to make his office liable to retire by rotation.
				As per Notice	Revise commission for non-executive directors to upto 1% of net profits from 0.5% of net profits	As per Notice	For	The proposed payments to non-executive directors are reasonable.
				As per Notice	Approve remuneration of Rs.880,000 payable to RJ Goel & Co as cost auditors for FY19	As per Notice	For	The total remuneration proposed to be paid to the cost auditors in FY19 is reasonable compared to the size and scale of operations.
35	10-Aug-18	InterGlobe Aviation Limited+	AGM	As per Notice	Adoption of standalone and consolidated financial statements for the year ended 31 March 2018	As per Notice	For	Routine Agenda.
				As per Notice	Declare final dividend of Rs.6 per share	As per Notice	For	The aggregated payout for the year is Rs. 2. 8 bn, representing a payout ratio of 12. 4%.
				As per Notice	Reappoint Rakesh Gangwal as a Director	As per Notice	For	Rakesh Gangwal is part of the promoter group and former CEO of US Airways. His appointment is in line with all statutory requirements.
				As per Notice	Approve commission of up to Rs.5 mn each p.a for independent directors, Devadas Mallya and Anupam Khanna, w.e.f FY18	As per Notice	For	To compensate independent directors for their time and efforts, the company proposes to introduce a commission component in their remuneration which will be capped at Rs. 5 mn p. A. This is in line with market practices.
				As per Notice	Approve incremental borrowing limit of Rs.100 bn (over existing limit of Rs.200 bn) to allow the company to issue letters of credit in favor of lessors	As per Notice	For	Going forward, the company plans to take deliveries of a significant number of additional aircraft on an operating lease basis, for which new standby letters of credit (SBLCs) will be required to be issued to the lessors. The incremental limit will provide it the flexibility to pursue this strategy.
				As per Notice	Approve creation of charges on assets of the company up to Rs.300 bn	As per Notice	For	Secured loans generally have easier repayment terms, less restrictive covenants, and lower interest rates.
36	10-Aug-18	The Federal Bank Limited	AGM	As per Notice	Adoption of standalone and consolidated financial statements for the year ended 31 March 2018	As per Notice	For	Routine.
				As per Notice	Declare a dividend of Rs 1.0 per share of face value Rs 2.0 each	As per Notice	For	The total dividend payout (including dividend distribution tax) for FY18 aggregates to Rs 2. 4 bn. The dividend payout ratio for FY18 was 27. 0%.

As per Notice	Reappoint Ganesh Sankaran (DIN-07580955) as director liable to retire by rotation	As per Notice	For	Ganesh Sankaran is Federal Bank's ED. He retires by rotation.
As per Notice	To reappoint BSR & Co. LLP and MM Nissim & Co. LLP as joint central statutory auditors for FY19	As per Notice	For	The appointment of BSR & Co. LLP and MM Nissim & Co. LLP as joint central statutory auditors is in-line with the statutory requirements.
As per Notice	To authorize the board to appoint branch auditors for FY19 and fix their remuneration in consultation with the joint central statutory auditors	As per Notice	For	Federal Bank has 1,252 branches therefore the bank needs to appoint branch auditors.
As per Notice	Appoint A P Hota (DIN- 02593219) as Independent Director for a period of three years till the AGM of 2021	As per Notice	For	A P Hota has been with the Reserve Bank of India for over 27 years mostly in technology and payment systems. He was the MD & CEO of the National Payments Corporation of India over a period of 8 years (from 2009-2017).
As per Notice	Appoint Deepak Maheshwari (DIN- 08163253), as Independent Director for a period of three years till the AGM of 2021	As per Notice	For	Deepak Maheshwari has been with State Bank of India and in HDFC Bank and has banking experience of over 40 years in various capacities.
As per Notice	Reappoint Nilesh Vikamsey (DIN- 00031213), as Chairperson till the end of his tenure on 23 June 2019 and fix his remuneration at Rs 1.8 mn p.a	As per Notice	For	Nilesh Vikamsey, is senior partner at Khimji Kunverji & Co. He has been on the board for seven years as an independent director; having been appointed on 24 June 2011 as an additional director. He was Chairperson of the Bank till 28 February 2017. The Bank proposes to appoint him again as Chairperson till the end of his tenure on 23 June 2019 at a remuneration of Rs 1.8 mn p. A. In addition to sitting fees. The proposed remuneration is in line with industry peers.
As per Notice	Note the payment of commission to Shyam Srinivasan (DIN-02274773), MD and CEO for 2016-17 as approved by Reserve Bank of India	As per Notice	For	Shyam Srinivasan's remuneration of Rs 15.9 mn for FY18 includes a variable pay of Rs 2.5 mn for 2016-17 approved by the Reserve Bank of India. The remuneration paid to Shyam Srinivasan is in line with that paid to peers in the industry and size and complexities of the business.
As per Notice	Approve reappointment of Ashutosh Khajuria (DIN 05154975) as Executive Director & Chief Financial Officer for two years from 28 January 2018 and to fix his remuneration	As per Notice	For	Ashutosh Khajuria was paid a remuneration of Rs 9.9 mn in FY18, including a performance bonus of Rs 1.5 mn and granted 600,000 ESOPs at a fair value of Rs 20.9 mn taking total remuneration to Rs. 30.8 mn. As per our estimates his proposed remuneration will be ~ Rs 12.0 mn without ESOPs. His proposed remuneration is in line with peers and reasonable as compared to the bank's size and scale of operations.
As per Notice	Note the payment of commission to Ashutosh Khajuria (DIN 05154975), ED & CFO for 2016-17 as approved by Reserve Bank of India	As per Notice	For	Ashutosh Khajuria's remuneration for FY18 includes a variable pay of Rs 1.5 mn for 2016-17 approved by the Reserve Bank of India. The remuneration paid to Ashutosh Khajuria is in line with that paid to peers in the industry and size and complexities of the business.

				As per Notice	Approve reappointment of Ganesh Sankaran (DIN 07580955) as Executive Director for two years from 4 July 2018 and to fix his remuneration	As per Notice	For	Ganesh Sankaran was paid a remuneration of Rs 10. 2 mn in FY18, including a performance bonus of Rs 1. 5 mn and granted 1,200,000 ESOPs at a fair value of Rs 49. 1 mn taking total remuneration to Rs. 59. 3 mn. As per our estimates his proposed remuneration will be ~ Rs 11. 0 mn without ESOPs. His proposed remuneration is in line with peers and reasonable as compared to the bank's size and scale of operations.
				As per Notice	Note the payment of commission to Ganesh Sankaran (DIN 07580955), ED for 2016-17 as approved by Reserve Bank of India	As per Notice	For	Ganesh Sankaran's remuneration for FY18 includes a variable pay of Rs 1. 5 mn for 2016-17 approved by the Reserve Bank of India. The remuneration paid to Ganesh Sankaran is in line with that paid to peers in the industry and size and complexities of the business.
				As per Notice	To borrow in Indian/foreign currency by issuing debt securities up to Rs 80 bn on private placement basis	As per Notice	For	These debt instruments issued will be within the bank's overall borrowing limits. Federal Bank's Certificate of Deposits / Short Term deposits are rated CRISIL A1+. This denotes a high degree of safety regarding timely servicing of financial obligations.
				As per Notice	To approve the increase in the borrowing powers to Rs 120 bn over and above the paid capital and free reserves of the bank	As per Notice	For	Federal Bank's leverage will be comfortable even after raising the additional debt. Moreover, the bank is required to maintain capital adequacy levels as required by RBI; hence, Federal Bank's debt levels will be maintained at manageable levels at all times.
37	09-Aug-18	MRF Limited	AGM	As per Notice	Adoption of standalone and consolidated financial statements for the year ended 31 March 2018	As per Notice	FOR	Routine.
				As per Notice	Declare final dividend of Rs. 54 per equity share of face value of Rs.10 each	As per Notice	FOR	Routine.
				As per Notice	Reappoint Dr. Cibi Mammen (DIN: 00287146) Non-Executive Non-Independent Director liable to retire by rotation	As per Notice	FOR	Routine.
				As per Notice	Reappoint Ambika Mammen (DIN: 00287074) as Non-Executive Non-Independent Director liable to retire by rotation	As per Notice	FOR	Routine.
				As per Notice	Reappoint Arun Mammen as Vice-Chairperson and Managing Director with effect for five years from 1 April 2018 and to fix his remuneration	As per Notice	FOR	Routine.
				As per Notice	Issuance of Non-Convertible Debentures (NCDs) on a private placement basis upto Rs. 5.0 bn	As per Notice	FOR	Routine.
				As per Notice	Approve remuneration of Rs. 700,000 payable to C. Govindan Kutty, cost auditors for FY19	As per Notice	FOR	Routine.
38	11-Aug-18	Amara Raja Batteries Limited	AGM	As per Notice	Adoption of financial statements for the year ended 31 March 2018	As per Notice	FOR	Routine.

