

**Voting rights exercised during Q2 of FY 2017-18 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)	Resons supporting the vote decisions
1	05-Jul-17	APOLLO TYRES	AGM	1. Adoption of Financial Statements for the year ended 31 March 2017	As per notice	As per notice	FOR	Routine
				2. Declare dividend of Rs.3 per share			FOR	Payout ratio is 23%
				3. Appoint Paul Antony as Non Executive Non Independent Director			FOR	Paul Antony is the Additional Chief Secretary, Govt Of Kerala (Industries & Power). His appointment is in line with all statutory requirements
				4. Appoint Walker Chandio & Asspciates as statutory auditors for five years and fix their remuneration			FOR	Appoints is in line with all statutory requirements
				5. Ratify the remuneration of Rs.250,000 payable to NP Gopalkrishnan & Co, cost auditor for FY18			FOR	This is reasonable compared to the size and scale of the business
				6. Reappoint Omkar Kanwar as MD for five years from 1 Feb 2018 and fix his remuneration			Against	Absence of absolute cap on the proposed commission of upto 5% of net profit
				7. Revise the remuneration payable to Neeraj Kanwar as Vice Chairman and MD from 1 April 2017 to 27 May 2019			Against	Absence of absolute cap on the proposed commission of upto 5% of net profit
				8. Issuance of NCD on a private placement basis aggregating upto Rs.15bn			FOR	This will be within the overall borrowing limit of the company
2	04/07/17	Larsen and Toubro Limited	Postal Ballot	1. Issue of One equity share as bonus for two equity shares of Rs.2 each	As per notice	As per notice	For	Bonus issue will increase the liquidity in stock with higher floating stock
3	06/07/17	BPCL	Postal Ballot	1. Issue of One equity share as bonus for two equity shares of Rs.10 each	As per notice	As per notice	For	Bonus issue will increase the liquidity in stock with higher floating stock
4	12-Jul-17	ZEE ENTERTAINMENT LIMITED	AGM	1. Adoption of Financial Statements for the year ended 31 March 2017	As per notice	As per notice	FOR	Routine
				2. To confirm 6% dividend on preference shares			FOR	Total outflow on account of preference dividend is Rs.120cr
				3. To declare final dividend of Rs.2.5 per equity share			FOR	Payout ratio is 27.9%
				4. Reappoint Subodh Kumar as Non Executive Non Independent Director			FOR	Reappointment is in line with all statutory requirements
				5. Appoint Deloitte Haskins & Sells LLP as statutory auditors for five years and fix their remuneration			FOR	The appointment is in line with the requirements of section 139 of the Companies Act 2013
				6. Ratify the remuneration of Rs0.3mn payable to Vaibhav P Joshi & Associates, cost auditor for FY18			FOR	Reappointment is in line with all statutory requirements
				7. Reappoint Manish Chokhani Non Independent Director for a period of three years from 1 April 2018			FOR	Reappointment is in line with all statutory requirements
				8. Keep the Register of members and other documents at the office of The Registrar and Transfer Agent			FOR	Documents will be maintained within the same city where the registered office is located
5	14-Jul-17	HERO MOTOCORP	AGM	1. Adoption of Financial Statements for the year ended 31 March 2017	As per notice	As per notice	FOR	Routine

				<p>2. To confirm interim dividend of Rs.55 and declare final dividend of Rs.30 per share</p> <p>3. Reappoint Vikram Kasbekar as an Executive Director</p> <p>4. Appoint BSR &amp; Co LLP as statutory auditors for a period of five years and fix their remuneration</p> <p>5. Approve remuneration of Rs.0.75mn for Ramnath Iyer &amp; Co as cost auditors for FY18</p>			FOR	Routine
							FOR	Routine
							FOR	Appointment is in line with all statutory requirements
							FOR	Remuneration is reasonable compared to the size and complexity of the business
6	14-Jul-17	FEDERAL BANK	AGM	<p>1. Adoption of financial statements for the year ended 31 March 2017</p> <p>2. Declare a dividend of Rs 0.9 per share of face value Rs 2.0 each</p> <p>3. Reappoint Ashutosh Khajuria as an Executive Director and CFO</p> <p>4. To reappoint BSR &amp; Co. LLP and MM Nissim &amp; Co. LLP as joint central statutory auditors for FY18</p> <p>5. To authorize the board to appoint branch auditors for FY18 and fix their remuneration in consultation with the joint central statutory auditors</p> <p>6. Reappoint Shyam Srinivasan as an MD &amp; CEO wef 23 September 2016, for three years and fix his remuneration</p>	As per notice	As per notice	FOR	Routine.
							FOR	Federal Bank proposes to pay a dividend of Rs 0. 9 per share. The dividend payout is 18. 7%.
							FOR	Ashutosh Khajuria (DIN-05154975) is Federal Bank's ED and CFO. He retires by rotation. His reappointment is in line with statutory requirements.
							FOR	The appointment of BSR & Co. LLP and MM Nissim & Co. LLP as joint central statutory auditors is in-line with the statutory requirements.
							FOR	Federal Bank has 1,252 branches, therefore the bank needs to appoint branch auditors. The resolution enables the Board to appoint branch auditors in consultation with their joint central auditors.
							FOR	Shyam Srinivasan (DIN-02274773) is Federal Bank's MD and CEO. His reappointment is in line with statutory requirements. His proposed fixed remuneration at Rs 15. 2 mn is in line with peers and reasonable as compared to the size and scale of operations.

7. Grant options under ESOS 2010, for 2016, to Ganesh Sankaran @ Rs 72.45 per share
8. Approve terms of appointment of KM Chandrasekhar as Chairperson
9. Fix commission of upto Rs 1 mn to each non-executive director (excluding Chairperson), w.e.f. FY17
10. Reappoint KM Chandrasekhar as Independent Director wef 17 July 2017 for one year
11. Reappoint Nilesh Vikamsey as Independent Director wef 17 July 2017 for three years

FOR	Ganesh Sankaran is the Executive Director of the bank since July 2016 and has over 21 years of banking experience. Federal Bank has granted 3,00,000 stock options to Ganesh Sankaran under the ESOP 2010 plan on 3 November 2016, at an exercise price of Rs 72.45 per option (in line with market price on the date of grant). These options will be granted over 4 years in equal installments of 75,000 options per year. RBI approval has also been received. At a fair value of Rs 33.84 per share, these 75,000 options are valued at ~ Rs 2.5 mn. As a result, Ganesh Sankaran's FY17 remuneration (including ESOPs) will aggregate to Rs 11 mn. The aggregate compensation is comparable to industry peers and is commensurate to the size and performance of the bank.
FOR	KM Chandrasekhar was appointed as Chairperson for a period of one year effective 1 March 2017, approved by RBI. He has been an Independent Director on the board since 6 December 2012. The bank proposes to pay him Rs 1.5 mn per annum, in addition to sitting fees. His terms of appointment mirror those of his predecessor. The payment of Rs 3.4 mn in FY18 is in line with industry peers.
FOR	Given the current size and financial performance of the bank, the commission proposed to be paid to non-executive directors is reasonable.
FOR	KM Chandrasekhar (DIN-06466854), is the former Union Cabinet Secretary.
FOR	Nilesh Vikamsey (DIN-00031213), is senior partner at Khimji Kunverji & Co and former banker. He has been on the board for six years as an independent director; having been appointed on 24 June 2011 as an additional director. The board now proposes to reappoint him as independent director for another three years.



				<p>3. Reappoint DD Rathi as Non-Executive Non-Independent Director</p> <p>4. Ratify the appointment of BSR &amp; Co LLP as joint statutory auditors for one year and fix their remuneration</p> <p>5. Ratify the appointment of Khimji Kunverji &amp; Co as joint statutory auditors for one year and fix their remuneration</p> <p>6. Approve aggregate remuneration of Rs. 1.9 mn payable to DC Dave &amp; Co and ND Birla &amp; Co as cost auditors for FY18</p> <p>7. Approve private placement of secured non-convertible debentures of up to Rs.90 bn</p>			<p>FOR</p> <p>DD Rathi, 70, is the Former CFO of Grasim Industries Limited.</p> <p>FOR</p> <p>BSR &amp; Co. LLP's ratification complies with the requirements of Section 139 of the Companies Act 2013.</p> <p>FOR</p> <p>Khimji Kunverji &amp; Co's complies with the requirements of Section 139 of the Companies Act 2013.</p> <p>FOR</p> <p>The total remuneration proposed to be paid to the cost auditors in FY18 is reasonable compared to the size and scale of operations.</p> <p>FOR</p> <p>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.</p>
8	20-Jul-17	KOTAK MAHINDRA BANK	AGM	<p>1. Adoption of financial statements for the year ended 31 March 2017</p> <p>2. To declare dividend of Rs. 0.6 per share on equity shares of face value Rs. 5</p> <p>3. To reappoint Mark Newman (DIN:03518417) as a non-executive director</p> <p>4. To ratify the appointment of SR Batliboi &amp; Co. LLP as statutory auditors</p> <p>5. To reappoint Prof. S. Mahendra Dev (DIN: 06519869) as Independent Director for three years till 14 March 2021</p> <p>6. To appoint Uday Chander Khanna (DIN:00079129), as Independent Director for three years till 15 September 2021</p>	As per notice	As per notice	<p>FOR</p> <p>Routine.</p> <p>FOR</p> <p>Kotak Mahindra Bank proposes to pay Rs. 0. 6 per share as dividend. The dividend payout at 3. 9% is lower than the payout observed in the preceding two years.</p> <p>FOR</p> <p>Mark Newman is Director, ING Bank, Australia, Asia and a nominee of the ING Banking Group.</p> <p>FOR</p> <p>SR Batliboi &amp; Co. LLP were appointed as statutory auditor for four years in the 2015 AGM, the ratification of their appointment is in-line with requirements.</p> <p>FOR</p> <p>Prof. Mahendra Gupta is Director and Vice Chancellor, Indira Gandhi Institute of Development Research (IGIDR), Mumbai. He was appointed as Independent Director in the EGM in January 2015 for five years. Since his term expires on 14 March 2018, the Bank proposes to reappoint him for another three years, which will take his aggregate tenure to 8 years.</p> <p>FOR</p> <p>Uday Khanna was MD &amp; CEO Larfarge India till July 2011 and executive chairperson till September 2014. He is currently the non-executive chairperson of Bata India Ltd. His reappointment is in line with requirements.</p>

7. To reappoint Uday S. Kotak (DIN: 00007467) as Executive Vice Chairman and Managing Director from 1 January 2018 to 31 December 2020 and to fix his remuneration
8. To reappoint Dipak Gupta (DIN: 00004771) as Joint Managing Director from 1 January 2018 to 31 December 2020 and to fix his remuneration
9. To approve increase in borrowing limits to Rs 600 bn from Rs 500 bn

FOR	Uday Kotak was paid a remuneration of Rs 28. 6 mn in FY17. His proposed remuneration is estimated at a maximum of Rs 58. 1 mn by the end of his term. As a good governance practice we expect Kotak Bank to disclose all components of proposed remuneration, both fixed and variable. The proposed remuneration is in line with that paid to peers and commensurate with size and complexities of the business.
FOR	Dipak Gupta was paid a remuneration of Rs 42. 6 mn in FY17 (including the value of ESOPs). His proposed remuneration is estimated at a maximum of Rs 76. 3 mn by the end of his term. As a good governance practise we expect Kotak Bank to disclose all components of proposed remuneration, both fixed and variable (including ESOPs). The proposed remuneration is in line with that paid to peers and commensurate with size and complexities of the business.
FOR	The Bank is well capitalized - its capital adequacy ratio of 16. 8% is much higher than RBI's minimum requirement under BASEL III norms. Considering the growth in business and operations of the Bank, its present and future requirements, Kotak Bank needs fresh funds. Since Kotak Bank is required to maintain its capital adequacy ratio at levels prescribed by the RBI, we believe that the Bank's capital structure will be regulated at all times. Kotak Banks's debt is rated CRISIL AAA/Stable/CRISIL A1+, ICRA AAA/Stable/ICRA A1+ and IND AAA/Stable/IND A1+, which indicates a high degree of safety regarding timely servicing of financial obligations. The bank's debt is rated on the global scale at BBB-/Stable by S&P.

				10. To approve private placement of debentures upto a limit of Rs 50 bn			FOR	This limit will be within the overall borrowing limit.
9	24-Jul-17	MAHINDRA & MAHINDRA FINANCIAL SERVICES	AGM	1. Adoption of standalone and consolidated financial statements for the year ended 31 March 2017	As per notice	As per notice	FOR	Routine.
				2. To declare dividend of Rs. 2.4.0 on equity share of face value Rs. 2.0 each			FOR	MMFSL has proposed a dividend of Rs. 2. 4 per equity share of face value Rs. 2. 0 for FY17, down 40% from that paid in FY16 due to a decline in PAT by 40. 5%. The total dividend proposed to be paid (including dividend tax) is Rs. 1. 6 bn and the payout ratio is 40. 8%.
				3. To appoint Ramesh Iyer (DIN 00220759), as a director liable to retire by rotation			FOR	Ramesh Iyer is the Vice Chairperson and Managing Director. His reappointment, as director liable to retire by rotation, is in line with statutory requirements.
				4. To appoint BSR & Co LLP as statutory auditors for five years			FOR	The appointment of BSR & Co LLP as statutory auditors is in line with provisions of section 139 of the Companies Act 2013.
10	18-Jul-17	BATA INIDA	AGM	1. Adoption of standalone and consolidated financial statements for the year ended 31 March 2017	As per notice	As per notice	FOR	Routine.
				2. Approve dividend of Rs.3.5 per share			FOR	The dividend payout is 34.15
				3. Reappoint Shaibal Sinha as a Director			FOR	He is currently the Regional Finance Director of Asia, Africa and Latam of Bata group based out of Singapore
				4. To appoint BSR & Co LLP as statutory auditors for five years and fix their remuneration			FOR	The appointment of BSR & Co LLP as statutory auditors is in line with provisions of section 139 of the Companies Act 2013.
11	14-Jul-17	VEDANTA LTD.	AGM	1. Adoption of financial statements for the year ended 31 March 2017	As per notice	As per notice	FOR	Routine.
				2. Confirm first interim dividend of Rs.1.75 per share and second interim dividend of Rs.17.75 per share			FOR	Vedanta paid Rs.19.50 per share as equity dividend in FY17. The payout ratio is 77.2%
				3. Reappoint Thomas Albanese as Director			FOR	Thomas Albanese is the CEO. His appointment is in line with all requirements
				4. Ratify SR Batliboi & Co as statutory auditors and fix their remuneration			FOR	The raitification is in line with all statutory requirements
				5. Appoint GR Arun Kumar as Whole time Director (CFO) for three years			FOR	His fixed pay, benefits, bonus and stock options are capped in absolute terms. His proposed remuneration is in line with peers and commensurate with the size and scale of operations