				As per Notice	Confirm interim dividend of Rs. 2.0 per share (Face Value: Re.1) and declare final dividend of Rs. 2.15 per equity share (face value Re. 1.0)	As per Notice	FOR	Routine.
				As per Notice	Reappoint Dr. Ramachandra N Galla (DIN: 00133761) as a Non-Executive Non-Independent Director	As per Notice	FOR	Routine.
				As per Notice	Appoint Marc D Andraca (DIN: 08032189) as a Non-Executive Non-Independent Director with effect from 10 February 2018	As per Notice	FOR	Routine.
				As per Notice	Ratify remuneration of Rs. 400,000 (plus service tax and out of pocket expenses) for Sagar & Associates, as cost auditors for 2019	As per Notice	FOR	Routine.
39	16-Aug-18	HCL Technologies Limited	POSTAL BALLOT	As per Notice	To buyback upto Rs.40.0 bn, at a price of Rs. 1100 per equity share through a tender offer	As per Notice	FOR	The buyback will enable the company to distribute surplus cash to its shareholders and may improve return ratios.
40	20-Aug-18	LIC Housing Finance Limited	AGM	As per Notice	Adoption of standalone & consolidated financial statements for the year ended 31 March 2018	As per Notice	FOR	Routine.
				As per Notice	To declare dividend of Rs. 6.8 per equity share (face value Rs. 2.0)	As per Notice	FOR	The dividend pay-out ratio is 20. 8% up from 19. 5% (Rs 6. 2 per share) in FY17.
				As per Notice	To reappoint Savita Singh (DIN-01585328) as director liable to retire by rotation	As per Notice	FOR	Savita Singh is a partner with the law firm Khaitan & Co. Her reappointment is in line with all statutory requirements.
				As per Notice	To ratify the appointment of Chokshi & Chokshi LLP and Shah Gupta & Co. as joint statutory auditors for one year	As per Notice	FOR	The ratification of their appointment is line with the provisions of Section 139 of the Companies Act 2013.
				As per Notice	To issue redeemable Non-Convertible Debentures on private placement basis up to Rs. 480.0 bn	As per Notice	FOR	The issuance of debt securities on private placement basis will be within the overall borrowing limit of the company.
				As per Notice	To increase borrowing limits to Rs 3000 bn from Rs 2000 bn	As per Notice	FOR	LICHFL needs fresh funds considering the growth in business and operations of the company.
				As per Notice	To appoint P. Koteswara Rao (DIN-06389741) as Independent Director for 5 years from 11 June 2018	As per Notice	FOR	P Koteswara was with LIC for 30 years and retired as Chief (Investment) in March 2016. His appointment meets all statutory requirements.
41	22-Aug-18	Infosys Limited	POSTAL BALLOT	As per Notice	Increase in authorized share capital	As per Notice	FOR	Routine.
				As per Notice	Alteration of Clause V of Memorandum of Association to reflect the increase in the authorized share capital	As per Notice	FOR	Routine.
				As per Notice	Issue of one bonus share / stock dividend on ADS for every share / ADS held	As per Notice	FOR	Routine.
				As per Notice	Appoint Michael Gibbs (DIN: 08177291), as Independent Director for a tenure of 3 years upto 12 July 2021	As per Notice	FOR	Routine.
42	23-Aug-18	Maruti Suzuki India Limited	AGM	As per Notice	Adoption of standalone and consolidated financial statements for the year ended 31 March 2018	As per Notice	FOR	Routine.

				As per Notice	Declare final dividend of Rs.80 per share (face value Rs. 5.0)	As per Notice	FOR	Routine.
				As per Notice	Reappoint Toshiaki Hasuike as Director, liable to retire by rotation	As per Notice	FOR	Routine.
				As per Notice	Reappoint Kinji Saito as Director, liable to retire by rotation	As per Notice	FOR	Routine.
				As per Notice	Appoint Kazunari Yamaguchi as Director (Production) with effect from 26 January 2018 for a period of three years and fix his remuneration	As per Notice	FOR	Routine.
				As per Notice	Ratify remuneration of Rs. 0.23 mn for RJ Goel & Co. as cost auditors for FY19	As per Notice	FOR	Routine.
				As per Notice	To amend Article 76(4) of the Articles of Association (AoA)	As per Notice	FOR	Routine.
				As per Notice	To continue the appointment of R.C. Bhargava as a Non-executive Director from 1 April 2019	As per Notice	FOR	Routine.
				As per Notice	To continue the appointment of Osamu Suzuki as a Non-executive Director from 1 April 2019	As per Notice	FOR	Routine.
43	23-Aug-18	Larsen & Toubro Limited	AGM	As per Notice	Adoption of standalone financial statements for the year ended 31 March 2018	As per Notice	FOR	Routine Matter.
				As per Notice	Declare final dividend of Rs.16.0 per equity share (FV Rs.2.0)	As per Notice	FOR	The dividend payout ratio for FY18 is 50. 1%.
				As per Notice	Reappoint Subramanian Sarma (DIN: 00554221) as Non-Executive Non-Independent Director	As per Notice	FOR	The reappointment is in line with all statutory requirements.
				As per Notice	Reappoint Sunita Sharma (DIN: 02949529) as Non-Executive Non-Independent Director	As per Notice	FOR	The reappointment is in line with all statutory requirements.
				As per Notice	Reappoint A.M Naik (DIN: 00001514) as Non-Executive Non-Independent Director	As per Notice	FOR	The reappointment is in line with all statutory requirements.
				As per Notice	Reappoint D.K Sen (DIN: 03554707) as Director	As per Notice	FOR	The reappointment is in line with all statutory requirements.
				As per Notice	Appoint Hemant Bhargava (DIN: 01922717) as Non-Executive Non-Independent Director	As per Notice	FOR	The appointment is in line with all statutory requirements.
				As per Notice	Ratify the continuation of A. M. Naik as Non-Executive Non-Independent Director with effect from 1 October 2017	As per Notice	FOR	The ratification is in line with the statutory requirements.



				As per Notice	Approve remuneration to be paid to A. M. Naik as Non-Executive Non-Independent Director in FY19, being in excess of 50% of the total annual remuneration payable to all Non-Executive Directors	As per Notice	FOR	A. M. Naik's term as the Executive Chairperson ended on 30 September 2017. He has now demitted his executive responsibilities and serves the board as its Non-Executive Chairperson from 1 October 2017, for three years. In addition to sitting fees, the company proposes to pay A. M. Naik an annual commission of Rs. 50 mn and perquisites. Since the proposed amount will exceed 50% of commission paid to all non-executive directors, the remuneration requires shareholder approval via a special resolution. In case of inadequate profits, the company will not pay him a commission. Further, the company has clarified that A. M. Naik will not receive stock options. The proposed commission will be within the stipulated limits under regulations.
				As per Notice	Approve issuance of non-convertible debentures (NCDs) of up to Rs.60 bn	As per Notice	FOR	The issuance will be within the approved borrowing limit (Rs. 20 bn over and above the aggregate of paid-up capital and free reserves of the company).
				As per Notice	Approve remuneration of Rs. 1.2 mn for R. Nanabhoy & Co. as cost auditors for FY19	As per Notice	FOR	The remuneration to be paid to the cost auditor is reasonable compared to the size and scale of the company's operations.
44	24-Aug-18	Vedanta Limited	AGM	As per Notice	Adoption of standalone and consolidated financial statements for the year ended 31 March 2018	As per Notice	FOR	Routine Agenda.
				As per Notice	a) Confirm first interim dividend of Rs.21.20 per equity share b) Confirm the payment of Preference Dividend of Rs.0.75 per preference share at the rate of 7.5% on pro-rata basis payable till the end of FY18	As per Notice	FOR	a) The total outflow on account of dividend payout aggregates to Rs. 94. 9 bn including dividend distribution tax. The dividend payout ratio is 130. 8%. a) On 28 April 2017, Vedanta issued 3. 01 bn 7. 5% preference shares of Rs. 10 each aggregating to Rs. 30. 1 bn to non-controlling shareholders of Cairn India as a part consideration for merger with Cairn India. On pro-rata basis the dividend on preference shares aggregates to Rs. 2. 5 bn (including dividend tax).
				As per Notice	Reappoint GR Arun Kumar (DIN:01874769) as Director	As per Notice	FOR	GR Arun Kumar is the Chief Financial Officer of the company. His reappointment is in line with all statutory requirements.
				As per Notice	Reappoint Navin Agarwal as Wholetime Director (Chairperson) for a five-year term effective 1 August 2018 and fix his remuneration	As per Notice	FOR	Navin Agarwal is one of the founders of the company. He is Executive Chairperson of Vedanta Limited and Executive Vice Chairperson of holding company – Vedanta Resources PLC. His proposed remuneration is estimated at Rs. 239 mn. This is commensurate with the size and scale of the company's operations.
				As per Notice	Reappoint Ms. Lalita D. Gupte (DIN:00043559) as Independent Director effective from 29 January 2018 to 10 August 2021	As per Notice	FOR	Ms. Lalita D Gupte is the former joint-managing director of ICICI Bank. Her reappointment is in line with all statutory requirements.
				As per Notice	Reappoint Ravi Kant (DIN:00016184) as Independent Director effective from 29 January 2018 to 31 May 2019	As per Notice	FOR	Ravi Kant is the former Managing Director and Vice Chairman of Tata Motors. His reappointment is in line with all statutory requirements.

				As per Notice	Appoint UK Sinha (DIN:00010336) as Independent Director effective from 13 March 2018 to 10 August 2021	As per Notice	FOR	UK Sinha is the former Chairperson of Securities and Exchange Board of India. His appointment is in line with all statutory requirements.
				As per Notice	Reappoint Tarun Jain as Wholetime Director from 1 April 2018 to 31 March 2019 and fix his remuneration	As per Notice	FOR	Tarun Jain is a Chartered Accountant with over 35 years of experience in corporate finance, corporate strategy, business development and mergers and acquisitions. His proposed remuneration is estimated at Rs. 134.5 mn. This is commensurate with the size and complexity of the company's operations.
				As per Notice	Approve remuneration of Rs.1.9 mn payable to Ramnath Iyer & Co and Shome and Banerjee, cost auditors for FY19	As per Notice	FOR	The total remuneration proposed to be paid to the cost auditors is reasonable compared to the size and scale of operations.
				As per Notice	Approve issuance of Non-Convertible Debentures and other debt securities upto Rs.200 bn on a private placement basis	As per Notice	FOR	The issuance will be within approved borrowing limits of Rs. 800 bn.
45	28-Aug-18	Bharti Airtel Limited	NCM	As per Notice	Approve transfer of Tata Teleservices Limited's (TTL) consumer mobile business into Bharti Airtel Limited and Bharti Hexacom Limited, a 70% subsidiary	As per Notice	FOR	It allows Bharti Airtel to increase its market share at a time when consolidation is taking place across the telecom industry.
46	28-Aug-18	L&T Finance Holdings Limited	AGM	As per Notice	Adoption of standalone & consolidated financial statements for the year ended 31 March 2018	As per Notice	FOR	Routine.
				As per Notice	Declare dividend of Rs. 1.0 per share (FV Rs.10)	As per Notice	FOR	The dividend proposed is Rs. 1.0 per share (face value Rs. 10.0) up 25% from Rs 0.8 per share paid in FY17 on account of a 47.9% growth in standalone profitability and pay-out ratio is 54.3%.
				As per Notice	Reappoint Dinanath Dubhashi (DIN: 03545900), as director liable to retire by rotation	As per Notice	FOR	Dinanath Dubhashi is the Managing Director & Chief Executive Officer of L&T Finance Holdings Ltd.
				As per Notice	Appoint Dr. (Mrs.) Rajani R. Gupte (DIN: 03172965) as Independent Director for five years upto 27 June 2023	As per Notice	FOR	Dr. Rajani Gupte is Vice Chancellor of Symbiosis International University, Pune. She is a Ph. D. In Economics from Gokhale Institute of Politics and Economics; Pune University.
				As per Notice	Appoint Prabhakar B. (DIN: 02101808) as Director liable to retire by rotation from 28 June 2018	As per Notice	FOR	Prabhakar B. Was a banker for over 37 years with various banks and retired as CMD of Andhra Bank in August 2013. He is a Chartered Accountant.
				As per Notice	Approve private placement of non-convertible debenture (NCD) of upto Rs. 20 bn	As per Notice	FOR	The NCDs issued will be within the overall borrowing limit of the company. LTFHL has an outstanding credit rating of ICRA AA+/Stable/ICRA A1+, IND AAA/Stable/IND A1+, which denotes high degree of safety regarding timely servicing of financial obligations.

				As per Notice	Approve issue of Non-Convertible Redeemable Preference Shares of upto Rs. 15.0 bn by way of public offer or on a private placement basis	As per Notice	FOR	The preference shares will be redeemable at a maximum period of 7 years. Because the preference shares are non-convertible, there will not be any equity dilution. Given that LTFHL is a core investment company (CIC), the preference shares are raised for onward lending to the finance group / companies. Even if the redeemable preference capital is treated in the nature of long term debt, the change in credit metrics of the company is marginal.
47	30-Aug-18	Arvind Limited	AGM	As per Notice	Adoption of financial statements for the year ended 31 March 2018	As per Notice	FOR	Routine.
				As per Notice	To declare final dividend of Rs. 2.4 (face value Rs. 10.0) for FY18	As per Notice	FOR	The total dividend outflow (including dividend tax for FY18) is Rs. 0.7 bn and the dividend payout ratio is 29.9%.
				As per Notice	Reappoint Sanjay Lalbhai (DIN: 00008329) as the Chairperson and Managing Director	As per Notice	FOR	Sanjay Lalbhai reappointment meets all statutory requirements.
				As per Notice	Approve remuneration of Rs. 0.38 Kiran J Mehta & Co., as cost auditors for FY19	As per Notice	FOR	The total remuneration proposed is reasonable compared to the size and scale of the company's operations.
				As per Notice	Issuance of Non-Convertible Debentures (NCDs) on a private placement basis upto Rs. 5.0 bn	As per Notice	FOR	The NCDs will be issued within the overall borrowing limit.
				As per Notice	To approve change in the exercise price of Arvind Limited – Employee Stock Option Scheme 2008 (ESOS-2008)	As per Notice	AGAINST	By making this modification, the company can issue options at discount to market price, which we not favour. Further, Arvind has not capped the maximum discount at which the options will be granted.
48	24-Aug-18	Bosch Limited	AGM	As per Notice	Adoption of standalone and consolidated financial statements for the year ended 31 March 2018	As per Notice	FOR	Routine.
				As per Notice	Declare final dividend of Rs. 100.0 per equity share (face value Rs. 10.0)	As per Notice	FOR	The dividend payout ratio is 26.8%.
				As per Notice	Reappoint V K Viswanathan as Non-Executive Non-Independent Director	As per Notice	FOR	Routine.
				As per Notice	Appoint Ms. Hema Ravichandar as Independent Director for five years with effect from 2 September 2017	As per Notice	FOR	Routine.
				As per Notice	Appoint S V Ranganath as Independent Director for three years with effect from 1 July 2018	As per Notice	FOR	Routine.
				As per Notice	Appoint Jan Oliver Rohrl as Director with effect from 1 July 2018	As per Notice	FOR	Routine.
				As per Notice	Appoint Jan Oliver Rohrl as Whole-time director from 1 July 2018 to 31 December 2020 and fix his remuneration	As per Notice	FOR	His estimated FY19 remuneration of Rs. 84.0 mn is in line with peers and commensurate with the size and complexity of the business. A large portion of remuneration is variable, establishing a link between pay and performance.

				As per Notice	Appoint S C Srinivasan as alternate director and Whole-time director for three years from 1 July 2018 to 30 June 2021 and fix his remuneration	As per Notice	FOR	His estimated FY19 remuneration of Rs. 36. 7 mn is in line with peers and commensurate with the size and complexity of the business. A large portion of remuneration is variable, establishing a link between pay and performance.
				As per Notice	Fix commission for non-executive directors at an amount not exceeding 1% of net profits capped at Rs. 30.0 mn in aggregate, with effect from 1 April 2018	As per Notice	FOR	Over the last three years, the commission amount has been in the range of 0. 05% to 0. 10% of standalone profit after tax. The proposed payment to non-executive directors is reasonable and has been capped in absolute amounts.
				As per Notice	Approve remuneration of Rs. 600,000 payable to Rao, Murthy & Associates as cost auditors for FY19	As per Notice	FOR	The total remuneration proposed to be paid to the cost auditors in FY19 is reasonable compared to the size and scale of operations.
49	29-Aug-18	Indian Oil Corporation Limited	AGM	As per Notice	Adoption of standalone and consolidated financial statements for the year ended 31 March 2018	As per Notice	FOR	Routine Matter.
				As per Notice	Confirm interim dividend of Rs.19 per equity share and declare final dividend of Rs.2 per equity share of Rs.10 each	As per Notice	FOR	The total outflow on account of dividend is Rs. 239. 6 bn.
				As per Notice	Reappoint G. K. Satish (DIN: 06932170), as Director, liable to retire by rotation	As per Notice	FOR	The reappointment is in line with the statutory requirements.
				As per Notice	Appoint B. V. Rama Gopal (DIN: 07551777), as Director, liable to retire by rotation	As per Notice	FOR	The appointment is in line with the statutory requirements as well as the concerned has the relevant credentials.
				As per Notice	Appoint Ranjan Kumar Mohapatra (DIN: 08006199), as Director (Human Resources), liable to retire by rotation	As per Notice	FOR	The appointment is in line with the statutory requirements as well as the concerned has the relevant credentials.
				As per Notice	Appoint Vinoo Mathur (DIN: 01508809) as Independent Director for a period of 3 years with effect from 22 September 2017	As per Notice	FOR	The appointment is in line with the statutory requirements.
				As per Notice	Appoint Samirendra Chatterjee (DIN: 06567818) as Independent Director for a period of 3 years with effect from 22 September 2017	As per Notice	FOR	The appointment is in line with the statutory requirements.
				As per Notice	Appoint Chitta Ranjan Biswal (DIN: 02172414) as Independent Director for a period of 3 years with effect from 22 September 2017	As per Notice	FOR	The appointment is in line with the statutory requirements.
				As per Notice	Appoint Dr. Jagdish Kishwan (DIN: 07941042) as Independent Director for a period of 3 years with effect from 22 September 2017	As per Notice	FOR	The appointment is in line with the statutory requirements.
				As per Notice	Appoint Sankar Chakraborti (DIN: 06905980) as Independent Director for a period of 3 years with effect from 22 September 2017	As per Notice	FOR	The appointment is in line with the statutory requirements.
				As per Notice	Appoint D. S. Shekhawat (DIN: 07404367) as Independent Director for a period of 3 years with effect from 22 September 2017	As per Notice	FOR	The appointment is in line with the statutory requirements.

				As per Notice	Ratify the remuneration of Rs.1.9mn payable to cost auditors for FY19	As per Notice	FOR	The total remuneration proposed to be paid to the cost auditors is reasonable compared to the size and scale of operations.
				As per Notice	To approve issuance of Debentures on private placement basis.	As per Notice	FOR	The proposed issuance will be carved out of the company's Rs. 1,100 bn borrowing limit.
				As per Notice	To appoint Shri Gurmeet Singh(DIN: 08093170) as Director (Marketing) of the Company.	As per Notice	FOR	Routine Matter.
				As per Notice	To appoint Shri Akshay Kumar Singh(DIN: 03579974) as Director (Pipelines) of the Company.	As per Notice	FOR	Routine Matter.
50	30-Aug-18	Hindustan Petroleum Corporation Limited	AGM	As per Notice	Adoption of financial statements for the year ended 31 March 2018	As per Notice	FOR	Routine Matter.
				As per Notice	Confirm interim dividend of Rs.14.50 per equity share and declare final dividend of Rs.2.50 per equity share of Rs.10 each	As per Notice	FOR	The total outflow on account of dividend is Rs. 31. 2 bn.
				As per Notice	Reappoint Pushp Kumar Joshi (DIN: 05323634) as Director, liable to retire by rotation	As per Notice	FOR	The reappointment is in line with all statutory requirements.
				As per Notice	Reappoint S Jeyakrishnan (DIN: 07234397) as Director, liable to retire by rotation	As per Notice	FOR	The reappointment is in line with all statutory requirements.
				As per Notice	Appoint Amar Sinha (DIN:07915597) as Independent Director beginning 21 September 2017	As per Notice	FOR	The appointment is in line with the statutory requirements.
				As per Notice	Appoint Siraj Hussain (DIN: 05346215) as Independent Director beginning 21 September 2017	As per Notice	FOR	The appointment is in line with the statutory requirements.
				As per Notice	Appoint Subhash Kumar (DIN: 07905656) as a nominee of Oil & Natural Gas Corporation of India beginning 22 May 2018	As per Notice	FOR	The appointment is in line with all statutory requirements.
				As per Notice	Approve payment of Rs.295,000 as remuneration to cost auditors, ABK & Associates and Dhananjay V Joshi & Associates, for FY19	As per Notice	FOR	The company has appointed ABK & Associates and Dhananjay V Joshi & Associates as cost auditors for FY19. The total remuneration proposed to be paid to the cost auditors is reasonable compared to the size and scale of operations.
				As per Notice	Private placement of non-convertible debentures/bonds aggregating to Rs.120 bn	As per Notice	FOR	The proposed issuance will be carved out of the company's borrowing limit of Rs. 300 bn.
51	30-Aug-18	Cipla Limited	AGM	As per Notice	Adoption of standalone financial statements for the year ended 31 March 2018	As per Notice	FOR	Routine.
				As per Notice	Adoption of consolidated financial statements for the year ended 31 March 2018	As per Notice	FOR	Routine.
				As per Notice	Declare dividend of Rs.3 per share	As per Notice	FOR	Routine.
				As per Notice	Reappoint Ms. Samina Vaziralli as a Director	As per Notice	FOR	Routine.