				<p>6. Reappoint Thomas Albanese as Whole time Director (CEO)</p> <p>7. Appoint K Venkatramanan as Independent Director for three years with effect from 1 April 2017</p> <p>8. Appoint Aman Mehta as Independent Director for three years with effect from 17 May 2017</p> <p>9. Appoint Ms Priya Aggarwal as Non Executive Director</p> <p>10. Approve remuneration of Rs.1.8mn payable to Ramnath Iyer &amp; Co and Shome &amp; Banerjee cost auditors for FY18</p> <p>11. Approve issuance of NCD and other debt securities upto Rs.200bn on a private placement basis</p> <p>12. Waive recovery of excess remuneration aggregating Rs.62.5mn paid to Navin Agarwal (Chairperson) for FY14</p>			FOR	He has announced his resignation as CEO with effect from 31 August 2017. The company proposes to reappoint him as CEO until 31 August 2017. As per proposed structure his annual remuneration is in line with peers and commensurate with the size and scale of operations
							FOR	He is former CEO and MD of L&T Limited. His appointment is in line with all statutory requirements
							FOR	Aman Mehta is the former CEO Asia Pacific at the HSBC group
							FOR	She has been Director on the Board of Cairn India since 2012. After the merger, she is continuing on the Board of Vedanta
							FOR	The total remuneration proposed is reasonable compared to the size and scale of business
							FOR	The issuance will be within the overall borrowing limits of Rs.800bn.
							FOR	We support the resolution as his total remuneration is in line with peers and commensurate with the size and scale of operations
12	13-Jul-17	BAJAJ AUTO	AGM	<p>1. Adoption of standalone and consolidated financial statements for the year ended 31 March 2017</p> <p>2. Declare final dividend of Rs. 55.0 per equity share (face value Rs. 10.0)</p> <p>3. Reappoint Madhur Bajaj as Non-Executive Director</p> <p>4. Reappoint Shekhar Bajaj as Non-Executive Director</p> <p>5. Appoint SRBC &amp; Co LLP as statutory auditors for five year and fix their remuneration</p> <p>6. Appoint Dr. Naushad Forbes as an Independent Director for five years, wef 18 May 2017</p> <p>7. Appoint Dr. Omkar Goswami as an Independent Director for five years, wef 18 May 2017</p>	As per notice	As per notice	FOR	Routine.
							FOR	Routine.
							FOR	Routine.
							FOR	Routine.
							FOR	Routine.
							FOR	Routine.
							FOR	Routine.
13	19-Jul-17	WIPRO	AGM	<p>1. Adoption of standalone and consolidated financial statements for the year ended 31 March 2017</p> <p>2. To confirm interim dividend of Rs.2 per share and final dividend for the year</p> <p>3. Reappoint Abidali Neemuchwala as Director liable to retire by rotation</p> <p>4. Appoint Deloitte Haskins &amp; Sells as statutory auditors for five year</p>	As per notice	As per notice	FOR	Routine.
							FOR	The payout has decreased from 22.1% to 7.2%
							FOR	He is the CEO of the company. His reappointment is in line with all statutory requirements of the company
							FOR	The appointment is in line with the provisions of section 139 of the Companies Act 2013

				5. Reappoint Azim H Premji as Executive Chairman and Managing Director for two years and to fix his remuneration			FOR	Azim Premji's remuneration terms remain unchanged from the previous resolution presented in the AGM of 2015. In addition to a fixed remuneration, Azim Premji will be paid a commission of 0.5% of the incremental net profits of Wipro over the previous year. Azim Premji was paid an aggregate remuneration of Rs.7.9mn for FY17
				6. Reappoint William Arthur Owens as Independent Director for five years till 31st July 2022			FOR	His appointment is in line with all statutory requirements
14	21-Jul-17	ANDHRA BANK	AGM	1. To discuss, approve and adopt the Audited Balance Sheet of the Bank as at 31st March, 2017, Profit & Loss Account for the year ended on that date, the Report of the Board of Directors on the working and activities of the Bank for the period covered by the Accounts and the Auditors' Report on the Balance Sheet and Accounts.	As per notice	As per notice	For	Routine
15	21-Jul-17	RELIANCE INDUSTRIES LTD.	AGM	1. Adoption of financial statements for the year ended 31 March 2017	As per notice	As per notice	FOR	Routine.
				2. Declare final dividend of Rs.11 per share			FOR	The payout ratio is 12.5%
				3. Reappoint Ms. Nita Ambani as Non Executive Non Independent Director			FOR	The reappointment is in line with all requirements
				4. Reappoint Hital Meswani as Director			FOR	The reappointment is in line with all requirements
				5. Appoint SRBC & Co LLP as statutory auditors for five years and fix their remuneration			FOR	The appointment is in line with the provisions of section 139 of the Companies Act 2013
				6. Reappoint Pawan Kumar Kapil as Whole-Time Director for five years and fix his remuneration			FOR	He is Whole-Time Director and has experience of over four decades in Petroleum industry. His past remuneration has been in line with industry. His estimated FY19 remuneration of Rs.32.2mn excluding stock options is in line with peers and commensurate with the size and complexity of the business
				7. Reappoint Nikhil Meswani as Whole-Time Director for five years and fix his remuneration			FOR	His past remuneration has been in line with industry. His estimated FY19 remuneration of Rs.194.1mn excluding stock options is in line with peers and commensurate with the size and complexity of the business
				8. Reappoint Yogendra Trivedi as Independent Director for five years			FOR	In line with The Companies Act 2013
				9. Reappoint Prof. Ashok Misra as Independent Director for five years			FOR	In line with The Companies Act 2013
				10. Reappoint Mansingh Bhakta as Independent Director for five years			FOR	In line with The Companies Act 2013



				10. To ratify and approve related party transactions with HDFC for FY18			FOR	The transaction includes sourcing, assignment and securitisation of home loans and other banking transactions. The value of these transactions will likely exceed 10% of revenues. The transactions are in ordinary course of business and on an arm's length basis
				11. To ratify and approve related party transactions with HDB Financials for FY18			FOR	The transaction includes asset backed/mortgage backed securitisation/loan assignment transactions with HDBFSL and other subsidiary cos. The value of these transactions will likely exceed 10% of consolidated revenues. The transactions are in ordinary course of business and on an arm's length basis
				12. To issue debt securities upto Rs.500bn on private placement basis			FOR	The overall borrowing is within the limits of the company as prescribed
17	26-Jul-17	DABUR INDIA	AGM	1. Adoption of financial statements for the year ended 31 March 2017	As per notice	As per notice	Abstain	Voting as per Consensus
				2. To confirm interim dividend of Rs.1.25 per share and declare final dividend of Rs.1 per shares			Abstain	The dividend payout is 47.8%
				3. Reappoint Mohit Burman as Non Executive Non Independent Director			Abstain	He is a part of promoter group. He retires by rotation and his appointment is in line with all statutory requirements
				4. Reappoint Amit Burman as Non Executive Non Independent Director			Abstain	He is a part of promoter group (Vice Chairman). He retires by rotation and his appointment is in line with all statutory requirements
				5. Appoint Walker Chandiok & Co LLP as statutory auditors for a period of five years			Abstain	The appointment is in line with the provisions of section 139 of the Companies Act 2013
				6. Ratify remuneration of Rs.478,000 for Ramnath Iyer & Co., as cost auditors for FY17 & FY18			Abstain	The proposed remuneration is comparable to the size and complexity of business
				7. Reappoint P D Narang as Whole-Time Director for a term of five years from 1 April 2018 and fix his remuneration			Abstain	P D Narang's proposed remuneration, estimated at Rs.109.7mn is commensurate with the size and performance of the company
18	26-Jul-17	INDUSIND BANK	AGM	1. Adoption of financial statements for the year ended 31 March 2017	As per notice	As per notice	FOR	Routine.
				2. Declare final dividend of Rs.0.5per equity share			FOR	The dividend payout is 15%
				3. Reappoint Romesh Sobti as an Executive Director			FOR	Romesh Sobti 67, has been the Managing Director and CEO for past nine years. His reappointment meets all statutory requirements

				4. Reappoint PWC Chartered Accountants LLP as statutory auditors for FY18 and fix their remuneration			FOR	The appointment is in line with the provisions of section 139 of the Companies Act 2013
				5. Reappoint R. Seshasayee as Non Independent Non Executive Chairperson			FOR	R Seshasayee 69, has been the Chairperson for past ten years. His reappointment meets all statutory requirements
				6. Increase borrowing limits to Rs.500bn from Rs.350bn			FOR	Given the growth in advances, Indusind will need fresh funds to meet its capital requirements
				7. Issuance of Long Term Bond or NCDs on a private placement basis upto Rs.100bn			FOR	The proposed issuance will be within the overall borrowing limit
19	24-Jul-17	BHARTI AIRTEL	AGM	1. Adoption of financial statements for the year ended 31 March 2017	As per notice	As per notice	FOR	Routine.
				2. Declare final dividend of Rs.1 per share			FOR	The dividend payout is Rs.480cr
				3. Reappoint Sheikh Faisal Thani Al-Thani as Non Executive Non Independent Director			FOR	He is Deputy CIO, Qatar Foundation Endowment
				4. Appoint Deloitte Haskins & Sells as statutory auditors for a period of five years and fix their remuneration			FOR	The appointment is in line with the provisions of section 139 of the Companies Act 2013
				5. Reappoint Manish Kejriwal as Independent Director for five years			FOR	Manish Kejriwal 48, is a Managing Partner, Kedaara Capital, a private equity fund
				6. Reappoint Gopal Vittal as MD and CEO for five years beginning 1 Feb 2018 and fix his remuneration with effect from 1 June 2017			FOR	His estimated FY18 remuneration of Rs.198mn including stock options is in line with peers and commensurate with the size and complexity of business
				7. Ratify remuneration of Rs.800,000 for RJ Goel & Co., as cost auditors for FY18			FOR	The proposed remuneration is comparable to the size and complexity of business
				8. Amend ESOP 2005 scheme (Bharti Airtel ESOP)			FOR	The company has confirmed that changes to the scheme size and vesting period of the scheme will be subject to shareholder approval. Further, since the exercise price is already equal to the face value of Rs.5 per share, the company will not be able to lower it further
20	26-Jul-17	HDFC limited	AGM	1. Adoption of financial statements for the year ended 31 March 2017	As per notice	As per notice	FOR	Routine.
				2. Confirm interim dividend of Rs.3 per share and approve final dividend of Rs.15 per share			FOR	The dividend payout is 46.2%
				3. Reappoint Ms Renu Sud Karnad as a Director			FOR	Ms Renu Karnad is the MD and her reappointment is in line with all statutory requirements
				4. Reappoint V Srinivasa Rangan as a Director			FOR	Mr Rangan is an ED and his reappointment is in line with all statutory requirements
				5. Appoint BSR & Co LLP as statutory auditors for five years and fix their remuneration at Rs.16.7mn for FY18			FOR	The appointment is in line with the provisions of section 139 of the Companies Act 2013

				6. Approve issuance of NCD of upto Rs.850bn			FOR	The issuance will be within the overall borrowing limit of Rs.3.5trn
				7. Approve related party transactions with HDFC Bank aggregating to Rs.200bn for FY18			FOR	The transactions are in the ordinary course of business and will be at arm's length basis
				8. Approve revision in basic salary for executive directors w.e.f 1 Jan 2017			FOR	The estimated remuneration for all the directors is in line with peers and commensurate with the size and scale of operations
				9. Amend AOA to align with The Companies Act 2013			FOR	This is in the context of Companies Act 2013, where several provisions of the existing AOA of the company require alteration or deletion
21	26-Jul-17	AXIS BANK	AGM	1. Adoption of financial statements for the year ended 31 March 2017	As per notice	As per notice	FOR	Routine.
				2. Declare dividend of Rs.5 per share			FOR	The dividend payout is 38.2%
				3. Reappoint Ms Usha Sangwan as a Director liable to retire by rotation			FOR	Ms Usha is the nominee of LIC on the Board of Axis Bank
				4. Reappoint B Babu Rao as a Director liable to retire by rotation			For	Is the employee of the same company as the asset manager
				5. To ratify appointment of S R Batliboi & Co LLP as statutory auditors for one year			FOR	The ratification is in line with all requirements
				6. To approve revision in remuneration of Dr Sanjiv Misra as Non Executive (Part time Chairman) for one year from 18th July			FOR	The proposed remuneration is in line with peers and commensurate with the size and scale of operations of the Bank
				7. To approve revision in remuneration of MD & CEO, Shikha Sharma for one year from 1st June			FOR	The paid/proposed remuneration is in line with peers and commensurate with the size and scale of operations of the Bank
				8. To approve revision in remuneration of Deputy MD, V Srinivasan for one year from 1st June			FOR	The paid/proposed remuneration is in line with peers and commensurate with the size and scale of operations of the Bank
				9. To approve revision in remuneration of Executive Director (Retail Banking), Rajiv Anand for one year from 1st June			FOR	The paid/proposed remuneration is in line with peers and commensurate with the size and scale of operations of the Bank
				10. To approve revision in remuneration of Executive Director (Corporate Centre), Rajesh Dahiya for one year from 1st June			FOR	The paid/proposed remuneration is in line with peers and commensurate with the size and scale of operations of the Bank
				11. To approve borrowing/raising funds in Indian/Foreign currency by issue of debt instruments including but not limited to bonds and NCD for an amount upto Rs.350bn			FOR	The proposed issuance will be within the overall borrowing limit
22	27-Jul-17	EXIDE INDUSTRIES	AGM	1. Adoption of financial statements for the year ended 31 March 2017	As per notice	As per notice	FOR	Routine.
				2. Confirm interim dividend of Rs.1.6 per share and approve final dividend of Rs.0.8 per share			FOR	The dividend payout is 35.4%
				3. Reappoint Subir Chakraborty as an Executive Director			FOR	His reappointment is in line with all statutory requirements

				4. Reappoint Rajan Raheja as a Non Executive Non Independent Director			FOR	He is the promoter Vice Chairperson and his reappointment is in line with all statutory requirements
				5. Appoint BSR & Co LLP as statutory auditors for five years			FOR	The appointment is in line with the provisions of section 139 of the Companies Act 2013
				6. Ratify remuneration of Rs.900,000 for Shome Banerjee, Cost auditors for FY18			FOR	The proposed remuneration is comparable to the size and complexity of the business
23	21-Jul-17	BIOCON	AGM	1. Adoption of financial statements for the year ended 31 March 2017	As per notice	As per notice	FOR	Routine.
				2. Declare final dividend of Rs.1 per share			FOR	The dividend payout is 13.9%
				3. Reappoint Ravi Mazumdar as a Non Executive Non Independent Director			FOR	He is a professor at university of Waterloo, Canada. His reappointment is in line with all requirements
				4. Ratify appointment of BSR & Co LLP as statutory auditors for one year and fix their remuneration			FOR	The appointment is in line with the provisions of section 139 of the Companies Act 2013
				5. Reappoint Russel Walls as an Independent Director for five years			FOR	Russel Walls is the Chairperson of Aviva Life Holdings Limited. He has been on Board since April 2011. His reappointment is in line with all statutory requirements
				6. Reappoint Mary Harney as an Independent Director for five years			FOR	Mary Harney has been on Board since April 2012. Her reappointment is in line with all statutory requirements
				7. Reappoint Daniel M. Bradbury as an Independent Director for five years			FOR	Daniel Bradbury has been on Board since April 2013. His reappointment is in line with all statutory requirements
				8. Ratify remuneration of Rs.450,000 for M/s Rao Murthy & Associates, Cost auditors for FY18			FOR	The proposed remuneration is comparable to the size and complexity of the business
24	28-Jul-17	Dr. Reddy's Laboratories Limited	AGM	1. Adoption of financial statements for the year ended 31 March 2017	As per notice	As per notice	FOR	Routine.
				2. Declare final dividend of Rs.20 per share			FOR	Routine.
				3. Reappoint GV Prasad as Director retiring by rotation			FOR	His reappointment is in line with all requirements
				4. Ratify appointment of S R Batliboi & Associates LLP as statutory auditors for one year and fix their remuneration			FOR	The appointment is in line with the provisions of section 139 of the Companies Act 2013
				5. Reappoint Satish K Reddy as Whole-Time Director designated as Chairperson for a term of five years with effect from 1 Oct 2017 and fix his remuneration			FOR	The appointment is in line with the provisions of section 139 of the Companies Act 2013
				6. Ratify remuneration of Rs.700,000 for Sagar & Associates, Cost auditors for FY18			FOR	The proposed remuneration is comparable to the size and complexity of the business
25	28-Jul-17	IDFC LIMITED	AGM	1. Adoption of financial statements for the year ended 31 March 2017	As per notice	As per notice	FOR	Routine.
				2. Declare final dividend of Rs.0.25 per share			FOR	Payout ratio is 86.1%

				3. To reappoint Chinatamani Bhagat as Director liable to retire by rotation			FOR	He is ED of Khazanah(Investments) Nasional Berhad. He is a nominee of several institution shareholders. His appointment is in line with all statutory requirements
				4. To appoint Price Waterhouse & Co LLP as statutory auditors for a period of five years			FOR	The appointment is in line with the provisions of section 139 of the Companies Act 2013
				5. To appoint Manish Kumar as Nominee Director of the Govt of India liable to retire by rotation			FOR	Manish Kumar is Under Secretary with the Dept of Financial Services, Ministry of Finance. He is in charge of Industrial relations with PSBs.His appointment is in line with all statutory requirements
				6. To appoint Soumyajit Ghosh as Nominee Director of the Govt of India liable to retire by rotation			FOR	Soumyajit Ghosh is Under Secretary with the Dept of Financial Services, Ministry of Finance. He is in charge of administrative and other matters relating to financial institutions - EXIM, IIFCL,IFCI, etc. H is involved with issues relating to revival of stressed assets in the infra sector.His appointment is in line with all statutory requirements
				7. To appoint Sunil Kakar as Director			FOR	IDFC Ltd. Has appointed Sunil Kakar as the MD and CEO following the resignation of Vikram Limaye from 15 July 2017. He is currently the CFO of IDFC Bank
				8. To appoint Sunil Kakar as MD & CEO for three years from 16 July 2017 and fix his remuneration			FOR	The proposed remuneration is commensurate with the size and scale of business
				9. To reappoint S S Kohli as Independent Director for a period of 2 years till AGM of FY19			FOR	SS Kohli was the CMD of Punjab & Sind Bank and PNB
				10. To Marianne Okland as Independent Director for a period of 2 years till AGM of FY19			FOR	Marianne Okland is the Managing Director of Avista Partners, a London Based consultancy and advisory services company and also helps in raising capital. Her appointment is in line with all statutory requirements
				11. To issue NCD on private placement basis upto Rs.100bn			FOR	The borrowings are within the overall limits of the company
26	28-Jul-17	IDFC BANK LIMITED	AGM	1. Adoption of financial statements for the year ended 31 March 2017	As per notice	As per notice	FOR	Routine.
				2. Declare final dividend of Rs.0.75 per share			FOR	Payout ratio is 30%
				3. To reappoint Deloitte Haskins & Sells as statutory auditors for a period of one year			FOR	The appointment is in line with the provisions of section 139 of the Companies Act 2013
				4. To approve offer and issue of debt securities on a private placement basis upto a limit of Rs.100bn			FOR	The borrowings are within the overall limits of the Bank

				<p>5. To appoint Anand Sinha as Independent Director for a period of 3 years till July 2019</p> <p>6. To Ms Anindita Sinharay as Nominee Director of Govt of India, liable to retire by rotation</p> <p>7. To appoint Sunil Kakar as Nominee Director of IDFC Limited, liable to retire by rotation</p> <p>8. To appoint Avtar Monga as Director liable to retire by rotation</p> <p>9. To appoint Avtar Monga as Executive Director for three years from 25 April 2017 and to fix his remuneration</p>			<p>FOR</p> <p>FOR</p> <p>FOR</p> <p>FOR</p> <p>FOR</p>	<p>Anand Sinha was adviser to RBI upto april 2014 after demitting the office of Deputy Governor, RBI in Jan 2014. His appointment as Independent Director is in line with all the statutory requirements</p> <p>Anindita Sinharay is an Indian Statistical Service Officer working as Director in the Dept Of Financial Services, Ministry of Finance. She is being appointed as the Nominee of the Govt Of India</p> <p>The appointment is in line with all the statutory requirements</p> <p>Avtar Monga is the COO of IDFC Bank since March 2014. His appointment is in line with all the statutory requirements</p> <p>The remuneration proposed for Avtar Monga is higher than that paid to peers in the banking industry. However, as it is a new bank, setting up robust systems is critical, which are to current scale and so we support the resolution</p>
27	28-Jul-17	ITC LIMITED	AGM	<p>1. Adoption of financial statements for the year ended 31 March 2017</p> <p>2. Declare final dividend of Rs.4.75 per share</p> <p>3. Reappoint Suryakant Balkrishna Mainak as a Non Executive Non Independent Director</p> <p>4. Ratification of Deloitte Haskins &amp; Sells as statutory auditors and fix their remuneration at Rs.29.5mn for FY18</p> <p>5. Appoint Zafir Alam as a Non Executive Non Independent Director for a period of three years from 28 July 2017</p> <p>6. Appoint David Robert Simpson as a Non Executive Non Independent Director for a period of three years from 28 July 2017</p> <p>7. Appoint Ashok Malik as a Non Executive Non Independent Director for a period of three years from 28 July 2017</p>	As per notice	As per notice	<p>FOR</p> <p>FOR</p> <p>FOR</p> <p>FOR</p> <p>FOR</p> <p>FOR</p> <p>FOR</p>	<p>Routine.</p> <p>Payout ratio is 68.1%</p> <p>He is the representative of LIC. His appointment is in line with all statutory requirements</p> <p>The ratification is in line with the provisions of section 139 of the Companies Act 2013</p> <p>His appointment is in line with all statutory requirements</p> <p>His appointment is in line with all statutory requirements</p> <p>His appointment is in line with all statutory requirements</p>

				8. Approve additional remuneration of YC Deveshwar as a Non Executive Chairperson for a period of three years with effect from 5 Feb 2017			FOR	We interacted with the company and as per the company given the size and complexity of business it was felt that the guidance of Y C Deveshwar will be necessary for smooth functioning. The remuneration proposed is commensurate with the size and performance of the company. Further, we also hope that the term is only for 3 years and post that the transition will happen smoothly
				9. Revision in terms of Sanjiv Puri as CEO and Whole Time Director for a period of three years from 5 Feb 2017			FOR	Sanjiv Puri remuneration estimated at Rs.112.6mn is commensurate with the size and performance of the company
				10. Ratify remuneration of Rs.0.4mn for P Raju Iyer, cost auditors for "Paper and Paperboard" and "Nicotine gum" products of the company for FY18			FOR	The proposed remuneration is commensurate with the size and complexity of the business
				11. Ratify remuneration of Rs.0.5mn for Shome Banerjee, cost auditors for all products other than "Paper and Paperboard" and "Nicotine gum" of the company for FY18			FOR	The proposed remuneration is commensurate with the size and complexity of the business
28	28-Jul-17	CESC LIMITED	AGM	1. Adoption of financial statements for the year ended 31 March 2017	As per notice	As per notice	FOR	Routine.
				2. Confirm interim dividend of Rs.10 per share			FOR	Payout ratio is 18.6% vs 19% in FY16
				3. Appoint Aniruddha Basu as Director			FOR	Aniruddha Basu is the MD of the company. The appointment is in line statutory requirements
				4. Appoint S R Batliboi & Co as statutory auditors for five years and fix their remuneration			FOR	SR Batliboi will replace Lovelock & Lewis as auditors. Their appointment is in line with all statutory requirements
				5. Approva creation of mortgage on assets against debt and financial guarantees aggregating to Rs.20.1bn			FOR	CESC has raised secured loans aggregating to Rs.18.4bn. The secured debt has easier repayment terms, less restrictive covenants and marginally lower interest rates
				6. Approve remuneration of Rs.0.6mn payable to Shome and Banerjee, cost auditors for FY18			FOR	The proposed remuneration is commensurate with the size and scale of the business
29	01-Aug-17	TECH MAHINDRA LIMITED	AGM	1. Adoption of financial statements for the year ended 31 March 2017 - Standalone	As per notice	As per notice	FOR	Routine.
				2. Adoption of financial statements for the year ended 31 March 2017 - consolidated			FOR	Routine.
				3. Declare dividend of Rs.9 per share			FOR	The payout ratio is 34.6%

				4. Reappointment of Ulhas N. Yargop as director liable to retire by rotation			FOR	Ulhas Yargop has been Group President of the Mahindra group. He has been group's Chief Technology Officer and Chairman of the Group Sustainability Council in the past. He is the nominee of the promoter on the Board of Tech Mahindra. His reappointment as director liable to retire by rotation is in line with all statutory requirements
				5. Appoint BSR & Co LLP as statutory auditors for five years			FOR	The appointment is in line with the provisions of section 139 of the Companies Act 2013
30	02-Aug-17	LUPIN LIMITED	AGM	1. Adoption of financial statements for the year ended 31 March 2017 - Standalone	As per notice	As per notice	FOR	Routine.
				2. Adoption of financial statements for the year ended 31 March 2017 - consolidated			FOR	Routine.
				3. Declare dividend of Rs.7.5 per share			FOR	The payout ratio is 13%
				4. Reappoint Dr Kamal K Sharma as Director retiring by rotation			FOR	Dr Kamal K Sharma is Vice-Chairperson. His reappointment as director liable to retire by rotation is in line with all statutory requirements
				5. Ratify appointment of BSR & Co LLP as statutory auditors for one year and fix their remuneration			FOR	The ratification is in line with the provisions of section 139 of the Companies Act 2013
				6. Ratify remuneration of Rs.0.6mn payable to S D Shenoy as cost auditors for FY18			FOR	The proposed remuneration is commensurate with the size and scale of the business
				7. To increase the intercorporate transaction limit to Rs.50bn over and above the aggregate of free reserves and securities premium account			FOR	The company's inter-corporate transactions as on 31st March 2017 aggregate Rs.117.5bn. The additional will give it flexibility to allow for further loans and investments
31	03-Aug-17	COLGATE PALMOLIVE LIMITED	AGM	1. Adoption of financial statements for the year ended 31 March 2017 - Standalone	As per notice	As per notice	FOR	Routine.
				2. Appoint SRBC & Co LLP as statutory auditors for five year and fix their remuneration			FOR	The appointment is in line with the provisions of section 139 of the Companies Act 2013
				3. Appoint Jacob Sebastian Madukkakuzy as Whole Time Director			FOR	The appointment is in line with all the statutory requirements
				4. Appoint Jacob Sebastian Madukkakuzy as WTD and CFO for a period of five years from 28 Oct 2016 and fix his remuneration as minimum remuneration			FOR	The company proposes to appoint Mr Jacob as WTD and CFO with proposed maximum remuneration of Rs.77.6mn. The proposed remuneration is commensurate with the size and complexity of the business and is in line with peers
				5. Appoint Chandrasekar Meenakshi Sundaram as Whole Time Director			FOR	The appointment is in line with all the statutory requirements

				6. Appoint Chandrasekar Meenakshi Sundaram as Whole Time Director for a period of five years from 2 Jan 2017 and fix his remuneration as minimum remuneration			FOR	The proposed remuneration is commensurate with the size and complexity of the business and is in line with peers
				7. Approve commission of upto 1% of net profits for independent Directors upto Rs.0.1mn each for a period of three years from 1 April 2016			FOR	The proposed remuneration is comparable to peers
				8. Keep the Register of Members and other documents at the office of the Registrar and Transfer Agent			FOR	The documents will be maintained within the same city where the registered office is located; we believe that this will not cause inconvenience to shareholders
32	04-Aug-17	MAHINDRA & MAHINDRA LIMITED	AGM	1. Adoption of financial statements for the year ended 31 March 2017 - Standalone	As per notice	As per notice	FOR	Routine.
				2. Declare final dividend of Rs.13 per share			FOR	Routine.
				3. Reappoint Pawan Goenka as an Executive Director			FOR	Routine.
				4. Appoint BSR & Co LLP as statutory auditors for five year and fix their remuneration			FOR	The appointment is in line with the provisions of section 139 of the Companies Act 2013
				5. Approve remuneration of Rs.0.75mn for DC Dave & Co as cost auditors for FY18			FOR	The total remuneration proposed is commensurate with the size and complexity of the business
				6. Appoint TN Manoharan as an Independent Director for five years			FOR	Routine.
				7. Reappoint Anand Mahindra as an Executive Chairperson for five years wef from 12 Nov 2016			FOR	Routine.
				8. Reappoint Dr Pawan Goenka as the Managing Director for four years wef from 12 Nov 2016			FOR	Routine.
				9. Issuance of NCD and/or CP on a private placement basis upto Rs.50bn			FOR	Routine.
33	04-Aug-17	MRF LIMITED	AGM	1. Adoption of financial statements for the year ended 31 March 2017 - Standalone	As per notice	As per notice	FOR	Routine.
				2. Declare final dividend of Rs.54 per share			FOR	Routine.
				3. Reappoint Dr K C Mammen as Non Executive Non Independent Director			FOR	He is the promoter and Director of the company since 1975. His reappointment is in line with all statutory requirements
				4. Appoint Mahesh, Virender and Sriram as joint statutory auditors for five years and fix their remuneration			FOR	The will jointly audit the financial statements with SCA and Associates
				5. Ratify SCA and Associates as Joint Statutory auditors and fix their remuneration			FOR	The ratification is in line with all statutory requirements
				6. Modification of AOA to increase the size of the Board and make WTD retire by rotation			FOR	Support the changes made to AOA with regard to MD and WTD to retire by rotation and increase in the Board size above 15 members (seek approval as per The Companies Act)
				7. Authorize Board to appoint more than 15 Directors on Board			FOR	More Directors can add value in critical issues
				8. Appoint Samir Thalian Mappillai as a Director			FOR	He belongs to promoter family
				9. Appoint Varun Mammem as a Director			FOR	He belongs to promoter family