				As per Notice	Approve amendments to Memorandum of Association (MoA)	As per Notice	FOR	Routines.
				As per Notice	Approve amendments to Articles of Association (AoA)	As per Notice	AGAINST	The proposed AoA has a provision which names Y K Hamied and M K Hamied as permanent directors who are not liable to retire by rotation. We believe such rights could be counterproductive and are susceptible to potential misuse.
				As per Notice	Approve issuance of equity linked securities up to Rs.20 bn	As per Notice	FOR	Routine.
				As per Notice	Approve issuance of debt securities up to Rs.20 bn	As per Notice	FOR	Routine.
				As per Notice	Ratify Y K Hamied as Director	As per Notice	FOR	Routine.
				As per Notice	Ratify M K Hamied as Director	As per Notice	FOR	Routine.
				As per Notice	Ratify remuneration of Rs.1.1 mn for D. H. Zaveri as cost auditors for FY19	As per Notice	FOR	Routine.
				As per Notice	Fix commission for non-executive directors at an amount not exceeding 1% of net profits with effect from 1 April 2018	As per Notice	FOR	Routine.
52	30-Aug-18	Aurobindo Pharma Limited	AGM	As per Notice	Adoption of standalone financial statements for the year ended 31 March 2018	As per Notice	FOR	Routine.
				As per Notice	Adoption of consolidated financial statements for the year ended 31 March 2018	As per Notice	FOR	Routine.
				As per Notice	Confirm first and second interim dividend of Rs.1.50 and Re.1.0 per equity share as final dividend for FY18	As per Notice	FOR	Routine.
				As per Notice	Reappoint K.Nithyananda Reddy (DIN: 01284195) as a Director	As per Notice	FOR	Routine.
				As per Notice	Reappoint M.Madan Mohan Reddy (DIN: 01284266) as a Director	As per Notice	FOR	Routine.
				As per Notice	Appoint Ms. Savita Mahajan (DIN: 06492679) as an Independent Director for two years with effect from 16 December 2017	As per Notice	FOR	Routine.
				As per Notice	Reappoint K.Nithyananda Reddy (DIN: 01284195) as Whole-time Director designated as Vice Chairman for a period of three years with effect from 01 June 2018 and revise his remuneration	As per Notice	FOR	Routine.
				As per Notice	Reappoint N.Govindarajan (DIN: 00050482) as Managing Director for a period of three years with effect from 01 June 2018 and revise his remuneration	As per Notice	FOR	Routine.
				As per Notice	Reappoint M.Sivakumaran (DIN: 01284320) as Whole-time Director for a period of three years with effect from 01 June 2018 and revise his remuneration	As per Notice	FOR	Routine.

				As per Notice	Reappoint M.Madan Mohan Reddy (DIN: 01284266) as Whole-time Director for a period of three years with effect from 01 June 2018 and revise his remuneration	As per Notice	FOR	Routine.
53	03-Sep-18	IDFC Bank Limited	NCM	As per Notice	Approve the scheme of amalgamation of Capital First Ltd. and Capital First Home Finance Ltd. and Capital First Securities Ltd. with IDFC Bank Ltd.	As per Notice	FOR	IDFC bank has found it difficult to capitalize on its banking license with low return ratios. The bank needed to charter a new roadmap for its growth – in this context, the proposed transaction gives them an opportunity to reboot and flesh out a different course of action under a new leadership team. Although in the short-term this merger puts pressure on the liability side, the merger gives IDFC Bank access to a ~3.5 mn customer base and a large retail asset portfolio – which can eventually be leveraged to cross-sell liability and fee products. Based on the swap ratio, there will be dilution of 28.8% for existing shareholders on post issue capital. The valuation ascribed to Capital First through the purchase consideration is comparable to market multiples.
54	10-Sep-18	Divi's Laboratories Limited	AGM	As per Notice	Adoption of financial statements for the year ended 31 March 2018	As per Notice	FOR	Routine.
				As per Notice	Declare final dividend of Rs.10.0 per equity share (face value of Rs.2.0)	As per Notice	FOR	Routine.
				As per Notice	Reappoint N.V. Ramana (DIN: 00005031) as Director liable to retire by rotation	As per Notice	FOR	Routine.
				As per Notice	Reappoint Madhusudana Rao Divi (DIN: 00063843) as Director liable to retire by rotation	As per Notice	FOR	Routine.
55	07-Sep-18	Apollo Tyres Limited	PB	As per Notice	Reappointment of Neeraj Kanwar (DIN: 00058951) as Managing Director for a period of five years, effective 28 May 2019 and fix his remuneration	As per Notice	AGAINST	Neeraj Kanwar, is part of the promoter group. The proposed remuneration is high at the promoter family level.
				As per Notice	Approve the continuation of Dr. Subbaraman Narayan (DIN:00094081) as an Independent Director, from 1 April 2019 till his term of office 5 August 2019	As per Notice	FOR	The ratification is in line with all statutory requirements.
				As per Notice	Approve the continuation of Robert Steinmetz (DIN:00178792) as Non-Executive Director, from 1 April 2019 till he retires by rotation	As per Notice	FOR	The approval sought is in line with all statutory requirements.
56	11-Sep-18	Bharat Petroleum Corporation Limited	AGM	As per Notice	Adoption of standalone and consolidated financial statements for the year ended 31 March 2018	As per Notice	For	Routine Matter.
				As per Notice	Confirm interim dividend of Rs.14 per equity share and declare final dividend of Rs.7 per equity share of Rs.10 each	As per Notice	For	The total outflow on account of dividend is Rs. 52.9 bn. The dividend payout ratio is 66.8%.

As per Notice	Reappoint Ramamoorthy Ramachandran (DIN: 07049995) as Director, liable to retire by rotation	As per Notice	For	The reappointment is in line with statutory requirements.				
As per Notice	Fix remuneration of joint statutory auditors to be appointed by the Comptroller and Auditor General of India for FY19	As per Notice	For	The total audit fees of Rs. 4. 7 mn in FY18 (excluding tax and reimbursements) is commensurate with the size and complexity of the company: we expect audit fees in FY19 to be in same range.				
As per Notice	Appoint Jane Mary Shanti Sundharam (DIN: 06536055) as Independent Director for three years beginning 21 September 2017	As per Notice	For	The appointment is in line with statutory requirements.				
As per Notice	Appoint Vinay Sheel Oberoi (DIN: 07943886) as Independent Director for three years beginning 21 September 2017	As per Notice	For	The appointment is in line with statutory requirements.				
As per Notice	Appoint Dr. (Ms.) TAMILISAI Soundararajan (DIN: 07949616) as Independent Director for three years beginning 21 September 2017	As per Notice	For	The appointment is in line with statutory requirements.				
As per Notice	Appoint Rajiv Bansal (DIN: 00245460) as Non-Executive Non-Independent Director, liable to retire by rotation	As per Notice	For	The appointment is in line with statutory requirements.				
As per Notice	Appoint Padmakar Kappagantula as Director (Human Resources) beginning 1 February 2018 and fix his remuneration	As per Notice	For	The proposed remuneration is not disclosed however remuneration in public sector enterprises is usually not high.				
As per Notice	Appoint Dr. Ellangovan Kamala Kannan as Non-Executive Non-Independent Director, liable to retire by rotation	As per Notice	For	The appointment is in line with statutory requirements.				
As per Notice	Private placement of non-convertible debentures and/or other debt securities	As per Notice	For	The proposed issuance will be carved out of the company's borrowing limit, which was approved by shareholders in September 2014 postal ballot. The company has an approved borrowing limit of two times its networth.				
As per Notice	Ratify related party transaction with Bharat Oman Refineries Limited for FY18 and approve transaction for FY19	As per Notice	For	The transactions are in the ordinary course and determined on an arm's length basis.				
As per Notice	Ratify payment of Rs.320,000 as remuneration to cost auditors, ABK & Associates and Bandyopadhyaya Bhaumik & Co, for FY19	As per Notice	For	The total remuneration proposed to be paid to the cost auditors is reasonable compared to the size and scale of operations.				
57	11-Sep-18	GAIL (India) Limited	AGM	As per Notice	Adoption of standalone and consolidated financial statements for the year ended 31 March 2018	As per Notice	For	Routine Matter.
				As per Notice	Confirm interim dividend of Rs.7.65 per equity share and declare final dividend of Rs.1.44 per equity share of Rs.10 each	As per Notice	For	The total outflow on account of dividend is Rs. 19. 4 bn. The dividend payout ratio is 41. 9% v/s 56. 7% in the previous year.
				As per Notice	Reappoint Subir Purkayastha (DIN: 06850526) as Director, liable to retire by rotation	As per Notice	For	The reappointment is in line with statutory requirements.



				As per Notice	Reappoint Ashish Chatterjee (DIN: 07588473) as Director, liable to retire by rotation	As per Notice	For	The reappointment is in line with statutory requirements.
				As per Notice	Fix remuneration of joint statutory auditors to be appointed by the Comptroller and Auditor General of India for FY19	As per Notice	For	The total audit fees of Rs. 6 mn in FY18 (excluding tax and reimbursements) is commensurate with the size and complexity of the company: we expect audit fees in FY19 to be in same range.
				As per Notice	Appoint Dr. Rahul Mukherjee (DIN: 707940278) as Independent Director beginning 15 September 2017	As per Notice	For	The appointment is in line with statutory requirements.
				As per Notice	Appoint Jayanto Narayan Choudhury (DIN: 079402861) as Independent Director beginning 15 September 2017	As per Notice	For	The appointment is in line with statutory requirements.
				As per Notice	Appoint Ms. Banto Devi Kataria (DIN: 08194036) as Independent Director beginning 6 August 2018	As per Notice	For	The appointment is in line with statutory requirements.
				As per Notice	Appoint Manoj Jain (DIN: 07556033) as Director (Business Development) beginning 5 June 2018 and fix his remuneration	As per Notice	For	The appointment is in line with statutory requirements. His proposed remuneration is not disclosed however remuneration in public sector enterprises is usually not high.
				As per Notice	Ratify remuneration of Rs.2.1 mn paid to cost accountants for FY18 and payable in FY19	As per Notice	For	The remuneration is reasonable compared to the size and scale of operations. We expect it to be in the same range in FY19.
				As per Notice	Approve related party transaction upto Rs.206.25 bn with Petronet LNG Ltd during FY19	As per Notice	For	The transactions are in ordinary course of business and at arm's length.
				As per Notice	Alteration to main objects clause of Memorandum of Association	As per Notice	Abstain	The proposed business diversification are very broad-based and we are unable to ascertain the financial impact and risks that arise from such diversification.
				As per Notice	Issuance of non-convertible bonds upto Rs.15 bn on private placement basis	As per Notice	For	The proposed issuance will be carved out of the company's borrowing limit. The company's automatic borrowing limit is Rs. 351 bn.
58	11-Sep-18	POWER FINANCE	AGM	As per Notice	Adopt standalone and consolidated financial statements for the year ended 31 March 2018	As per Notice	For	Routine.
				As per Notice	Confirm interim dividend of Rs. 7.8 per equity share as final dividend (face value of Rs.10.0 each)	As per Notice	For	The total dividend for FY18 is Rs. 7.8 per share (face value of Rs. 10.0 each), total outgo incl. Dividend tax is Rs 24.8 bn and the pay-out ratio is 42.3% (74.7% in FY17). During FY17, PFC allotted 1.3 bn bonus equity shares in the ratio of 1:1.
				As per Notice	Reappoint Chinmoy Gangopadhyay (DIN:02271398), as director liable to retire by rotation	As per Notice	For	Chinmoy Gangopadhyay is Executive Director (Projects) of PFC. His reappointment is in line with all statutory requirements.