				10. Revise remuneration payable to KM Mammem as Chairperson and MD wef from 4 May 2017			FOR	Revised annual remuneration estimated at Rs.218.3mn is in line with peers and commensurate with the size and complexity of the business
				11. Revise remuneration payable to Arun Mammem as Vice Chairperson and MD wef from 4 May 2017			FOR	Revised annual remuneration estimated at Rs.201.6mn is in line with peers and commensurate with the size and complexity of the business
				12. Appoint Rahul Mammem Mappillai as MD for five years wef from 4 May 2017 and fix his remuneration			FOR	Revised annual remuneration estimated at Rs.174.3mn is in line with peers and commensurate with the size and complexity of the business
				13. Appoint Samir Thalian Mappillai as WTD for five years wef from 4 August 2017 and fix his remuneration			FOR	He belongs to promoter family and estimated remuneration is line with peers and commensurate with the size and complexity of the business
				14. Appoint Varun Mammem as WTD for five years wef from 4 Aug 2017 and fix his remuneration			FOR	He belongs to promoter family and estimated remuneration is line with peers and commensurate with the size and complexity of the business
				15. Approve remuneration of Rs.644,000 payable to C.Govindan Kutty, cost auditor for FY18			FOR	The proposed remuneration is commensurate with the size and scale of the business
34	04-Aug-17	ARVIND LIMITED	AGM	1. Adoption of financial statements for the year ended 31 March 2017 - Standalone	As per notice	As per notice	FOR	Routine.
				2. Declare final dividend of Rs.2.4 per share			FOR	Routine.
				3. Reappoint Jayesh Shah as an Executive Director			FOR	His appointment meets all statutory requirements
				4. Appoint Deloitte Haskins & Sells LLP as statutory auditors for a period of five years and fix their remuneration			FOR	The appointment is in line with the provisions of section 139 of the Companies Act 2013
				5. Approve remuneration of Rs.0.38mn for Kiran J. Mehta & Co., as cost auditors for FY18			FOR	The total remuneration proposed is reasonable compared to the size and scale of operations of the company
				6. Reappoint Punit Lalbhai as an Executive Director for five years wef 1 August 2017 and fix his remuneration			FOR	His proposed remuneration of Rs.34.3mn for FY18 in line with peers and commensurate with the size and complexity of the business
				7. Reappoint Kulin Lalbhai as an Executive Director for five years wef 1 August 2017 and fix his remuneration			FOR	His proposed remuneration of Rs.34.3mn for FY18 in line with peers and commensurate with the size and complexity of the business
				8. Issuance of NCD on a private placement basis upto Rs.5bn			FOR	The NCDs will be issued within the overall borrowing limit
35	07-Aug-17	BRITANNIA INDS LIMITED	AGM	1. Adoption of financial statements for the year ended 31 March 2017 - Standalone	As per notice	As per notice	FOR	Routine.
				2. Declare final dividend of Rs.22 per share			FOR	Routine.

				3. Reappoint A K Hirjee as an Non Executive Director Non Independent Director			FOR	He is retiring by rotation and his appointment meets all statutory requirements
				4. Ratify BSR & Co LLP as statutory auditors for FY18			FOR	The appointment is in line with the provisions of section 139 of the Companies Act 2013
				5. Appoint Dr Ajay Shah as an Independent Director for a period of five years from 13 Feb 2017			FOR	His appointment meets all statutory requirements
				6. Appoint Dr Yashwantrao Thorat as an Independent Director for a period of five years from 13 Feb 2017			FOR	His appointment meets all statutory requirements
36	08-Aug-17	TATA STEEL LIMITED	AGM	1. Adoption of financial statements for the year ended 31 March 2017 - Standalone/Consolidated	As per notice	As per notice	FOR	Routine.
				2. Declare final dividend of Rs.10 per share			FOR	Routine.
				3. Reappoint Dinesh Kumar Mehrotra as an Non Executive Director Non Independent Director			FOR	Dinesh Kumar is the former Chairperson of LIC. His reappointment is in line with all statutory requirements
				4. Reappoint Kaushik Chatterjee as Director			FOR	He is in charge of Tata Steel's operations in Europe. His reappointment is in line with all statutory requirements
				5. Appoint Price Waterhouse & Co as statutory auditors for five years and fix their remuneration			FOR	The appointment is in line with the provisions of section 139 of the Companies Act 2013
				6. Appoint N Chandrasekaran as Director			FOR	He is the Chairperson of Tata Sons Limited - the holding company. His reappointment is in line with all statutory requirements
				7. Appoint Dr Peter (Petrus) Blauwhoff as an Independent Director for a period of five years from 7 Feb 2017			FOR	He is the former Chief Executive Officer of Deutsche Shell Holding GmbH. His appointment meets all statutory requirements
				8. Appoint Aman Mehta as an Independent Director for a period from 29 Mar 2017 to 21 August 2021			FOR	Aman Mehta is the former CEO of HSBC (Asia Pacific region).His appointment meets all statutory requirements
				9. Appoint Deepak Kapoor as an Independent Director for a period of five years beginning from 1 April 2017			FOR	Deepak Kapoor is the former Chairperson of PWC India. His appointment meets all statutory requirements
				10. Approve remuneration of Rs.1.8mn payable to Shome & Banerjee, cost auditors for FY18			FOR	The proposed remuneration is commensurate with the size and scale of the business
37	11-Aug-17	CIPLA LIMITED	AGM	1. Adoption of financial statements for the year ended 31 March 2017 - Standalone/Consolidated	As per notice	As per notice	FOR	Routine.
				2. Declare final dividend of Rs.2 per share			FOR	Routine.
				3. Reappoint S Radhakrishnan as Whole Time Director			FOR	His reappointment is in line with all statutory requirements
				4. Ratify reappointment of Walker Chandiok & Co LLP as statutory auditors for one year and fix their remuneration			FOR	The appointment is in line with the provisions of section 139 of the Companies Act 2013
				5. Appoint Ireena Vittal as an Independent Director for a period of five years from 1 Dec 2016 until 30 Nov 2021			FOR	She was a partner at McKinsey & Co. Her reappointment is in line with all statutory requirements

				6. Appoint Peter Lankau as an Independent Director for a period of five years from 10 Jan 2017 until 9 Jan 2022			FOR	He is a principal of Lankau Consulting LLC. His reappointment is in line with all statutory requirements
				7. Redesignate Samina Vaziralli as Executive Vice Chairperson wef 1 April 2017 until 9 July 202 and revise her remuneration			FOR	She is a part of promoter family. The redesignation will change her roles and responsibilities to governance and supervision from operational management
				8. Ratify remuneration of Rs1 mn payable to D.H Zaveri as cost auditor for FY18			FOR	The proposed remuneration is commensurate with the size and scale of the business
				9. Issuance of FCCB/GDR/ADR/Other instruments convertible in equity shares aggregating upto Rs.20bn			FOR	Total dilution at current market price will be roughly 4.2% on post issuance share capital. It needs funds to grow business and to augment capital base
				10. Issue debt securities upto Rs.20bn on a private placement basis			FOR	The issuance is within the overall borrowing limit
38	11-Aug-17	CADILA HEALTHCARE LIMITED	AGM	1. Adoption of financial statements for the year ended 31 March 2017 - Standalone/Consolidated	As per notice	As per notice	FOR	Routine.
				2. Declare final dividend of Rs.3.2 per share			FOR	Routine.
				3. Reappoint Mukesh M Patel as Non Executive Non Independent Director retiring by rotation			FOR	His reappointment is in line with all statutory requirements
				4. Appoint Deloitte Haskins & Sells LLP as statutory auditors for five years and fix their remuneration			FOR	The appointment is in line with the provisions of section 139 of the Companies Act 2013
				5. Appoint Dr. Sharvil P Patel as MD for a period of five years wef 1 April 2017 and fix his remuneration			FOR	He is MD and promoter of the company. His proposed remuneration is capped at 5% of Net profits. His proposed remuneration of Rs.237mn is high. However, we observe that payouts to Executive Directors in the past have been in line with industry peers and aligned with the overall performance of the company. We expect the company will be prudent while paying his remuneration and that it will be commensurate with the size and performance in the future
				6. Ratify remuneration of Rs.1mn payable to Dalwadi & Associates as cost auditors for FY18			FOR	The proposed remuneration is commensurate with the size and scale of the business
				7. Issue securities upto Rs.100bn			FOR	The max potential dilution is estimated to be 15.5%. The company has taken similar approvals in the past but has not issued securities during the validity of the resolution. Its an enabling resolution

				<p>8. Issue secured redeemable NCD upto Rs.35bn on a private placement basis</p> <p>9. Appoint Ganesh N Nayak as a Director liable to retire by rotation</p> <p>10. Appoint Ganesh N Nayak as a Executive Director &amp; COO for a period of three years</p> <p>11. Appoint Sharvil M Patel as Managing Director &amp; COO for a period of five years beginning from 1 April 2017</p>			FOR	The issuance will within the overall borrowing limit
							FOR	He is COO of the company. He has been associated with the group since 1977 and has over 40 yrs of experience. His appointment is in line with all statutory requirements
							FOR	He is the COO of the company. His proposed remuneration is capped at 5% of Net profits. His remuneration terms are open ended as there is no cap (in absolute terms) on the overall pay. However, we observe that payouts to Executive Directors in the past have been in line with industry peers and aligned with the overall performance of the company. We expect the company will be prudent while paying his remuneration and that it will be commensurate with the size and performance in the future
							FOR	He was previously the JMD. The company proposes to appoint him as MD. His appointment is in line with all statutory requirements
39	18-Aug-17	Tata Global Beverages Limited	AGM	<p>1. Adoption of financial statements for the year ended 31 March 2017 - Standalone</p> <p>2. Adoption of financial statements for the year ended 31 March 2017 - Consolidated</p> <p>3. Declare final dividend of Rs.2.35 per share</p> <p>4. Reappoint Harish Bhat as Non Executive Non Independent Director</p> <p>5. Reappoint S Santhankrishnan as Non Executive Non Independent Director</p> <p>6. Appoint Deloitte Haskins &amp; Sells as statutory auditors for a period of five years and fix their remuneration</p> <p>7. Appoint N Chandrasekaran as Non Executive Non Independent Director</p> <p>8. Appoint Siraj Azmat Chaudhary as Independent Director for five years beginning 18 August 2017</p> <p>9. Approve remuneration of Rs.325,000 payable to Shome Banerjee, cost auditors for FY18</p> <p>10. Revise remuneration payable to Ajoy Misra, MD with effect from 1 April 2017</p>	As per notice	As per notice	FOR	Routine.
							FOR	Routine.
							FOR	Routine.
							FOR	His reappointment is in line with all statutory requirements
							FOR	His reappointment is in line with all statutory requirements
							FOR	The appointment is in line with the provisions of section 139 of the Companies Act 2013
							FOR	His reappointment is in line with all statutory requirements
							FOR	His reappointment is in line with all statutory requirements
							FOR	The proposed remuneration is commensurate with the size and scale of the business
							FOR	After revision his annual remuneration is estimated at Rs.44.1mn. This is in line with peers and commensurate with the size and complexity of business

				11. Revise remuneration payable to Krishna Kumar, ED with effect from 1 April 2017			FOR	After revision his annual remuneration is estimated at Rs.38.5mn. This is in line with peers and commensurate with the size and complexity of business
				12. Issue NCD upto Rs.4.5bn on private placement basis			FOR	The issuance will within the overall borrowing limit
40	18-Aug-17	LIC HOUSING FINANCE	AGM	1. Adoption of financial statements for the year ended 31 March 2017 - Standalone	As per notice	As per notice	FOR	Routine.
				2. Declare final dividend of Rs.6.2 per share			FOR	Routine.
				3. To reappoint Usha Sangwan as director liable to retire by rotation			FOR	Usha sangwan is the MD of LIC. He reappointment meets all statutory requirements
				4. To ratify appointment of Chokshi & Chokshi LLP and Shah Gupta & Co. as joint auditors for one year			FOR	The ratification is in line with provision of section 139 of the Companies Act 2013
				5. To issue redeemable NCD on private placement basis upto Rs.570bn			FOR	The debt issuance will be within the overall borrowing limit of the company
				6. To appoint Vinay Shah as the MD and CEO for a period of three years from 12th April 2017 and fix his remuneration			FOR	He was appointed MD and CEO of LICHL for 3 years from 12 April 2017
				7. To reappoint Jagdish Capoor as Independent Director for five years from 27 May 2017			FOR	Jagdish Capoor is the former Deputy Gov of RBI. His reappointment meets all statutory requirements
				8. To appoint Savita Singh as Non Executive Director for five years from 27 May 2017			FOR	Savita Singh is a partner with the law firm Khaitan & co. Her reappointment meets all statutory requirements
41	22-Aug-17	Larsen and Toubro Limited	AGM	1. Adoption of financial statements for the year ended 31 March 2017 - Standalone	As per notice	As per notice	FOR	Routine.
				2. Declare final dividend of Rs.21 per share			FOR	Routine.
				3. Reappoint Sushobhan Sarker as a Director			FOR	The reappointment is in line with all statutory requirements
				4. Reappoint Shailendra Roy as a Director			FOR	The reappointment is in line with all statutory requirements
				5. Reappoint R Shankar Raman as a Director			FOR	The reappointment is in line with all statutory requirements
				6. Reappoint Subodh Bhargava as an Independent Director for five years w.e.f 30 March 2017			FOR	The reappointment is in line with all statutory requirements
				7. Reappoint S N Subramanyan as CEO & MD for a period of five years w.e.f 1 July 2017 and fix his remuneration			FOR	As a part of company's succession plan, SN Subramanyan (currently deputy MD) is being elevated as CEO & MD. His proposed remuneration of Rs.287.3mn is high, but comparable to peers. With years of experience working with L&T and in the infra domain, his expertise and leadership will be beneficial for the company
				8. Appoint Jayant Damodar Patil as a Director			FOR	The appointment is in line with all statutory requirements
				9. Appoint Jayant Arvind Gupta as a Director			FOR	The appointment is in line with all statutory requirements