				As per Notice	Empower the board to fix remuneration of joint statutory auditors, M. K. Aggarwal & Co. and Gandhi Minocha & Co., for FY19	As per Notice	For	The statutory auditors are appointed and rotated by the Comptroller and Auditor General of India (C&AG) as per Section 139(5) of the Companies Act, 2013. M. K. Aggarwal & Co. (tenure of three years) and Gandhi Minocha & Co. (tenure of one years) jointly audited the financial statements in FY18. The C&AG has appointed M. K. Aggarwal & Co. And as its joint statutory auditors for FY19. The company seeks approval to empower its board of directors to fix their remuneration for auditing the financial statements for FY19. In FY18, audit fees aggregated Rs. 8. 4 mn. We expect the board to remain judicious in setting audit fees.
				As per Notice	Appoint Gouri Chaudhury, 76 years (DIN: 07970522), as Independent Director a period of three years from 17 November 2017	As per Notice	For	Gouri Chaudhury is a Social Worker and has been a member of the Telephone Advisory Board (TAC) and Member of Film Censor Board. Recent changes in SEBI's LODR require directors having attained the age of 75 to be re-approved by shareholders through a special resolution. Since Gouri Chaudhury is 76 years of age, her appointment as Independent Director requires approval by special resolution.
				As per Notice	Issue non-convertible debentures up to Rs. 650.0 bn via private placement	As per Notice	For	The issuance will be carved out of the company's overall borrowing limits. The company has a credit rating of CRISIL AAA/Stable/CRISIL A1+ and ICRA AAA/Stable/ICRA A1+, which denotes highest degree of safety regarding timely servicing of debt obligations.
				As per Notice	Approve scheme of arrangement for amalgamation of PFC Green Energy Ltd. with Power Finance Corporation Ltd	As per Notice	For	PFC Ltd plans to merge its 100% subsidiary PFC Green Energy Ltd. (PFCGEL) into itself. PFCGEL was incorporated as an extended arm of PFC Ltd. To provide financial services to promote green (renewable and non-conventional) sources of energy. The amalgamation will enable PFC Ltd. To consolidate business of a similar nature into one entity and rationalize costs. It will also help bring in economies of scale and reduce multiplicity of legal and regulatory compliances required. Given that PFC Green Energy is a 100% subsidiary, there is no change in the shareholding of PFC Ltd, post the merger. There will be no impact on the consolidated financials of PFC Ltd.
				As per Notice	Reappointment of Shri Praveen Kumar Singh as an Additional director	As per Notice	For	His reappointment is in line with all statutory requirements.
59	12-Sep-18	Coal India Limited	AGM	As per Notice	Adoption of standalone and consolidated financial statements for the year ended 31 March 2018	As per Notice	For	Routine Agenda.
				As per Notice	Confirm interim dividend of Rs.16.50 per equity share of Rs.10 each, as final dividend	As per Notice	For	The total outflow on account of dividend is Rs. 123. 3 bn. The dividend payout is 132. 6%.

				As per Notice	Reappoint Rajesh Kumar Sinha (DIN: 05351383) as Non-Executive Non-Independent Director, liable to retire by rotation	As per Notice	For	Rajesh Kumar Sinha is the Joint Secretary at Ministry of Coal and nominee of Government of India on the company's board. His reappointment is in line with statutory requirements.
				As per Notice	Appoint BL Gajipara (DIN: 07947068) as Independent Director beginning 22 September 2017 until 5 September 2020	As per Notice	For	BL Gajipara is the former Chairperson of Bar Council of Gujarat. His appointment is in line with statutory requirements.
				As per Notice	Appoint B Dayal (DIN: 07367625) as Wholetime Director (Technical) beginning 11 October 2017 until 31 January 2022 and fix his remuneration	As per Notice	For	B Dayal is a mining engineer. In addition to his technical role, he has experience in Corporate Planning and Public Relations. His proposed remuneration is not disclosed: remuneration in public sector enterprises is usually not high.
				As per Notice	Appoint RP Srivastava [DIN: 08036468] as Wholetime Director (Personnel) beginning 31 January 2018 until 31 January 2021 and fix his remuneration	As per Notice	For	RP Srivastava has worked in HR planning, recruitment and selection, training and development and industrial relations. His proposed remuneration is not disclosed. Remuneration in public sector enterprises is usually not high.
				As per Notice	Appoint AK Jha (DIN: 06645361) as Chairperson and Managing Director beginning 18 May 2018 until 31 January 2020 and fix his remuneration	As per Notice	For	AK Jha has 35 years of experience in mine planning, production, management, supervision, direction and control of coal mines. His proposed remuneration is not disclosed: remuneration in public sector enterprises is usually not high.
				As per Notice	Ratify remuneration of Rs.201,094 paid to Balwinder & Associates, cost accountants for FY18	As per Notice	For	The total remuneration paid to the cost auditors is reasonable compared to the size and scale of operations.
60	12-Sep-18	ICICI Bank Limited	AGM	As per Notice	Adoption of Accounts for the year ended 31 March 2018 together with the Reports of the Directors and the Auditors	As per Notice	For	Routine.
				As per Notice	To confirm interim dividend on preference shares as final dividend	As per Notice	For	The preference dividend aggregates Rs. 35,000 on preference capital of Rs. 3.5 bn.
				As per Notice	To declare dividend of Rs. 1.5 per share on equity shares of face value Rs. 2	As per Notice	For	Given the financial performance for fiscal 2018, ICICI Bank has reduced its dividend payout to Rs. 1.5 per equity share FY18 (down 33.8% from Rs 2.5 per share paid in FY17). The payout ratio is at 17.1%.
				As per Notice	To reappoint Vijay Chandok (DIN: 01545262), as director liable to retire by rotation	As per Notice	For	Vijay Chandok is an executive director on the board of ICICI Bank.
				As per Notice	To appoint Walker Chandhiok & Co LLP as statutory auditors for one year	As per Notice	For	ICICI Bank proposes to appoint Walker Chandhiok & Co LLP as statutory auditors for a year. Prior to them BSR & Co. LLP were appointed as statutory auditors in the 2014 AGM for four years.
				As per Notice	To authorize the board of directors to appoint branch auditors and fix their remuneration	As per Notice	For	ICICI Bank has a presence in 17 countries. The bank seeks shareholder approval to authorize the board to appoint branch auditors to audits its branches/offices outside India for the year ending 31 March 2019 and to fix their remuneration. T.

As per Notice	To appoint Neelam Dhawan (DIN: 00871445), as Independent Director for five years till 11 January 2023	As per Notice	For	Neelam Dhawan was Vice President - Global Industries, Strategic Alliances and Inside Sales, Asia Pacific and Japan, Hewlett Packard Enterprise. She retired in December 2017. Prior to that she was leader of the country businesses for Microsoft, India.
As per Notice	To appoint Uday Chitale (DIN: 00043268), as Independent Director for five years till 16 January 2023	As per Notice	For	Uday Chitale is Senior Partner, M. P. Chitale & Co. He earlier served on the board of ICICI Bank from 1997-2005.
As per Notice	To appoint Radhakrishnan Nair (DIN: 07225354), as Independent Director for five years till 1 May 2023	As per Notice	For	Radhakrishnan Nair is former MD – Corporation Bank Securities Ltd. And was also Executive Director at SEBI.
As per Notice	To appoint M. D. Mallya (DIN: 01804955) as Independent Director for five years till 28 May 2023	As per Notice	For	M. D. Mallya is former CMD – Bank of Baroda and also former CMD – Bank of Maharashtra.
As per Notice	To appoint Girish Chandra Chaturvedi (DIN: 00110996) as Independent Director for three years till 30 June 2021	As per Notice	For	Girish Chandra Chaturvedi is a former IAS officer and currently the Chairman, Warehousing Development and Regulatory Authority of India. He served the Gol of India since 1977 at various levels across several sectors.
As per Notice	To appoint Girish Chandra Chaturvedi (DIN: 00110996) as Independent Non-Executive (part-time) Chairman till 30 June 2021 and to fix his remuneration	As per Notice	For	ICICI Bank proposes a remuneration of Rs. 3,500,000 p. A. For the first year, Rs 4,000,000 p. A. For the second year and Rs 4,500,000 p. A. For the third year. In addition, he will be paid a sitting fees and perquisites. The proposed remuneration is in line with the size and complexity of the business and comparable with that paid to peers in the industry.
As per Notice	To appoint Sandeep Bakhshi, (DIN: 00109206) as Director liable to retire by rotation	As per Notice	For	Sandeep Bakhshi has been with the ICICI Group for 32 years and has handled various assignments within the ICICI Group, including as CEO of ICICI Prudential Life Insurance Company Limited He is being appointed as the Wholetime Director & COO of ICICI Bank.
As per Notice	To appoint Sandeep Bakhshi, (DIN: 00109206) as Wholetime Director & COO for five years from 19 June 2018 and to fix his remuneration	As per Notice	For	Sandeep Bakhshi was paid a remuneration of Rs 170 mn from ICICI Prudential Life Insurance Company (incl. The fair value of ESOPs granted). His fixed remuneration is Rs 62. 2 mn and including the fair value of ESOP's, as per our estimates, is Rs 192. 2 mn. The proposed remuneration is consistent with the size and complexities of the business of ICICI Bank and comparable to that paid to Sandeep Bakhshi's peers in the industry.
As per Notice	To reclassify the authorised share capital and subsequent amendment to the MoA	As per Notice	For	The authorised share capital of ICICI Bank comprised of Rs. 25,000,000,000 divided into: (i) 10,000,000,000 equity shares of Rs. 2 each, (ii) 15,000,000 shares of Rs 100 each and (iii) 350 shares of Rs 10,000,000 each. The bank proposes to reclassify the unclassified 15,000,000 shares of Rs. 100 each as well as the 350 shares of Rs 10,000,000 each redeemed on 20 April 2018 as equity capital. This reclassification will require a consequent change to the capital clause of the MoA.

				As per Notice	To amend the Articles of Association	As per Notice	For	Reclassification in the authorised capital requires a consequent change to the AoA.
				As per Notice	To approve amendment to the exercise period of ICICI Bank Employees Stock Option Scheme 2000	As per Notice	For	ICICI Bank proposes to revise the exercise period from a period upto 10 years from vesting to a period upto 5 years from vesting as decided by the Board Governance, Nomination and Remuneration Committee. The amendment is intended to cover only future grants and not grants already made. The present definition is fixed and does not allow flexibility to align the exercise period of future grants to reflect the time horizon of short and long-term strategies of the Bank. The change in exercise period does not have material implications for shareholders – since there is no change in the expected equity dilution.
				As per Notice	Issuance of bonds and non-convertible debentures up to Rs. 250 billion on private placement basis	As per Notice	For	The issuance of debt securities on private placement basis will be within the bank's overall borrowing limit of Rs. 2. 5 trillion. ICICI Bank's long-term debt is rated CRISIL AAA/Stable and ICRA AAA/Stable.
61	14-Sep-18	Grasim Industries Limited	AGM	As per Notice	Adoption of financial statements for the year ended 31 March 2018	As per Notice	For	Routine.
				As per Notice	To declare final dividend of Rs. 6.2 per share (face value Rs. 2.0) for FY18	As per Notice	For	The total dividend for FY18 is Rs. 6. 2 per equity share, while it paid a dividend of Rs. 5. 5 in FY17. The total dividend outflow (including dividend tax for FY18) is Rs. 4. 9 bn and the dividend payout ratio is 27. 7%.
				As per Notice	Reappoint Shailendra Jain (DIN: 00022454) as a Non-Executive Non-Independent Director	As per Notice	For	Shailendra Jain, 75, is a former Senior President of Aditya Birla Nuvo. He has served on the board for the past 15 years.
				As per Notice	Reappoint Mrs. Rajashree Birla (DIN: 00022995) as a Non-Executive Non-Independent Director	As per Notice	For	Mrs. Rajashree Birla, 73, represents the promoter family and has served on the board for the past 22 years.
				As per Notice	Ratify appointment of BSR & Co. LLP as joint statutory auditors till FY21 and authorize the board to fix their remuneration	As per Notice	For	The ratification of BSR & Co. LLP's appointment is in line with our Voting Guidelines on Auditor (Re)appointments and with the requirements of Section 139 of the Companies Act 2013.
				As per Notice	Ratify appointment of SRBC & Co. LLP as joint statutory auditors for FY22 and authorize the board to fix their remuneration	As per Notice	For	The ratification of SRBC & Co. LLP's appointment is in line with our Voting Guidelines on Auditor (Re)appointments and with the requirements of Section 139 of the Companies Act 2013.
				As per Notice	To continue the appointment of BSR & Co. LLP as joint statutory auditors, without ratification, till the end of their term in FY21	As per Notice	For	Grasim proposes to continue the appointment of BSR & Co. LLP as statutory auditors, without shareholder ratification, till the end of their term in FY21. This is in line with the Companies Amendment Act, 2017 dated 7 May 2018 which has done away with the requirement of annual ratification for the statutory auditor.

As per Notice	To continue the appointment of SRBC & Co. LLP as statutory auditors, without ratification, till the end of their term in FY22	As per Notice	For	Grasim proposes to continue the appointment of SRBC & Co. LLP as statutory auditors, without shareholder ratification, till the end of their term in FY22. This is in line with the Companies Amendment Act, 2017 dated 7 May 2018 which has done away with the requirement of annual ratification for the statutory auditor.
As per Notice	Appoint Ms. Usha Sangwan (DIN: 02609263) as a Non-Executive Non-Independent Director	As per Notice	For	Ms. Usha Sangwan, 60, is the Managing Director of LIC of India. She represents LIC of India on the board. Her appointment as a Non-Executive Non-Independent Director meets all statutory requirements.
As per Notice	Appoint Himanshu Kapania (DIN: 03387441) as a Non-Executive Non-Independent Director	As per Notice	For	Himanshu Kapania, 57, is the Managing Director of Idea Cellular Ltd. His appointment as a Non-Executive Non-Independent Director meets all statutory requirements.
As per Notice	Appoint Ms. Anita Ramachandran (DIN: 00118188) as an Independent Director for a term of five years, w.e.f. 14 August 2018	As per Notice	For	Ms. Anita Ramachandran, 63, has over 35 years of experience in management consultancy. She is currently the Founder & CEO, Cerebrus Consultants Pvt. Ltd. Her appointment as an Independent Director for a term of five years meets all statutory requirements.
As per Notice	Ratify Madhav Apte (DIN: 00003656) as an Independent Director for his remaining tenure	As per Notice	Against	Age above 80 years.
As per Notice	Ratify B V Bhargava (DIN: 00001823) as an Independent Director for his remaining tenure	As per Notice	Against	Age above 80 years.
As per Notice	Ratify O P Rungta (DIN: 00020559) as an Independent Director for his remaining tenure	As per Notice	For	Recent changes in SEBI's LODR require directors having attained the age of 75 to be re-approved by shareholders through a special resolution. In line with this regulatory change O P Rungta's (aged 76) terms as an Independent Director requires shareholder approval.
As per Notice	Ratify Shailendra Jain (DIN: 00022454) as a Non-Executive Non-Independent Director, till he retires by rotation	As per Notice	For	Recent changes in SEBI's LODR require directors having attained the age of 75 to be re-approved by shareholders through a special resolution. In line with this regulatory change Shailendra Jain's (aged 75) terms as an Independent Director requires shareholder approval.
As per Notice	Approve remuneration of Rs. 1.50 mn for DC Dave & Co. and Rs. 0.22 for MR Dudani & Co. as cost auditors for FY19	As per Notice	For	The total remuneration proposed is reasonable compared to the size and scale of the company's operations.
As per Notice	Approve Grasim Industries Limited Employee Stock Option and Restricted Stock Units Scheme 2018 (ESOP 2018)	As per Notice	Against	The above resolution combines granting stock options and RSUs to the employees, upto 0.5% of the equity share capital of the company. The stock options and RSUs can be issued at significant discount to the current market price. We do not favour schemes where the exercise price is at a significant discount to market price.

				As per Notice	Approve the grant of Stock Options and Restricted Stock Units to the employees of subsidiaries of the company under ESOP 2018	As per Notice	Against	Through a separate resolution, the company is seeking approval to grant stock options and RSUs to the employees of its subsidiaries. However, we do not favour schemes where the exercise price is at a significant discount to market price. Further, some of Grasim's subsidiaries are listed with their own stock options schemes.
				As per Notice	Approval of Trust route by secondary acquisition equity shares to implement ESOP 2018	As per Notice	Against	Through a separate resolution, the company is seeking approval to implement the scheme through the trust route, by secondary acquisition of shares from the market. Grasim proposes to provide to the trust the funds of up to Rs. 4. 1 bn to undertake the secondary acquisition. The funds to be provided to the trust will be interest-free and be utilised for implementation of the scheme. However, we do not favour schemes where the exercise price is at a significant discount to market price.
62	18-Sep-18	Punjab National Bank	AGM	As per Notice	Adoption of financial statements for the year ended 31 March 2018	As per Notice	For	Routine.
				As per Notice	To elect one shareholder director from amongst the public shareholders of the bank	As per Notice	For	Consensus amongst PFs is FOR.
				As per Notice	Issue of shares to employees and whole-time directors at a maximum 25% discount to market price	As per Notice	For	At current market price of Rs 83.7, PNB trades at 0. 6 times its book value. The bank has made significant losses in FY18 and the Gol has time and again been infusing capital to enable the bank to meet its capital adequacy requirements and for future growth. While we note that these shares will be issued at a price as decided by the board / NRC and could be issued at a significant discount to market price, we expect the issuance will be offered in a structured manner and not to a handful of senior management. This is a constructive move as the bank is looking at sources of funds other than the Gol and this will bring down the promoters' stake from 66. 1% to 64. 0% (post preferential issue in Resolution #4). There will be a dilution of 3. 2% on expanded capital base for existing shareholders.
				As per Notice	To issue up to 3129.9 mn equity shares at an issue price of Rs. 89.97 per share, aggregating up to Rs. 28.16 bn to the Government of India (Gol) on preferential basis	As per Notice	For	The issue price of Rs 89. 97 is at a 7. 5% premium to the current market price (Rs. 83. 7 closing price on 22 August 2018). Although existing shareholders will get diluted by 10. 2%, we believe Gol's equity infusion is necessary to support growth and the bank's capital adequacy levels. Punjab National Bank's CRAR as on 30 June 2018 was 9. 62%, which is well below the required regulatory thresholds.
63	18-Sep-18	HCL Technologies Limited	AGM	As per Notice	Adoption of standalone and consolidated financial statements for the year ended 31 March 2018	As per Notice	FOR	Routine.

				As per Notice	Reappoint Ms. Roshni Nadar Malhotra (DIN-00030840) as a Non-Executive Non-Independent Director	As per Notice	FOR	Routine.
				As per Notice	Appoint James Philip Adamczyk (DIN: 08151025) as an Independent Director for five years from 26 July 2018	As per Notice	FOR	Routine.
64	18-Sep-18	Power Grid Corporation of India Limited	AGM	As per Notice	Adoption of standalone and consolidated financial statements for the year ended 31 March 2018	As per Notice	For	Routine Agenda.
				As per Notice	Confirm interim dividend of Rs.2.45 per share and declare final dividend of Rs.2.8 per share	As per Notice	For	The total dividend for the year amounts to Rs. 33. 1 bn. The dividend payout is 40. 1%.
				As per Notice	Reappoint K Sreekant as a Director	As per Notice	For	K. Sreekant is Director (Finance) of Power Grid. His reappointment is in line with the statutory requirements.
				As per Notice	Fix remuneration of statutory auditors to be appointed by the Comptroller and Auditor General of India for FY19	As per Notice	For	The total audit fees of Rs. 10mn in FY18 (excluding tax and reimbursements) is commensurate with the size and complexity of the company; we expect audit fees in FY19 to be in same range.
				As per Notice	Appoint Ms. Seema Gupta as Director	As per Notice	For	Ms. Seema Gupta is Director (Operations) of Power Grid. Her appointment is in line with the statutory requirements.
				As per Notice	Appoint Manoj Kumar Mittal as an Independent Director for a period of three years w.e.f 12 September 2017	As per Notice	For	Manoj Kumar Mittal is practicing as a Civil & Structural Engineer consultant and has an experience of over 31 years in this field. His appointment is in line with the statutory requirements.
				As per Notice	Appoint Sunil Kumar Sharma as an Independent Director for a period of three years w.e.f 23 July 2018	As per Notice	For	Sunil Kumar Sharma is the former CMD of Bharat Electronics Limited. His appointment is in line with the statutory requirements.
				As per Notice	Appoint Ms. A R Mahalakshmi as an Independent Director for a period of three years w.e.f 23 July 2018	As per Notice	Abstain	Insufficient background information available.
				As per Notice	Ratify remuneration of Rs.0.25 mn for Chandra Wadhwa & Co. and R.M. Bansal & Co. as joint cost auditors for FY19 and approve additional remuneration of Rs.12,500 for Chandra Wadhwa & Co., the lead cost auditor, for consolidated of cost audit report	As per Notice	For	The remuneration to be paid to the cost auditors is reasonable compared to the size and scale of the company's operations.
				As per Notice	Approve private placement of non-convertible debentures (NCDs)/bonds/other debt securities aggregating to Rs.200 bn in up to 20 tranches	As per Notice	For	The issuance will be within the approved borrowing limit of Rs. 1800 bn of the company.