				<p>10. Appoint Jayant Damodar Patil as a Whole Time Director for a period of five years w.e.f 1 July 2017 and to fix his remuneration</p> <p>11. Approve issuance of equity linked securities upto Rs.40bn or USD 600mn, whichever is higher</p> <p>12. Approve issuance of NCD of upto Rs.60bn</p> <p>13. Ratify appointment of Deloitte Haskins &amp; Sells as statutory auditors for FY18</p> <p>14. Approve remuneration of Rs.1.2mn for R Nanabhoy &amp; Co., as cost auditors for FY18</p>			FOR	The proposed remuneration of Rs.73.8mn is in line with peers and commensurate with the size and scale of operations
							FOR	Based on current market price, the issuance will result in max dilution of 3.6% for existing shareholders. The capital infusion will help L&T fund its growth and expansion plans
							FOR	The debt issuance will be within the overall borrowing limit of the company
							FOR	The ratification is in line with provision of section 139 of the Companies Act 2013
							FOR	The proposed remuneration is commensurate with the size and scale of the business
42	22-Aug-17	TATA MOTORS	AGM	<p>1. Adoption of financial statements for the year ended 31 March 2017 - Standalone</p> <p>2. Reappoint Dr Ralph Speth as a Non Executive Non Independent Director</p> <p>3. Appoint BSR &amp; Co LLP as statutory auditors for a period of five years and fix their remuneration</p> <p>4. Appoint Natarajan Chandrasekaran as Non Executive Non Independent Director</p> <p>5. Appoint Om Prakash Bhatt as an Independent Director for five years wef 9 May 2017</p> <p>6. Reappoint Satish Borwankar as an Executive Director and COO for two years wef 16 July 2017</p> <p>7. Approve remuneration of Rs.0.7mn for Mani &amp; Co. as cost cost auditors for FY18</p> <p>8. Issuance of NCD on a private placement basis upto Rs.30bn</p>	As per notice	As per notice	FOR	Routine.
							FOR	Routine.
							FOR	The ratification is in line with provision of section 139 of the Companies Act 2013
							FOR	The appointment is in line with all statutory requirements
							FOR	The appointment is in line with all statutory requirements
							FOR	The reappointment is in line with all statutory requirements
							FOR	The proposed remuneration is commensurate with the size and scale of the business
							FOR	The debt issuance will be within the overall borrowing limit of the company
43	21/08/17	LARSEN & TOUBRO	Postal Ballot	1. Approve amalgamation of Spectrum Infotech Private Limited, a wholly owned subsidiary with L&T	As per notice	As per notice	FOR	It is engaged in Technology and Product development of electronic components in the areas of defense, avionics and aerospace engineering. The merger will complement L&T's enhanced focus on defense sector. As per the scheme, there will be no issuance of shares and the entire equity share capital of SIPL will be cancelled. The merged entity will benefit from reduced overheads and admin expenses. There will be no change in the economic interest in the SIPL for the shareholders

44	23-Aug-17	Tata Power Company Limited	AGM	1. Adoption of financial statements for the year ended 31 March 2017 - Standalone	As per notice	As per notice	Abstain	Voting as per Consensus
				2. Adoption of financial statements for the year ended 31 March 2017 - consolidated			Abstain	Routine.
				3. Declare dividend of Rs.1.3 per equity share (face value of Re.1.0 per share)			Abstain	The company proposes to pay a total dividend of Rs. 1. 3 per equity share. The dividend payout ratio is 149. 3%.
				4. Reappoint Ms. Sandhya S. Kudtarkar as a Non-Executive Non-Independent Director			Abstain	Ms. Sandhya Kudtarkar is the Senoir Vice President - Legal Services of Tata Services Limited. She retires by rotation and her reappointment is in line with all statutory requirements.
				5. Appoint SRBC & Co. LLP as statutory auditors for five years and fix their remuneration			Abstain	SRBC & Co. LLP will replace Deloitte Haskins & Sells as the statutory auditors. Their appointment is in line with all statutory requirements.
				6. Appoint N. Chandrasekaran (DIN: 00121863) as a Non-Executive NonIndependent Director			Abstain	N Chandrasekaran is the Chairperson of Tata Sons Limited – the holding company. His appointment is in line with all statutory requirements.
				7. Appoint S. Padmanabhan (DIN: 00306299) as a Non-Executive NonIndependent Director			Abstain	S. Padmanabhan is Head of Group Human Resources for Tata Sons. His appointment is in line with the statutory requirements.
				8. Appoint Ms. Anjali Bansal (DIN: 00207746) as an Independent Director for a period of five years from 14 October 2016			Abstain	Ms. Anjali Bansal is the former Global Partner and Managing Director of TPG Private Equity. Her appointment is in line with the statutory requirements.
				9. Appoint Ms. Vibha Padalkar (DIN: 01682810) as an Independent Director for a period of five years from 14 October 2016			Abstain	Ms. Vibha Padalkar is the Executive Director and Chief Financial Officer at HDFC Standard Life Insurance Company Limited. Her appointment is in line with the statutory requirements.
				10. Appoint Sanjay V. Bhandarkar (DIN: 01260274) as an Independent Director for a period of five years from 14 October 2016			Abstain	Sanjay V. Bhandarkar is Former Managing Director of Rothschild's Investment Banking operations in India. His appointment is in line with the statutory requirements.
				11. Appoint K. M. Chandrasekhar (DIN: 06466854) as an Independent Director for a period of five years from 4 May 2017			Abstain	K. M. Chandrasekhar is the former Vice-Chairman, Kerala State Planning Board with rank of Cabinet Minister of the State. His appointment is in line with the statutory requirements.

				12. Reappoint Ashok S. Sethi as COO and Executive Director for the period from 1 April 2017 to 30 April 2019 and fix his remuneration			Abstain	Ashok S. Sethi has worked with the company for the last 41 years in various roles. His proposed remuneration, estimated at Rs. 39.4 mn (subject to annual increments), is in line with peers and commensurate with the size and complexities of his responsibilities.
				13. Revision in terms of remuneration of Anil Sardana as CEO and MD from 1 April 2018			Abstain	The company proposes to revise his maximum basic salary to Rs. 16.8 mn per annum, with a proportionate increase in the benefits related to his salary. The proposed remuneration, estimated at Rs. 97.5 mn (subject to annual increments), is in line with peers and commensurate with the size and complexities of his responsibilities.
				14. Approve private placement of NonConvertible Debentures upto an amount of Rs.70 bn			Abstain	The issuance of debt securities on private placement basis will be within the overall borrowing limit of the company
				15. To increase the authorised share capital to Rs. 5.79 bn from Rs. 5.29 bn			Abstain	The company in order to reduce leverage may issue securities. The company proposes to increase the authorized share capital to Rs. 5.79 bn by creating 0.5 bn additional equity shares of Re. 1 each
				16. To alter the Memorandum of Association on account of increase the authorised share capital			Abstain	The company proposes to alter the Capital Clause of the Memorandum of Association to reflect the increase in the authorised share capital.
				17. Authorize the board to appoint branch auditors			Abstain	The company seeks shareholder permission to authorize the Board of Directors of the Company to appoint branch auditors in consultation with the Company's Auditors and fix their remuneration for its branches outside India.
				18. Ratify remuneration of Rs 650,000 (plus service tax and out of pocket expenses) for Sanjay Gupta and Associates as cost auditors for the financial year ending 31 March 2018			Abstain	The proposed remuneration is comparable to the size and complexity of the business.
45	28-Aug-17	JUBILANT FOODWORKS	AGM	1. a & b. Adoption of standalone and consolidated financial statements for the year ended 31 March 2017	As per notice	As per notice	FOR	Routine
				2. To declare final dividend of Rs.2.5 per equity share (face value Rs.10.0)			FOR	The total dividend outflow including dividend tax for FY17 is Rs. 0.2 bn. The dividend payout ratio is 29.5%
				3. Reappoint Shyam S Bhartia as a NonExecutive, Non-Independent Director			FOR	Shyam S. Bhartia reappointment is in line with statutory requirements

				<p>4. Appoint Deloitte Haskins &amp; Sells as statutory auditors for five years and fix their remuneration</p> <p>5. Appoint Mr. Berjis Minoos Desai (DIN 00153675) as an Independent Director for a period of five years from 29 May 2017</p> <p>6. Appoint Shamit Bhartia (DIN 00020623) as a Non-Executive, Non-Independent Director</p> <p>7. Appoint Ms. Aashti Bhartia (DIN 02840983) as a Non-Executive, Non-Independent Director</p> <p>8. Appoint Pratik Rashmikant Pota (DIN 00751178) as an Executive Director</p> <p>9. Appoint Pratik Rashmikant Pota as WholeTime Director and CEO for five years from 1 April 2017 and fix his remuneration</p>			FOR	Deloitte Haskins & Sells's appointment as statutory auditors is in line with the requirements of Section 139 of the Companies Act 2013.
							FOR	Berjis Minoos Desai appointment is in line with statutory requirements.
							FOR	Shamit Bhartia appointment is in line with statutory requirements.
							FOR	Ms. Aashti Bhartia appointment is in line with statutory requirements.
							FOR	Pratik Rashmikant Pota appointment is in line with statutory requirements.
							FOR	Remuneration is commensurate with the size and complexities of his responsibilities.
46	29-Aug-17	INDIAN OIL CORP	AGM	<p>1. Adoption of standalone and consolidated financial statements for the year ended 31 March 2017</p> <p>2. Confirm interim dividend of Rs.18 per equity share and declare final dividend of Re.1 per equity share of Rs.10 each</p> <p>3. Reappoint Verghese Cherian as Director, liable to retire by rotation</p> <p>4. Reappoint Anish Aggarwal as Director, liable to retire by rotation</p> <p>5. Appoint Dr. SSV Ramakumar as Director (Research &amp; Development) beginning 1 February 2017 and fix his remuneration</p> <p>6. Approve remuneration of Rs.1.85 mn payable to cost auditors for FY18</p> <p>7. Private placement of debentures upto Rs.200 bn</p>	As per notice	As per notice	FOR	Routine Matter.
							FOR	The total outflow on account of dividend is Rs. 3. 8 bn.
							FOR	The reappointment is in line with all statutory requirements.
							FOR	The reappointment is in line with all statutory requirements.
							FOR	Dr. SSV Ramakumar holds a Ph. D in Chemistry from IIT Roorkee and has over 28 years of experience in research and development and downstream hydrocarbon sector. His terms of appointment are not disclosed: notwithstanding, he is liable to retire by rotation. He was appointed to the board on 1 February 2017 and was paid Rs. 1. 0 mn for his two months of service during FY17. Remuneration in public sector enterprises is usually not high.
							FOR	The total remuneration proposed to be paid to the cost auditors is reasonable compared to the size and scale of operations.
							FOR	The proposed issuance will be carved out of the company's Rs. 1,100 bn borrowing limit, which was approved by shareholders in August 2014 postal ballot.

47	13/09/17	ASIAN PAINTS	Postal Ballot	1. Approve amalgamation of Asian Paints (International) Limited (APIL), a wholly owned subs, with Asian Paints Limited	As per notice	As per notice	FOR	APIL is primarily engaged in the business of investment holding. The proposed amalgamation will result in simplification of the existing structure and reduction of administrative and operating cost
48	01-Sep-17	RELIANCE INDS	Postal Ballot	1. Approve increase in authorized share capital to Rs. 150.0 bn and consequently alter the capital clause of the Memorandum of Association (MOA)	As per notice	As per notice	FOR	The company proposes to increase the authorized share capital to Rs. 150 bn (14 bn equity shares of Rs. 10 each and 1 bn preference shares of Rs. 10 each) from Rs. 60 bn (5 bn equity shares of Rs. 10 each and 1 bn preference shares of Rs. 10 each) to accommodate issue of bonus shares.
				2. Issue one equity share of Rs.10 each as bonus for each equity share held in the company			FOR	The bonus issue will increase the liquidity of the equity shares with higher floating stock and make the equity shares more affordable.
				3. Approve Reliance Industries Limited Employees Stock Scheme 2017 (ESOS 2017) under which 63.3 mn stock options will be issued			FOR	The company has not specified an exercise price for the options and has left it to the discretion of the board. Assuming all the options are granted at face value of Rs. 10.0 per share, the cost per year will aggregate to Rs. 10.2 bn (assuming a vesting period of five years). This represents 3.4% of the consolidated FY17 PAT. While we do not favour stock options issued at a discount to market price, the cost of the scheme is relatively low as compared to profits.
				4. Approve grant of stock options to the employees of subsidiaries of the company under Reliance Industries Limited Employees Stock Scheme 2017 (ESOS 2017)			FOR	Through a separate resolution, the company is seeking approval to grant options to the employees of its subsidiaries.
49	28-Aug-17	L&T FINANCE HOLDINGS	AGM	1. Adoption of standalone & consolidated financial statements for the year ended 31 March 2017	As per notice	As per notice	FOR	Routine Matter.
				2. Declare dividend of Rs. 0.8 per share (FV Rs.10)			FOR	Routine Matter.
				3. Reappoint R. Shankar Raman as (DIN: 00019798), Director as director liable to retire by rotation			FOR	The reappointment is in line with all statutory requirements.
				4. Ratify appointment of B. K. Khare & Co. and Deloitte Haskins & Sells LLP as joint statutory auditors			FOR	Ratification is in line with the requirements of Section 139 of the Companies Act 2013.
				5. Appoint Nishi Vasudeva (DIN: 03016991) as Independent Director for five years upto 14 June 2022			FOR	The Appointment is in line with all statutory requirements.
				6. Appoint Vaishali Kasture (DIN: 01837395), as Independent Director for five years upto 14 June 2022			FOR	The Appointment is in line with all statutory requirements.

				<p>7. Appoint Pavninder Singh (DIN: 03048302) of Bain Capital as Nominee Director, not liable to retire by rotation</p> <p>8. Approve private placement of non-convertible debenture (NCD) of upto Rs. 20 bn</p> <p>9. Approve issue of Non-Convertible Redeemable Preference Shares of upto Rs. 15 bn by way of public offer or on a private placement basis</p>			<p>FOR</p> <p>FOR</p> <p>FOR</p>	<p>The Appointment is in line with all statutory requirements.</p> <p>The debt issuance will be within the overall borrowing limit of the company</p> <p>The steady growth in the operations of subsidiaries of the Company has necessitated regular infusion of equity Notice for AGM 9 and Tier I or Tier II debt in its subsidiaries and being the holding Company, the Company would need to raise funds for such infusion. The Company would also need funds for its working capital requirements including redemption of Preference Shares from time to time. Its an enabling resolution</p>
50	28/08/17	WIPRO	Postal Ballot	1. Approval for buyback of upto 343.7 mn equity shares at Rs. 320.0 per share (face value Rs. 2) through a tender offer, aggregate consideration not to exceed Rs 110.0 bn	As per notice	As per notice	FOR	The buy back will be open to all shareholders, including promoters. Promoters have 73.18% shareholding. The proposed buy back aggregates approx. 7% of the issued and paid up capital which is within the statutory limit of being less than 25% of the aggregate of the Paid up capital and Free reserves as per audited accounts of the company as on 31st March 2017. It will improve the balance sheet and profitability ratios and tax efficient for shareholders
51	01-Sep-17	BOSCH LIMITED	AGM	<p>1. Adoption of standalone and consolidated financial statements for the year ended 31 March 2017</p> <p>2. Ratify special dividend of Rs. 75.0 per equity share and declare final dividend of Rs. 90.0 per equity share (face value Rs. 10.0)</p> <p>3. Reappoint Peter Tyroller as Non-Executive Non-Independent Director</p> <p>4. Appoint Deloitte Haskins &amp; Sells LLP as statutory auditors for five years and fix their remuneration</p> <p>5. Re-designate Soumitra Bhattacharya as Managing Director from 1 January 2017 to 30 June 2020 and fix his remuneration</p>	As per notice	As per notice	<p>FOR</p> <p>FOR</p> <p>FOR</p> <p>FOR</p> <p>FOR</p>	<p>Routine</p> <p>The total dividend outflow including dividend tax for FY17 is Rs. 6. 1 bn. The dividend payout ratio is 34. 8%.</p> <p>Peter Tyroller, 59, is the Director, Robert Bosch GmbH, the parent company. His reappointment is in line with statutory requirements.</p> <p>Their appointment is in line with the requirements of Section 139 of the Companies Act 2013.</p> <p>The current remuneration terms are within the limits approved by shareholders in the FY16 AGM. H.</p>