65	19-Sep-18	WIPRO LIMITED	NCM	As per Notice	To approve the scheme of amalgamation of Wipro Technologies Austria GmbH, Wipro Information Technology Austria GmbH, NewLogic Technologies SARL and Appirio India Cloud Solutions Pvt. Ltd. with Wipro Ltd.	As per Notice	For	Routine.
66	20-Sep-18	NTPC Limited	AGM	As per Notice	Adoption of standalone and consolidated financial statements for the year ended 31 March 2018	As per Notice	For	Routine Agenda.
				As per Notice	Confirm interim dividend of Rs. 2.73 per equity share and declare final dividend of Rs.2.39 per share	As per Notice	For	The total outflow on account of dividend is Rs. 50. 8 bn. The dividend payout ratio is 49. 1% v/s 50. 5% in the previous year.
				As per Notice	Reappoint Saptarshi Roy as a Director	As per Notice	For	Saptarshi Roy, Director of Human Resources, has been on the board of NTPC for two years. His reappointment is in line with statutory requirements.
				As per Notice	Fix remuneration of statutory auditors to be appointed by the Comptroller and Auditor General of India for FY19	As per Notice	For	The total audit fees of Rs. 17. 6mn standalone and Rs. 18. 6 mn consolidated in FY18 (excluding tax and reimbursements) is commensurate with the size and complexity of the company: we expect audit fees in FY18 to be in same range.
				As per Notice	Appoint M. P. Singh (DIN: 07937931), as Independent Director with effect from 24 October 2017	As per Notice	For	M. P. Singh is a Chartered Accountant. His area of expertise is Accountancy, Finance and Management. His appointment is in line with statutory requirements.
				As per Notice	Appoint Pradeep Kumar Deb (DIN: 03424714), as Independent Director with effect from 24 October 2017	As per Notice	For	Pradeep Kumar Deb is a Retd IAS officer. As an IAS officer, he has held a number of posts of crucial importance in the State of Rajasthan and in Government of India in diverse areas like Finance and Taxation, Human Resources, Agriculture and Irrigation, Home Affairs among others. His appointment is in line with statutory requirements.
				As per Notice	Appoint Shashi Shekhar (DIN: 01747358), as Independent Director with effect from 24 October 2017	As per Notice	For	Shashi Shekhar is Retd IAS officer. As an IAS officer, he has worked in various capacities within the government mainly in the Finance, Power & Energy, Environment & Forest departments. His appointment is in line with statutory requirements.
				As per Notice	Appoint Subhash Joshi (DIN: 07946219), as Independent Director with effect from 24 October 2017	As per Notice	For	Subhash Joshi is a retired IPS officer. His area of expertise is Human Resource Management, Vigilance, Training & development, Public Order Management, Border Management, Intelligence & security, General Administration, Public Grievance Redressal & Law. His appointment is in line with statutory requirements.
As per Notice	Appoint Vinod Kumar (DIN: 00955992), as Independent Director with effect from 24 October 2017	As per Notice	For	Vinod Kumar serves as Managing Director of Orissa Forest Development Corp. His area of expertise is Forest Governance, Biodiversity Management, Community developments and livelihoods, Capacity Building. His appointment is in line with statutory requirements.				

				As per Notice	Appoint Susanta Kumar Roy (DIN: 07940997), as Director Projects for a period of five years, with effect from 19 January 2018	As per Notice	For	Susanta Kumar Roy joined NTPC as an Executive trainee and has a vast experience and exposure in the area of operation, maintenance and project construction with respect to large coal stations. His appointment is in line with statutory requirements.
				As per Notice	Appoint Prasant Kumar Mohapatra (DIN: 07800722), as Director Technical for a period of five years, with effect from 31 January 2018	As per Notice	For	Prasant Kumar Mohapatra has been associated with NTPC as Executive Trainee and has headed various projects of NTPC. His area of core competence includes commission, O&M, R&M activities of Thermal power plants. His appointment is in line with statutory requirements.
				As per Notice	Appoint Prakash Tiwari (DIN: 08003157), as Director Operations for a period of five years, with effect from 31 January 2018	As per Notice	For	Prakash Tiwari has been associated with NTPC since 1981 as a Management Trainee. He has a wide experience in management of large size plants in the area of power plant operation & maintenance & in project construction. His appointment is in line with statutory requirements.
				As per Notice	Appoint Vivek Kumar Dewangan (DIN: 01377212), as Director	As per Notice	For	Vivek Kumar Dewangan is the Joint Secretary and Financial Advisor, Ministry of Power. He was appointed as Government Nominee Director on the Board of NTPC. His appointment is in line with statutory requirements.
				As per Notice	Appoint Dr. Bhim Singh (DIN: 08189580), as Independent Director for a period of three years, with effect from 30 July 2018	As per Notice	For	Dr. Bhim Singh is the Dean, academics at IIT Delhi. His area of expertise lies in the various facets of Electrical engineering like PV grid inter face systems, microgrids, power quality monitoring and mitigation, solar PV. His appointment is in line with statutory requirements.
				As per Notice	Appoint K.P.Kylasanatha Pillay (DIN: 08189583), as Independent Director for a period of three years, with effect from 30 July 2018	As per Notice	For	K. P. Kylasanatha Pillay is a senior advocate in Supreme Court of India and has wide experience in the area of Civil, Criminal, Constitutional and Corporate Law matters. His appointment is in line with statutory requirements.
				As per Notice	Appoint Ms. Archana Agrawal (DIN: 02105906), as Director	As per Notice	For	Ms. Archana Agrawal is the Joint Secretary, (Thermal), Ministry of Power. She was appointed as Government Nominee Director on the board of NTPC. Her appointment is in line with statutory requirements.
				As per Notice	Ratify remuneration of Rs. 3.2 mn payable to as cost auditors for FY19	As per Notice	For	The remuneration to be paid to the cost auditor is reasonable compared to the size and scale of the company's operations.
				As per Notice	Private placement of non-convertible debentures/bonds aggregating to Rs.120 bn	As per Notice	For	The proposed issuance will be carved out of the company's borrowing limit of Rs. 1,500 bn approved by shareholders in September 2014.
67	20-Sep-18	Container Corporation of India Limited	AGM	As per Notice	Adoption of standalone and consolidated financial statements for the year ended 31 March 2018	As per Notice	For	Routine.
				As per Notice	Confirm interim dividend of Rs.4.8 per equity share and declare final dividend of Rs.3.75 per equity share of Rs.5 each	As per Notice	For	Routine.
				As per Notice	Reappoint Pradip K. Agrawal (DIN: 07557080) Director, Domestic Division	As per Notice	For	Routine.

				As per Notice	Reappoint Sanjay Swarup (DIN: 05159435) Director, International Marketing & Operations	As per Notice	For	Routine.
				As per Notice	Fix remuneration of Arun K Agarwal & Associates as statutory auditors to be appointed by the Comptroller and Auditor General of India for FY18	As per Notice	For	Routine.
				As per Notice	Appoint Ms. Vanita Seth (DIN: 07944119) as Part-time Non-official (Independent) Director for a period of three years from 21 September 2017	As per Notice	Abstain	Insufficient background information provided.
				As per Notice	Appoint Lov Verma (DIN: 07560071) as Part-time Non-official (Independent) Director for a period of three years from 21 September 2017	As per Notice	For	Routine.
				As per Notice	Appoint Anjaneya Prasad Mocherla (DIN: 03645659) as Part-time Non-official (Independent) Director for a period of three years from 21 September 2017	As per Notice	For	Routine.
				As per Notice	Appoint Rahul Mithal (DIN: 07610499) as Director, Projects & Services from 29 September 2017 and fix his remuneration	As per Notice	For	Routine.
				As per Notice	Appoint Manoj Kumar Srivastava (DIN: 06890877) as Government Nominee Director from 30 April 2018	As per Notice	For	Routine.
				As per Notice	Appoint Deepak Shetty (DIN: 07089315) as Part-time Non-official (Independent) Director for a period of three years from 9 August 2018	As per Notice	For	Routine.
68	22-Sep-18	Oil India Limited	AGM	As per Notice	Adoption of standalone and consolidated financial statements for the year ended 31 March 2018	As per Notice	For	Routine Matter.
				As per Notice	Confirm interim dividend of Rs.14 per equity share, and declare final dividend of Re.1 per equity share on the expanded capital base	As per Notice	For	The total outflow on account of dividend is Rs. 14. 1 bn.
				As per Notice	Reappoint PK Sharma (DIN: 07194463) as Director, liable to retire by rotation	As per Notice	For	The reappointment is in line with all statutory requirements.
				As per Notice	Authorize the board to fix FY19 remuneration of statutory auditors that are appointed by the Comptroller and Auditor General of India	As per Notice	For	The total audit fees of Rs. 5. 7 mn in FY18 (excluding tax and reimbursements) is commensurate with the size and complexity of the company: we expect audit fees in FY19 to be in same range.
				As per Notice	Appoint Dr. Asha Kaul (DIN: 06987839) as Independent Director for three years beginning 23 September 2017	As per Notice	For	The appointment is in line with statutory requirements.
				As per Notice	Appoint Dr. Priyank Sharma (DIN: 07940638) as Independent Director for three years beginning 23 September 2017	As per Notice	For	The appointment is in line with statutory requirements.