				6. Appoint Dr. Andreas Wolf as Director			FOR	Dr. Andreas Wolf , 55, is the Joint Managing Director, Bosch Limited. His appointment is in line with statutory requirements.
				7. Appoint Dr. Andreas Wolf as Joint Managing Director from 1 January 2017 to 28 February 2019 and fix his remuneration			FOR	His estimated FY18 remuneration of Rs. 62. 2 mn is in line with peers and commensurate with the size and complexity of the business.
				8. Appoint Jan Oliver Rohrl as Whole-time director from 11 February 2017 to 31 December 2020 and fix his remuneration			FOR	His estimated FY18 remuneration of Rs. 69. 0 mn is in line with peers and commensurate with the size and complexity of the business.
				9. Approve remuneration of Rs. 600,000 payable to Rao, Murthy & Associates as cost auditors for FY18			FOR	The total remuneration proposed to be paid to the cost auditors in FY18 is reasonable compared to the size and scale of operations.
52	31-Aug-17	AUROBINDO PHARMA LIMITED	AGM	1. Adoption of standalone financial statements for the year ended 31 March 2017	As per notice	As per notice	FOR	Routine
				2. Adoption of consolidated financial statements for the year ended 31 March 2017			FOR	Routine
				3. Confirm interim dividend of Rs.2.5 per equity share (face value of Re.1.0)			FOR	Routine
				4. Reappoint P. Sarath Chandra Reddy (DIN: 01628013) as a Director retiring by rotation			FOR	The reappointment is in line with all statutory requirements.
				5. Reappoint Dr. M. Sivakumaran (DIN: 01284320) as a Director retiring by rotation			FOR	The reappointment is in line with all statutory requirements.
				6. Appoint B S R & Associates LLP as statutory auditors for a period of five years and fix their remuneration			FOR	Their appointment is in line with the requirements of Section 139 of the Companies Act 2013.
				7. Reappoint P. V. Ramprasad Reddy as Executive Chairperson and Managing Director, Aurobindo Pharma USA Inc. for a period of five years to a place of profit with effect from 1 December 2017 and fix his remuneration			FOR	The reappointment is in line with all statutory requirements.
				8. Appoint Rangaswamy Rathakrishnan Iyer (DIN: 00474407) as an Independent Director for a period of two years with effect from 9 February 2017			FOR	The appointment is in line with all statutory requirements.
				9. Revise remuneration to N. Govindarajan, Managing Director, with effect from 1 April 2017 until 31 May 2018			FOR	Revision complies with all statutory requirements
53	08-Sep-17	YES BANK	Postal Ballot	1. Sub-division of one equity share of FV Rs 10.0 each into five equity shares of Rs 2.0 each	As per notice	As per notice	FOR	In order to improve the liquidity of the company's shares in the stock market and to make the shares affordable to small investors, the company seeks shareholder approval for the sub-division of its equity shares from face value of Rs. 10. 0 per share to five shares of face value of Rs. 2. 0 per share.

				2. Alteration of Capital Clause of Memorandum of Association following the sub-division of equity shares			FOR	The proposed sub-division of equity shares requires amendment to the existing Clause V of the MoA of the company. While the amount of the authorised capital will remain the same, the number of authorised shares will increase due to the stock split.
54	05-Sep-17	MARUTI SUZUKI	AGM	1. Adoption of financial statements for the year ended 31 March 2017 2. Declare final dividend of Rs. 75.0 per equity share (face value Rs. 5.0) for FY17 3. Reappoint Toshihiro Suzuki (DIN: 06709846) as a Non-Executive Non-Independent Director 4. Reappoint Shigetoshi Torii (DIN: 06437336) as an Executive Director 5. Ratify appointment of Deloitte Haskins & Sells LLP as statutory auditors for FY18 and fix their remuneration 6. Reappoint Shigetoshi Torii (DIN: 06437336) as Director (Production) for three years, w.e.f. 31 July 2017 7. Appoint Ms. Renu Sud Karnad (DIN: 00008064) as an Independent Director for five years, w.e.f. 27 July 2017 8. Approve remuneration of Rs. 0.22 mn for RJ Goel & Co. as cost auditors for FY18 9. Adopt new set of Articles of Association (AoA) and Memorandum of Association (MoA) in conformity with Companies Act 2013	As per notice	As per notice	FOR	Routine
							FOR	Routine
							FOR	The reappointment is in line with all statutory requirements.
							FOR	The reappointment is in line with all statutory requirements.
							FOR	Their ratification is in line with the requirements of Section 139 of the Companies Act 2013.
							FOR	The reappointment is in line with all statutory requirements.
							FOR	The appointment is in line with all statutory requirements.
							FOR	The total remuneration proposed to be paid to the cost auditors in FY18 is reasonable compared to the size and scale of operations.
							FOR	To comply with Companies Act 2013
55	12/09/17	PUNJAB NATIONAL BANK	EGM	1. Issue of equity shares upto Rs 30.0 bn by way of QIP to QIBs, follow on public offer, rights issue or ESOPs or any other mode / combination thereof	As per notice	As per notice	FOR	Assuming current market price of Rs. 137. 8 per share as the issuance price of securities, PNB will issue ~217. 7 mn equity shares to raise Rs 30. 0 bn. The dilution from the entire allotment will be ~9. 3% on the expanded capital base. The Gol's stake will reduce to 59. 0% from the current 65. 0%. PNB confirms that the Gol shall continue to hold at least 52% of the total paid up equity capital of the Bank, post the issuance. We believe the equity infusion will help support the bank's capital adequacy requirements and expansion plans.
56	12-Sep-17	Bharat Petroleum	AGM	1. Adoption of standalone and consolidated financial statements for the year ended 31 March 2017	As per notice	As per notice	FOR	Routine Matter.

Corporation  
Limited

2. Confirm interim dividend of Rs.31.50 per equity share and declare final dividend of Re.1 per equity share of Rs.10 each
3. Reappoint Ramesh Srinivasan as Director, liable to retire by rotation
4. Fix remuneration of joint statutory auditors to be appointed by the Comptroller and Auditor General of India for FY18
5. Appoint Rajkumar Duraiswamy as Chairperson and Managing Director beginning 1 October 2016 and fix his remuneration
6. Appoint Vishal V Sharma as Independent Director for three years beginning 9 February 2017
7. Appoint Paul Antony as nominee director of Government of India with effect from 19 April 2017, liable to retire by rotation

FOR	The total outflow on account of dividend is Rs. 55.9 bn.
FOR	The reappointment is in line with all statutory requirements.
FOR	The total audit fees of Rs. 4.7 mn in FY17 (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.
FOR	Rajkumar Duraiswamy holds a Post Graduate Diploma in Management from IIM, Bangalore. He has over three decades of experience in petroleum sector including marketing, pipeline projects and integrated upstream and downstream oil sector. His terms of appointment are not disclosed. He was appointed to the board on 1 October 2016 and was paid Rs. 2.6 mn for his six months of service during FY17. Remuneration in public sector enterprises is usually not high. As a good governance practice, we expect PSE's to disclose the proposed appointment terms including tenure and proposed remuneration to its shareholders through the AGM notice.
FOR	The appointment is in line with all statutory requirements.
FOR	The appointment is in line with all statutory requirements.

				8. Appoint Sivakumar Krishnamurthy as Wholetime Director (Finance) beginning 1 May 2017 and fix his remuneration			FOR	Sivakumar Krishnamurthy is a Chartered Accountant, Cost Accountant, and Company Secretary. He joined BPCL in 1987 and has worked in various division of the company including finance, internal audit, ERP and secretarial functions. His terms of appointment are not disclosed. He was appointed to the board on 1 May 2017. Remuneration in public sector enterprises is usually not high. As a good governance practice, we expect PSE's to disclose the proposed appointment terms including tenure and proposed remuneration to its shareholders through the AGM notice.
				9. Private placement of non-convertible debentures and/or other debt securities			FOR	The company has an approved borrowing limit of two times its networkth.
				10. Ratify related party transaction with Bharat Oman Refineries Limited for FY17 and approve transactions for FY18			FOR	The FY17 ratification and proposed transactions for FY18 are in the ordinary course and at arm's length.
				11. Ratify payment of Rs.320,000 as remuneration to cost auditors, ABK & Associates and Bandyopadhyaya Bhaumik & Co, for FY18			FOR	The company has appointed ABK & Associates and Bandyopadhyaya Bhaumik & Co as cost auditors for FY18. The total remuneration proposed to be paid to the cost auditors is reasonable compared to the size and scale of operations.
57	13-Sep-17	HINDALCO	AGM	1. Adoption of standalone and consolidated financial statements for the year ended 31 March 2017	As per notice	As per notice	ABSTAIN	Voting as per Consensus
				2. Declare final dividend of Rs. 1.1 per equity share (face value Re. 1.0) for FY17			ABSTAIN	The dividend in FY17 is Rs. 1. 1. The total dividend outflow (including dividend tax for FY17) is Rs. 2. 9 bn, and the dividend payout ratio is 18. 9%.
				3. Reappoint AK Agarwala (DIN: 00023684) as a Non-Executive Non-Independent Director			ABSTAIN	AK Agarwala, 84, is a former Executive Director of Hindalco. His reappointment meets all statutory requirements.
				4. Appoint Price Waterhouse & Co. LLP as statutory auditors for a period of five years and fix their remuneration			ABSTAIN	Price Waterhouse & Co. LLP's appointment is in line with the requirements of Section 139 of the Companies Act 2013.
				5. Approve remuneration of Rs. 1.2 mn for Nanabhoy & Co. as cost auditors for FY18			ABSTAIN	The total remuneration proposed is reasonable compared to the size and scale of the company's operations.
				6. Issuance of Non-Convertible Debentures (NCDs) on a private placement basis upto Rs. 60.0 bn			ABSTAIN	The NCDs will be issued within the overall borrowing limit.

58	12-Sep-17	GAIL (India) Limited	AGM	1. Adoption of standalone and consolidated financial statements for the year ended 31 March 2017	As per notice	As per notice	FOR	Routine Matter.
				2. Confirm interim dividend of Rs.8.50 per equity share and declare final dividend of Rs.2.70 per equity share of Rs.10 each			FOR	Routine Matter.
				3. Reappoint Dr. Ashutosh Karnatak as Director, liable to retire by rotation			FOR	The reappointment is in line with all statutory requirements
				4. Fix remuneration of joint statutory auditors to be appointed by the Comptroller and Auditor General of India for FY18			FOR	The total audit fees was Rs.6.1mn in FY17 which is in line given the size and complexity of the business. We expect it to remain same for FY18
				5. Appoint Dinkar Prakash Srivastava as Independent Director for three years beginning 31 January 2017			FOR	The appointment is in line with all statutory requirements
				6. Appoint Dr. Anup K. Pujari as Independent Director for three years beginning 31 January 2017			FOR	The appointment is in line with all statutory requirements
				7. Appoint PK Gupta as Wholetime Director (Human Resources) beginning 1 February 2017 and fix his remuneration			FOR	Mr Gupta is a Mechanical Engineer having vast experience in the Oil & Gas sector. His terms of appointment are not known. He was appointed on Board in Feb 2017 and was paid Rs.0.9mn for his two months of service. We expect remuneration to be reasonable
				8. Appoint Gajendra Singh as Wholetime Director (Marketing) beginning 5 April 2017 and fix his remuneration			FOR	He is MSC in physics and has over three decades of experience in hydrocarbon sector.He was appointed to the Board in April 2017 We expect remuneration to be reasonable
				9. Ratify remuneration of Rs.2.1 mn paid to cost accountants for FY17 and payable in FY18			FOR	The FY17 remuneration is reasonable compared to the scale and complexity of the business. We are not aware of FY18 remuneration but expect it to be reasonable
				10. Approve related party transaction upto Rs.191 bn with Petronet LNG Ltd during FY18			FOR	The transactions are in ordinary course of business and are at arm's length
				11. Increase authorized share capital from Rs.20 bn to Rs.50 bn and subsequent alteration to Memorandum and Articles of Association			FOR	Increase in Authorised Share cap will require alteration to MOA and AOA
				12. Alteration to Article 40 of the Articles of Association to enable consolidation and re-issuance of debt securities			FOR	Inorder to reissue and consolidate it debt securities, the company is required to take a enabling resolution as per SEBI norms.The proposal seeks to approval to comply with SEBI circular
				13. Issuance of non-convertible bonds upto Rs.25 bn on private placement basis			FOR	The company's automatic borrowing limit is Rs. 381.5bn and issuance is within this limits

59	14-Sep-17	Coal India Limited	AGM	1. Adoption of standalone and consolidated financial statements for the year ended 31 March 2017	As per notice	As per notice	FOR	Routine Matter.
				2. Confirm interim dividend of Rs.19.90 per equity share of Rs.10 each			FOR	Routine Matter.Payout is 102.5%
				3. Reappoint SN Prasad as Director, liable to retire by rotation				SN Prasad is a Whole Time Director (Marketing). His appointment is line with all statutory requirements.
				4. Appoint Ms. Reena Sinha Puri as Non-Executive Non-Independent Director			FOR	Ms Reena Singh Puri is Joint Secretary and Financial Advisory, Ministry of Coal. Her appointment is line with all statutory requirements.
				5. Ratify remuneration of Rs.201,094 paid to Balwinder & Associates, cost accountants for FY17			FOR	The total remuneration paid is commensurate with the size and scale of business
60	15-Sep-17	HPCL	AGM	1. Adoption of financial statements for the year ended 31 March 2017	As per notice	As per notice	FOR	Routine Matter.
				2. Confirm interim dividend of Rs.28.90 per equity share and declare final dividend of Rs.1.10 per equity share of Rs.10 each			FOR	The total outflow on account of dividend is Rs. 36. 7 bn. The dividend payout is 59. 1% v/s 37. 8% in the previous year.
				3. Reappoint Sandeep Poundrik as Non-Executive Non-Independent Director			FOR	The reappointment is in line with all statutory requirements.
				4. Reappoint J Ramaswamy as Director, liable to retire by rotation			FOR	The reappointment is in line with all statutory requirements.
				5. Appoint S Jeyakrishnan as Wholetime Director (Marketing) for five years beginning 1 November 2016 and fix his remuneration			FOR	S Jeyakrishnan is associated with the company since 1981 and has experience in marketing. S Jeyakrishnan was appointed on the board on 1 November 2016 and was paid Rs. 1. 7 mn for his five months of service in FY17. His proposed remuneration is not disclosed but we expect remuneration to be reasonable.
				6. Appoint Vinod S Shenoy as Wholetime Director (Refineries) for five years beginning 1 November 2016 and fix his remuneration			FOR	Vinod S Shenoy is a Bachelor in Chemical Engineering from IIT Bombay. He is associated with the company since 1985. He was appointed on the board on 1 November 2016 and was paid Rs. 1. 6 mn for his five months of service each in FY17. His proposed remuneration is not disclosed but we expect remuneration to be reasonable.
				7. Appoint Ms. Asifa Khan as Independent Director for three years beginning 13 February 2017			FOR	The appointment is in line with all statutory requirements.
				8. Appoint GV Krishna as Independent Director for three years beginning 13 February 2017			FOR	GV Krishna is a Chartered Accountant. His appointment is in line with all statutory requirements.

				9. Appoint Dr. Trilok Nath Singh as Independent Director for three years beginning 20 March 2017			FOR	Dr. Trilok Nath Singh is Chair Professor at IIT, Mumbai. His appointment is in line with all statutory requirements.
				10. Approve payment of Rs.295,000 as remuneration to cost auditors, ABK & Associates and Dhananjay V Joshi & Associates, for FY18			FOR	The total remuneration proposed to be paid to the cost auditors is reasonable compared to the size and scale of operations.
				11. Approve related party transactions with HPCL Mittal Energy Limited aggregating to Rs.454.5 bn in FY18 and Rs.487.8 bn in FY19			FOR	The transactions are in the ordinary course of business and at arm's length.
				12. Private placement of non-convertible debentures/bonds aggregating to Rs.60 bn			FOR	The proposed issuance will be carved out of the company's borrowing limit of Rs. 300 bn approved by shareholders in August 2014.
61	18/09/17	BHARTI AIRTEL	Postal Ballot	1. Approve merger of Telenor (India) Communications Private Limited with Bharti Airtel Limited	As per notice	As per notice	FOR	With this acquisition, Bharti Airtel will add capacity to its existing holding of the 1800 MHz band, instead of other spectrum bands, leading to significant cost advantages.
62	19-Sep-17	Power Grid Corporation of India Limited	AGM	1. Adoption of standalone and consolidated financial statements for the year ended 31 March 2017	As per notice	As per notice	FOR	Routine Agenda.
				2. Confirm interim dividend of Re.1 per equity share and declare final dividend of Rs.3.35 per equity share of Rs.10 each			FOR	The total outflow on account of dividend is Rs. 27. 4 bn. The dividend payout ratio is 36. 4%.
				3. Reappoint Ravi P Singh as Director, liable to retire by rotation			FOR	Ravi P Singh is the Wholetime Director (Personnel). His reappointment is in line with all statutory requirements.
				4. Fix remuneration of statutory auditors to be appointed by the Comptroller and Auditor General of India for FY18			FOR	The total audit fees of Rs. 9 mn in FY17 (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.
				5. Appoint K Sreekant as Wholetime Director (Finance) for five years beginning 16 August 2016 and fix his remuneration			FOR	K Sreekant has over three decades of experience in the power sector in various fields. He was paid Rs. 1. 9 mn for his six months of service in FY17. His proposed remuneration is not disclosed: remuneration in public sector enterprises is usually not high.
				6. Appoint Prabhakar Singh as Wholetime Director (Projects) for five years beginning 8 February 2017 and fix his remuneration			FOR	Prabhakar Singh has experience of over 38 years in various companies. He was paid Rs. 1. 1 mn for his two months of service in FY17. His proposed remuneration is not disclosed: remuneration in public sector enterprises is usually not high.

				7. Appoint Tse Ten Dorji as Independent Director for three years beginning 16 February 2017			FOR	Tse Dorji is a retired civil servant and has been an former IAS officer. His reappointment is in line with all statutory requirements.
				8. Appoint Ms. Jyotika Kalra as Independent Director beginning 16 February 2017 to 6 April 2017			FOR	Ms. Jyotika Kalra was appointed as Independent Director for three years with effect from 16 February 2017. She resigned on 6 April 2017 as she was appointed as the member of the National Human Rights Commission.
				9. Approve payment of Rs.250,000 as remuneration payable to Chandra Wadhwa & Co, cost auditors for FY18			FOR	The total remuneration proposed to be paid to the cost auditors is reasonable compared to the size and scale of operations.
				10. Increase borrowing limit from Rs.1,500 bn to Rs.1,800 bn and provide charge on assets			FOR	The company's bank loans are rated CRISIL AAA/Stable/ CRISIL A1+. The company would need to create a charge on its assets to raise incremental debt: secured debt usually carries a lower interest cost than unsecured debt.
				11. Private placement of non-convertible debentures/bonds/other securities aggregating to Rs.200 bn			FOR	The proposed issuance will be carved out of the company's borrowing limit.
				12. Alteration to objects clause of the Memorandum of Association in order to bring it in line with the Companies Act 2013			FOR	With the coming into force of the Companies Act, 2013, some provisions of the existing Memorandum of Association (MoA) of the Company require alteration or deletion. Accordingly, the company has proposed modifications to its MoA.
				13. Alteration to Articles of Association in order to bring it in line with the Companies Act 2013			FOR	With the coming into force of the Companies Act, 2013, several provisions of the existing Articles of Association (AoA) of the Company require alteration or deletion. Accordingly, the company has proposed modifications to its AoA.
63	19/09/17	OREINTAL BANK OF COMMERCE	EGM	1. To elect three shareholder directors from amongst the public shareholders of the bank	As per notice	As per notice	ABSTAIN	Enough information is not available.
64	20-Sep-17	NTPC Limited	AGM	1. Adoption of standalone and consolidated financial statements for the year ended 31 March 2017	As per notice	As per notice	FOR	Routine Agenda.
				2. Confirm interim dividend of Rs.2.61 per equity share and declare final dividend of Rs.2.17 per equity share of Rs.10 each			FOR	The total outflow on account of dividend is Rs. 47. 4 bn. The dividend payout ratio is 50. 5%.
				3. Reappoint KK Sharma as Director, liable to retire by rotation			FOR	KK Sharma is the Wholetime Director (Operations). His reappointment is in line with all statutory requirements.

				4. Fix remuneration of statutory auditors to be appointed by the Comptroller and Auditor General of India for FY18			FOR	The total audit fees of Rs. 17. 5 mn in FY17 (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.
				5. Appoint Saptarshi Roy as Wholetime Director (Human Resources) for five years beginning 1 November 2016 and fix his remuneration			FOR	Saptarshi Roy is associated with the company for over 35 years. He was paid Rs. 1. 4 mn for his five months of service in FY17. His proposed remuneration is not disclosed: remuneration in public sector enterprises is usually not high.
				6. Appoint Anand Kumar Gupta as Wholetime Director (Commercial) for five years beginning 3 February 2017 and fix his remuneration			FOR	Anand Kumar Gupta is associated with the company for 37 years. He was paid Rs. 0. 6 mn for his two months of service in FY17. His proposed remuneration is not disclosed: remuneration in public sector enterprises is usually not high.
				7. Approve payment of Rs.3.1 mn as remuneration to cost auditors for FY18			FOR	The total remuneration proposed to be paid to the cost auditors is reasonable compared to the size and scale of operations.
				8. Private placement of non-convertible debentures/bonds aggregating to Rs.150 bn			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.
				9. Alteration to Article 7 of the Articles of Association to enable consolidation and re-issuance of debt securities			FOR	In order to reissue and consolidate its debt securities, the company is required to take an enabling provision as per the recent SEBI circular. The proposal seeks approval to comply with SEBI's requirement.
65	20-Sep-17	Power Finance Corporation Limited	AGM	1. Adopt standalone and consolidated financial statements for the year ended 31 March 2017	As per notice	As per notice	ABSTAIN	Voting as per Consensus
				2. Confirm interim dividend of Rs. 5.0 per equity share as final dividend (face value of Rs.10.0 each)			ABSTAIN	The total dividend for FY17 is Rs. 5. 0 per share (face value of Rs. 10. 0 each) and the pay-out ratio is 74. 7% (36. 1% in FY16). During FY17, PFC allotted 1. 3 bn bonus equity shares to the existing equity shareholders in the ratio of 1:1.
				3. Reappoint Arun Kumar Verma (DIN: 02190047), as director liable to retire by rotation			ABSTAIN	Arun Kumar Verma is a nominee of the Ministry of Power, Government of India. His reappointment is in line with all statutory requirements.

4. Fix remuneration of joint statutory auditors, M. K. Aggarwal & Co. and Gandhi Minocha & Co., for FY18
5. Appoint Rajeev Sharma (DIN: 00973413), as Chairman and Managing Director for a term of five years with effect from 1 October 2016 and to fix his remuneration
6. Appoint Chinmoy Gangopadhyay (DIN: 02271398), as Director (Projects) for a term of five years with effect from 1 January 2017 and fix his remuneration
7. Appoint Sitaram Pareek (DIN: 00165036) as Independent Director a period of three years from 6 February 2017

ABSTAIN	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 two years) and K. B. Chandna (tenure of four years) jointly audited the financial statements in FY17. The C&AG has appointed M. K. Aggarwal & Co. And Gandhi Minocha & Co. As its joint statutory auditors for FY18. The company seeks approval to empower its board of directors to fix their remuneration for auditing the financial statements for FY18.
ABSTAIN	Rajeev Sharma, joined the board on 1 October 2016 as Chairman and Managing Director and was paid Rs. 2. 7 mn for his ~6 months of service during FY17. Although compensation levels in Public Sector Enterprises are not an area of concern, as a good practice the company should have disclosed the proposed appointment terms including remuneration, to its shareholders through the AGM notice.
ABSTAIN	Chinmoy Gangopadhyay joined the board on 1 January 2017 as Director (Projects) and was paid Rs. 1. 1 mn for his ~ 3 months of service during FY17. Although compensation levels in Public Sector Enterprises are not an area of concern, as a good practice the company should have disclosed the proposed appointment terms including remuneration, to its shareholders through the AGM notice.
ABSTAIN	Sitaram Pareek is a Chartered Accountant since 1975. He is the founder partner of Sarda & Pareek, Chartered Accountants, Mumbai. His reappointment is in line with all statutory requirements.

				8. Appoint N. B. Gupta (DIN:00530741) as Director (Finance), liable to retire by rotation and to fix his remuneration			ABSTAIN	N. B. Gupta joined PFC in September 2005 and was ED Finance prior to appointment as Director Finance. He was appointed on the board in August 2017. Although compensation levels in Public Sector Enterprises are not an area of concern, as a good practice the company should have disclosed the proposed appointment terms including remuneration, to its shareholders through the AGM notice.
				9. Issue non-convertible debentures up to Rs. 650.0 bn via private placement			ABSTAIN	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+, which denotes highest degree of safety regarding timely servicing of debt obligations.
66	21-Sep-17	HCL Technologies Limited	AGM	1. Adoption of standalone and consolidated financial statements for the year ended 31 March 2017	As per notice	As per notice	FOR	Routine adoption.
				2. Reappoint Sudhindar Khanna (DIN 01529178) as Non-Executive Non-Independent Director			FOR	His reappointment is in line with all statutory requirements. He has attended 83% of board meetings held in FY17.
				3. Ratify S. R. Batliboi & Co LLP's reappointment as statutory auditors and fix remuneration			FOR	S. R. Batliboi & Co LLP have been statutory auditors for the past eight years. Under the Companies Act 2013, auditor appointment must be ratified annually. The ratification follows the spirit of Section 139 of the Companies Act, 2013.
				4. Reappoint Shiv Nadar (DIN: 00015850) as Managing Director under the designation of Chairperson and Chief Strategy Officer for five years from 1 February 2017 and fix his remuneration at Rs.50 mn annually			FOR	Shiv Nadar, 72, has been the Managing Director of the Company since 13 September 1999. The reappointment of Shiv Nadar as Managing Director under the designation of Chairperson and Chief Strategy Officer is in line with the statutory requirements. The proposed remuneration is capped at Rs. 50. 0 mn (including remuneration from subsidiaries) which is lower than his FY17 remuneration of Rs. 168 mn.
				5. Appoint Deepak Kapoor (DIN 00162957) as an Independent Director for five years from 26 July 2017			FOR	Deepak Kapoor is the former Chairperson and CEO of PwC India. His appointment is in line with all statutory requirements.
67	22-Sep-17	NMDC	AGM	1. Adoption of financial statements for the year ended 31 March 2017	As per notice	As per notice	ABSTAIN	Voting as per Consensus

				2. Confirm interim dividend of Rs.4.15 per share and approve final dividend of Rs.1 per share of face value Rs.1.0 each			ABSTAIN	The total dividend payout (including dividend distribution tax) for FY17 aggregates to Rs. 19.6bn. The dividend payout ratio for FY17 was 75.7%.
				3. Reappoint Devinder Singh Ahluwalia as a Director			ABSTAIN	Devinder Singh Ahluwalia is Director - Finance in NMDC. He retires by rotation and his reappointment is in line with the statutory requirements.
				4. Reappoint Narendra K Nanda as a Director			ABSTAIN	Narendra K Nanda is Director - Technical in NMDC. He retires by rotation and his reappointment is in line with the statutory requirements.
				5. Authorise the board to fix the remuneration of statutory auditors for FY2017-18 appointed by the Comptroller and Auditor-General of India (CAG)			ABSTAIN	In FY17, the auditors were paid a remuneration of Rs. 9.7 mn, which is reasonable.
				6. Appoint Saraswati Prasad as a Director			ABSTAIN	Saraswati Prasad is Additional Secretary and Financial Advisor (AS&FA), Ministry of Steel. He is a nominee of the Government of India. His appointment is in line with the statutory requirements.
				7. Approve remuneration of Rs. 0.6 mn for Prasad Bharathula & Associates as cost auditors for FY18			ABSTAIN	The remuneration to be paid to the cost auditor is reasonable compared to the size and scale of the company's operations.
68	23-Sep-17	Oil India Limited	AGM	1. Adoption of standalone and consolidated financial statements for the year ended 31 March 2017	As per notice	As per notice	FOR	Routine Matter.
				2. Confirm interim dividend of Rs.9.50 per equity share and declare final dividend of Rs.4.75 per equity share of Rs.10 each			FOR	The total outflow on account of dividend is Rs. 11.5 bn. The dividend payout ratio is 74% v/s 50.3% in the previous year.
				3. Reappoint Biswajit Roy as Director, liable to retire by rotation			FOR	The reappointment is in line with all statutory requirements.
				4. Fix remuneration of statutory auditors to be appointed by the Comptroller and Auditor General of India for FY18			FOR	The total audit fees of Rs. 5.7 mn in FY17 (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.
				5. Appoint Dr. P Chandrasekaran as Wholetime Director (Exploration & Development) beginning 1 April 2017 and fix his remuneration			FOR	Routine Matter.
				6. Approve payment of Rs.300,000 as remuneration payable to Mani & Co, cost auditors for FY18			FOR	The total remuneration proposed to be paid to the cost auditors is reasonable compared to the size and scale of operations.