				As per Notice	Appoint S Manoharan (DIN: 03521659) as Independent Director for three years beginning 23 September 2017	As per Notice	For	The appointment is in line with statutory requirements.
				As per Notice	Appoint Ms. Amina R Khan (DIN: 07940639) as Independent Director for three years beginning 23 September 2017	As per Notice	For	The appointment is in line with statutory requirements.
				As per Notice	Approve payment of Rs.300,000 as remuneration payable to Dhananjay V Joshi & Associates, cost auditors for FY19	As per Notice	For	The total remuneration proposed to be paid to the cost auditors is reasonable compared to the size and scale of operations.
				As per Notice	Private placement of non-convertible debentures/bonds aggregating to Rs.70 bn	As per Notice	For	The proposed issuance will be carved out of the company's borrowing limit. The company automatic borrowing limit is Rs. 279 bn.
69	26-Sep-18	NMDC Limited	AGM	As per Notice	Adoption of standalone and consolidated financial statements for the year ended 31 March 2018	As per Notice	For	Routine Agenda.
				As per Notice	Confirm interim dividend of Rs.4.30 per share of face value Re.1 each	As per Notice	For	The total dividend payout (including dividend distribution tax) for FY18 aggregates to Rs. 16. 4 bn. The dividend payout ratio was 43%.
				As per Notice	Reappoint Dr. TRK Rao (DIN: 01312449) as Director, liable to retire by rotation	As per Notice	For	Dr. TRK Rao has been the Director (Commercial) since November 2014. His reappointment is in line with all statutory requirements.
				As per Notice	Reappoint PK Satpathy (DIN: 07036432) as a Director, liable to retire by rotation	As per Notice	For	PK Satpathy has been the Director (Production) since December 2014. His reappointment is in line with all statutory requirements.
				As per Notice	Authorise the board to fix the remuneration of statutory auditors for FY2018-19 appointed by the Comptroller and Auditor-General of India (CAG)	As per Notice	For	The total audit fees of Rs. 2. 6 mn in FY18 (excluding tax and reimbursements) is commensurate with the size and complexity of the company; we expect audit fees in FY19 to be in same range.
				As per Notice	Appoint Ashok Kumar Angurana (DIN: 06600185) as Independent Director for three years beginning 16 November 2017	As per Notice	For	Ashok Kumar Angurana is a retired IAS officer and has been appointed by the Ministry of Steel. His appointment is in line with all statutory requirements.
				As per Notice	Appoint Ms. Rasika Chaube (DIN: 08206859) as Non-Executive Non-Independent Director beginning 16 July 2018	As per Notice	For	Ms. Rasika Chaube is Additional Secretary at Ministry of Steel. Her appointment is in line with all statutory requirements.
				As per Notice	Approve remuneration of Rs. 600,000 for Tanmaya S Pradhan & Co, as cost auditors for FY19	As per Notice	For	The remuneration to be paid to the cost auditor is reasonable compared to the size and scale of the company's operations.
70	26-Sep-18	Sun Pharmaceutical Industries Limited	AGM	As per Notice	Adoption of standalone and consolidated financial statements for the year ended 31 March 2018	As per Notice	For	Routine.
				As per Notice	Declare a final dividend of Rs.2 per equity share (face value of Re.1.0)	As per Notice	For	Routine.
				As per Notice	Reappoint Dilip S. Shanghvi (DIN: 00005588) as Director liable to retire by rotation	As per Notice	For	Routine.
				As per Notice	Reappoint Sudhir V. Valia (DIN: 00005561) as Director liable to retire by rotation	As per Notice	For	Routine.

				As per Notice	Appoint Vivek Chaand Sehgal (DIN: 00291126) as an Independent Director for a term of five years beginning 14 November 2017	As per Notice	For	Routine.
				As per Notice	Appoint Gautam Doshi (DIN: 00004612) as an Independent Director for a term of five years beginning 25 May 2018	As per Notice	Abstain	Gautam Doshi, former Managing Director of the Reliance ADAG Group, was accused by the CBI in connection with the 2G spectrum allocation case in 2011. While he has been acquitted by the Special Court in 2017, the decision has been appealed in the Supreme Court. In current circumstances we would abstain.
				As per Notice	Reappoint Sudhir V. Valia (DIN: 00005561) as Whole-time Director for a term of five years beginning 1 April 2019 and fix his remuneration for a term of three years with effect from 1 April 2019	As per Notice	For	Routine.
				As per Notice	Reappoint Sailesh T. Desai (DIN: 00005443) as Whole-time Director for a term of five years beginning 1 April 2019 and fix his remuneration for a term of three years with effect from 1 April 2019	As per Notice	For	Routine.
				As per Notice	Reappoint Kalyanasundaram Subramanian (DIN: 00179072) as Whole-time Director for a term of two years beginning 14 February 2019 without any remuneration	As per Notice	For	The company should have disclosed the terms of appointment and remuneration, rather than ask shareholders for a blanket approval.
				As per Notice	Ratify Israel Makov (DIN:05299764) as Non-Executive Non-Independent Director with effect from 1 April 2019	As per Notice	For	Routine.
				As per Notice	Ratify remuneration of ~Rs. 2.1 mn payable to M/s. Kailash Sankhlecha & Associates, as cost auditor for FY19	As per Notice	For	Routine.
71	27-Sep-18	Jubilant Foodworks Limited	AGM	As per Notice	Adoption of standalone and consolidated financial statements for the year ended 31 March 2018	As per Notice	For	Routine.
				As per Notice	To declare final dividend (post-bonus) of Rs.2.50 per equity share (face value Rs.10.0)	As per Notice	For	The total dividend outflow including dividend tax for FY18 is Rs 0. 2 bn. The dividend payout ratio is low at 9. 6%.
				As per Notice	Reappoint Hari Bhartia (DIN 00010499) as a Non-Executive Non-Independent Director	As per Notice	For	Hari Bhartia, 62 retires by rotation and his reappointment is in line with statutory requirements.
				As per Notice	Ratify appointment of Deloitte Haskins & Sells LLP as statutory auditors till the end of their term in the year 2022	As per Notice	For	This is in line with the Companies Amendment Act, 2017.
				As per Notice	Appoint Ashwani Windlass (DIN 00042686) as Independent Director for five years from 25 July 2018	As per Notice	For	Ashwani Windlass appointment is in line with statutory requirements.
				As per Notice	Appoint Abhay Prabhakar Havaladar (DIN 00118280) as Independent Director for five years from 25 July 2018	As per Notice	For	Abhay Prabhakar Havaladar appointment is in line with statutory requirements.

72	28-Sep-18	Oil & Natural Gas Corporation Limited	AGM	As per Notice	Adoption of standalone and consolidated financial statements for the year ended 31 March 2018	As per Notice	For	Routine Matter.
				As per Notice	Confirm two interim dividends aggregating to Rs.5.25 per equity share and declare final dividend of Re.1.35 per equity share of Rs.5 each	As per Notice	For	The total outflow on account of dividend is Rs. 101. 9 bn (inclusive of dividend tax). The dividend payout ratio is 51. 1%.
				As per Notice	Reappoint Ajay Kumar Dwivedi (DIN: 07048874) as Director, liable to retire by rotation	As per Notice	For	The reappointment is in line with all statutory requirements.
				As per Notice	Authorise the board to fix remuneration of joint statutory auditors to be appointed by the Comptroller and Auditor General of India for FY19	As per Notice	For	The total audit fee of Rs. 36. 5 mn (excluding travelling and out of pocket expenses) in FY18 is commensurate with the size and complexity of the company: we expect audit fees in FY19 to be in same range.
				As per Notice	Appoint Ms. Ganga Murthy (DIN: 07943103) as Independent Director beginning 23 September 2017	As per Notice	For	The appointment is in line with all statutory requirements.
				As per Notice	Elevate Shashi Shanker (DIN 06447938) to Chairperson and Managing Director with effect from 1 October 2017 and fix his remuneration	As per Notice	For	Shashi Shanker is a petroleum engineer and holds a management degree. He has over 30 years of experience in E&P activities. He was appointed as Director (Technology & Field Services) in December 2012. The proposed remuneration is not disclosed however remuneration in public sector enterprises is usually not high.
				As per Notice	Appoint Dr. Sambit Patra (DIN: 03029242) as Independent Director beginning 28 October 2017	As per Notice	Abstain	Insufficient background information provided.
				As per Notice	Appoint Subhash Kumar (DIN: 07905656) as Wholetime Director (Finance) beginning 31 January 2018 and fix his remuneration	As per Notice	For	The proposed remuneration is not disclosed however remuneration in public sector enterprises is usually not high. The appointment is in line with statutory requirements.
				As per Notice	Appoint Rajesh Shyamsunder Kakkar (DIN: 08029135) as Wholetime Director (Offshore) beginning 19 February 2018 and fix his remuneration	As per Notice	For	The proposed remuneration is not disclosed however remuneration in public sector enterprises is usually not high. The appointment is in line with statutory requirements.
				As per Notice	Appoint Sanjay Kumar Moitra (DIN: 08065998) as Wholetime Director (Onshore) beginning 18 April 2018 and fix his remuneration	As per Notice	For	The proposed remuneration is not disclosed however remuneration in public sector enterprises is usually not high. The appointment is in line with statutory requirements.
				As per Notice	Ratify payment of Rs.3 mn as remuneration to cost auditors for FY19	As per Notice	For	The total remuneration proposed to be paid to the cost auditors is reasonable compared to the size and scale of operations.
As per Notice	Alteration to Memorandum of Association and the Articles of Association	As per Notice	For	The proposed alteration to AoA is essential to align with the provisions of Companies Act, 2013.				
As per Notice	Enter into related party transactions with ONGC Petro-additions Limited	As per Notice	Against	ONGC's financial support for OPAL is non-proportional to its equity interest and has been increasing in the past two years. We will critically monitor OPAL's performance going forward.				

73	03-Sep-18	IDFC Bank Limited (NCD)	NCM	As per Notice	Approve the scheme of amalgamation of Capital First Ltd. and Capital First Home Finance Ltd. and Capital First Securities Ltd. with IDFC Bank Ltd.	As per Notice	FOR	IDFC bank has found it difficult to capitalize on its banking license with low return ratios. The bank needed to charter a new roadmap for its growth – in this context, the proposed transaction gives them an opportunity to reboot and flesh out a different course of action under a new leadership team. Although in the short-term this merger puts pressure on the liability side, the merger gives IDFC Bank access to a ~3.5 mn customer base and a large retail asset portfolio – which can eventually be leveraged to cross-sell liability and fee products. Based on the swap ratio, there will be dilution of 28.8% for existing shareholders on post issue capital. The valuation ascribed to Capital First through the purchase consideration is comparable to market multiples.
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