				7. Private placement of non-convertible debentures/bonds aggregating to Rs.70 bn			FOR	The proposed issuance will be carved out of the company's borrowing limit. The company automatic borrowing limit is Rs. 295. 2 bn.
69	22-Sep-17	Grasim Industries Limited	AGM	1. Adoption of financial statements for the year ended 31 March 2017 2. Declare final dividend of Rs. 5.5 per equity share (face value Rs. 2.0) for FY17	As per notice	As per notice	FOR	Routine.
				3. Reappoint Kumar Mangalam Birla (DIN: 00012813) as a Non-Executive Non-Independent Director			FOR	The dividend in FY17 has increased to Rs. 5. 5 from Rs. 4. 5 in FY16 (adjusted for split). The total dividend outflow (including dividend tax for FY17) is Rs. 3. 1 bn. The dividend payout ratio is 19. 8%, which is lower than the target payout ratio mentioned in the dividend distribution policy.
				4. Ratify appointment of BSR & Co. LLP as joint statutory auditors for FY18 and fix their remuneration			FOR	Kumar Mangalam Birla, 50, is the Chairperson of Aditya Birla Group. His reappointment meets all statutory requirements.
				5. Appoint SRBC & Co. LLP as joint statutory auditors for a period of five years and fix their remuneration			FOR	The ratification of BSR & Co. LLP's appointment is in line with the requirements of Section 139 of the Companies Act 2013.
				6. Issuance of Non-Convertible Debentures (NCDs) on a private placement basis upto Rs. 30.0 bn			FOR	SRBC & Co. LLP's appointment is in line with the requirements of Section 139 of the Companies Act 2013.
				7. Approve remuneration of Rs. 1.0 mn for DC Dave & Co. as cost auditors for FY18			FOR	The NCDs will be issued within the overall borrowing limit.
							FOR	The total remuneration proposed is reasonable compared to the size and scale of the company's operations.

				8. Alter the Articles of Association (AoA) by inserting new clauses 63A to 63D			FOR	RBI granted Payments Bank License to Aditya Birla Idea Payments Bank Limited (ABIPBL), a company jointly promoted by the erstwhile ABNL (51%) and Idea (49%). Consequent to the amalgamation of ABNL with Grasim, all ongoing compliances sustained on erstwhile ABNL in its capacity as the promoter of ABIPBL would be applicable to Grasim. One of the conditions of the license requires the Company to amend its AOA, and insert clauses which restricts the shareholding by the residents to fall below 51%, fresh issue or transfer of shares to the extent of 5% or above, only with the prior approval of RBI and provides resident shareholders the power to appoint majority of directors on the board. The changes in the AoA are necessary.
70	22-Sep-17	BHEL	AGM	1. Adoption of standalone and consolidated financial statements for the year ended 31 March 2017	As per notice	As per notice	ABSTAIN	Voting as per Consensus
				2. Confirm interim dividend of Re.0.80 per equity share and declare final dividend of Re.0.78 per equity share of Rs.2 each			ABSTAIN	Routine.
				3. Reappoint Subrata Biswas as Director, liable to retire by rotation			ABSTAIN	Routine.
				4. Reappoint T Chockalingam as Director, liable to retire by rotation			ABSTAIN	Routine.
				5. Fix remuneration of statutory auditors to be appointed by the Comptroller and Auditor General of India for FY18			ABSTAIN	Routine.
				6. Approve payment of Rs.1.47 mn as remuneration payable to cost auditors for FY18			ABSTAIN	Routine.
				7. Appoint Bhaskar Jyoti Mahanta as Non-Executive Non-Independent Director beginning 3 January 2017			ABSTAIN	Routine.
				8. Appoint Ms. Surama Padhy as Independent Director for three years beginning 3 February 2017			ABSTAIN	Routine.
				9. Issue one equity share as bonus for two equity shares of Rs.2 each			ABSTAIN	Routine.
71	22-Sep-17	Steel Authority of India Limited	AGM	1. Adoption of financial statements for the year ended 31 March 2017	As per notice	As per notice	ABSTAIN	Voting as per Consensus
				2. Reappoint Anil Kumar Chaudhary as a Director			ABSTAIN	Anil Kumar Chaudhary is Director – Finance and Personnel in SAIL. He retires by rotation and his reappointment is in line with the statutory requirements.

				3. Reappoint Kalyan Maity as a Director			ABSTAIN	Kalyan Maity is Director – Raw Material and Logistics in SAIL. He retires by rotation and his reappointment is in line with the statutory requirements.
				4. Authorise the board to fix the remuneration of statutory auditors for FY2017-18 appointed by the Comptroller and Auditor-General of India (CAG)			ABSTAIN	In FY17, the auditors were paid a remuneration of Rs. 40. 2 mn, which is reasonable.
				5. Appoint Samar Singh as an Independent Director for three years w.e.f 4 February 2017			ABSTAIN	Samar Singh is a Senior Assistant Professor in Ranchi University. His appointment is in line with the statutory requirements.
				6. Appoint Nilanjan Sanyal as an Independent Director for three years w.e.f 4 February 2017			ABSTAIN	Nilanjan Sanyal is a retired IAS officer and the former Secretary to the Government of India. His appointment is in line with the statutory requirements.
				7. Appoint Ms. Soma Monda as a Whole Time Director			ABSTAIN	Ms. Soma Monda is Director – Commercial in SAIL. Her proposed remuneration has not been disclosed: although, we understand that remuneration in public sector enterprises is not an element of concern.
				8. Approve increase in borrowing limit to Rs.400 bn from Rs.200 bn			ABSTAIN	The increase in limit will provide the company additional headroom to raise further debt and execute its capex programs.
				9. Approve issuance of non-convertible debentures (NCDs) of up to Rs.50 bn			ABSTAIN	The issuance will be within the approved borrowing limit.
				10. Approve aggregate remuneration of Rs. 0.98 mn for cost auditors for FY18			ABSTAIN	The remuneration to be paid to the cost auditors is reasonable compared to the size and scale of the company's operations.
72	22-Sep-17	Jindal Steel and Power Limited	AGM	1. Adoption of standalone and consolidated financial statements for the year ended 31 March 2017	As per notice	As per notice	For	Routine Agenda.
				2. Reappoint Naveen Jindal as Director, liable to retire by rotation			For	Naveen Jindal is the promoter and Chairperson of the company. His reappointment is in line with all statutory requirements.
				3. Reappoint Rajeev Rupendra Bhadauria as Director, liable to retire by rotation			For	Rajeev Rupendra Bhadauria is the Wholetime Director (Human Resources). His reappointment is in line with all statutory requirements.
				4. Ratify Lodha & Co as statutory auditors and fix their remuneration for FY18			For	Lodha & Co were appointed as the statutory auditors in the 2016 AGM. Their ratification is in line with all statutory requirements.
				5. Approve remuneration of Rs.750,000 payable to Ramanath Iyer & Co, cost auditors for FY18			For	The total remuneration proposed to be paid to the cost auditors is reasonable compared to the size and scale of operations.

6. Appoint Kuldip Chander Sood as Independent Director for three years beginning 25 April 2017
7. Appoint Dr. Amar Singh as Independent Director for three years beginning 25 April 2017
8. Appoint Anjan Barua as nominee director of State Bank of India
9. Authorize the board to make donations to charitable and other funds upto 5% of net profit or Rs.500 mn whichever higher
10. Reappoint Naveen Jindal as Chairperson for three years beginning 1 October 2017 and fix his remuneration
11. Reappoint Rajeev Rupendra Bhadauria as Wholetime Director for three years beginning 27 May 2018 and fix his remuneration
12. Reappoint Dinesh Kumar Saraogi as Wholetime Director for three years beginning 9 November 2017 and fix his remuneration
13. Approve conversion of loan into equity shares pursuant to Strategic Debt Restructuring Scheme

For	Kuldip Chander Sood is the former employee of Tata Steel. His appointment is in line with all statutory requirements.
For	Dr. Amar Singh is a retired IAS officer. His appointment is in line with all statutory requirements.
For	Anjan Barua is the Deputy Managing Director (Global Markets) of State Bank of India and its nominee director. His appointment is in line with all statutory requirements.
Against	JSPL has not identified charitable and other trusts to which these donations will be made. The company should service its debt regularly and wait until it makes profit before doing charitable donations.
Against	Naveen Jindal proposed remuneration is estimated at Rs. 150.3 mn, which is almost twice his FY17 pay. The remuneration is fixed in nature - the board has decided to remove variable pay from his remuneration structure. We expect company to continue debt servicing and becoming profitable before increasing the director salary.
For	Rajeev Rupendra Bhadauria is a professional. His proposed remuneration is estimated at Rs. 33.8 mn. His proposed remuneration structure is unchanged from the one approved in 2015 AGM. This is in line with peers and commensurate with the size and complexity of operations.
For	Dinesh Kumar Saraogi is a professional. His proposed remuneration is estimated at Rs. 22.1 mn. This is in line with peers and commensurate with the size and complexity of operations.
For	The company has restructured loans aggregating Rs. 72.1 bn, which were availed for its five projects. The restructuring was based on the 5/25 agreement of the RBI. This is necessary for the company to execute its debt restructuring plan.

				14. Issuance of equity and quasi equity instruments upto Rs.50 bn			For	At current market prices, the expected dilution will be 28% on the expanded capital base. While the proposed dilution is high, JSPL may need to issue equity as some of its debt is converted to equity following a debt restructuring scheme. All shareholders will be diluted equally.
				15. Issue Non-Convertible Debentures upto Rs.5 bn on private placement basis			For	The Non-Convertible Debentures (NCDs) will be issued within the borrowing limit of the company.
				16. Approve Jindal Steel & Power Limited Employee Stock Option Scheme – 2017 and grant of stock options to the employees of the company			For	The company proposes to grant 45 mn stock options at market price to attract, retain and motivate talent. Issuance of stock options at market price is a good practice.
				17. Extend the benefits of Jindal Steel & Power Limited Employee Stock Option Scheme – 2017 to the employees of subsidiary companies			For	The company proposes to extend the benefits of 'Jindal Steel & Power Limited Employee Stock Option Scheme – 2017' to the employees of subsidiary companies. Our support on this resolution emanates from our decision on previous resolution of granting stock options.
				18. Increase authorized share capital to Rs.3bn and consequent alteration to clause V of Memorandum of Association			For	The authorized equity share capital of the company is unchanged. The company proposes to add a provision to raise capital through issuance of preference shares upto Rs. 1 bn.
73	23-Sep-17	Oil India Limited	AGM	1. Adoption of standalone and consolidated financial statements for the year ended 31 March 2017	As per notice	As per notice	For	Routine Matter.
				2. Confirm interim dividend of Rs.9.50 per equity share and declare final dividend of Rs.4.75 per equity share of Rs.10 each			For	The total outflow on account of dividend is Rs. 11. 5 bn. The dividend payout ratio is 74% v/s 50. 3% in the previous year.
				3. Reappoint Biswajit Roy as Director, liable to retire by rotation			For	The reappointment is in line with all statutory requirements.
				4. Fix remuneration of statutory auditors to be appointed by the Comptroller and Auditor General of India for FY18			For	The total audit fees of Rs. 5. 7 mn in FY17 (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.
				5. Appoint Dr. P Chandrasekaran as Wholetime Director (Exploration & Development) beginning 1 April 2017 and fix his remuneration			For	Routine Matter.
				6. Approve payment of Rs.300,000 as remuneration payable to Mani & Co, cost auditors for FY18			For	The total remuneration proposed to be paid to the cost auditors is reasonable compared to the size and scale of operations.

				7. Private placement of non-convertible debentures/bonds aggregating to Rs.70 bn			For	The proposed issuance will be carved out of the company's borrowing limit. The company automatic borrowing limit is Rs. 295. 2 bn.
74	25-Sep-17	DIVIS LABS	AGM	1. Adoption of standalone and consolidated financial statements for the year ended 31 March 2017	As per notice	As per notice	For	Routine adoption.
				2. Declare final dividend of Rs.10.0 per equity share (face value of Rs.2.0)			For	The total dividend for FY17 is Rs. 10. 0/- per share and the total dividend outflow (including dividend tax for FY17) is Rs. 3. 2 bn, while the dividend payout ratio is 30. 3%. SEBI has made it mandatory for the top 500 listed companies to formulate and disclose a 'dividend distribution policy'. The policy requires companies to disclose the circumstances under which the shareholders may or may not expect a dividend and a policy outlining how the retained earnings will be utilized. Divi's Laboratories is a constituent of S&P BSE 100 and should have a dividend policy, accessible to shareholders.
				3. Reappoint Kiran S. Divi (DIN: 00006503) as a Director liable to retire by rotation			For	Kiran S. Divi, 40, is promoter director. His reappointment is in line with all the statutory requirements.
				4. Appoint Price Waterhouse Chartered Accountants LLP as statutory auditors for five years and fix their remuneration			For	Price Waterhouse Chartered Accountants LLP are replacing P. V. R. K. Nageswara Rao & Co. As the statutory auditors. The proposed appointment is in line with the requirements of Section 139 of the Companies Act 2013.
				5. Appoint Dr. Ramesh B. V. Nimmagadda (DIN: 07854042) as an Independent Director for a period of five years until 26 June 2022			For	Dr. Ramesh B. V. Nimmagadda is a medical oncologist. His appointment is in line with all the statutory requirements.
				6. Appoint (Ms.) Nilima Motaparti (DIN: 06388001) as a Whole-time Director for a period of five years beginning 27 June 2017 and fix her remuneration			For	Nilima Motaparti, 35, is promoter director. Her appointment is in line with all statutory requirements. Her proposed fixed remuneration is estimated at Rs. 12. 6 mn. She is entitled to commission; however, no disclosures have been provided. We expect the company to cap the commission in absolute terms, to be paid to its directors.

				7. Appoint Dr. S. Ganapaty (DIN: 07872766) as an Independent Director for a period of five years until 21 July 2022			For	Dr. S. Ganapaty is Principal & Dean, Gitam Institute of Pharmacy. His appointment is in line with all the statutory requirements.
75	25-Sep-17	AMBUJA CEMENTS	Postal Ballot	1. Approve payment of additional performance bonus of Rs. 5.4 mn to Ajay Kapur for calendar year 2016	As per notice	As per notice	For	In a challenging environment for the cement industry in 2016, even as revenues remained flat, the company's profit after tax increased by 20%. On account of the company's superior performance, the board proposes to pay Ajay Kapur an additional remuneration of Rs. 5. 4 mn. If approved, his total remuneration for 2016 will amount to Rs. 86. 9 mn, which is in line with peers and commensurate with the size and complexity of the business.
				2. Revise terms of remuneration for Ajay Kapur as Managing Director and CEO from 1 January 2017 till 24 April 2019			For	While we do not favour mid-term revisions in remuneration, Ajay Kapur is a professional and his maximum estimated 2017 remuneration of Rs. 115. 6 mn (excluding stock options from LafargeHolcim) is in line with peers and commensurate with the size and complexity of the company.
76	27-Sep-17	Oil and Natural Gas Corporation Limited	AGM	1. Adoption of standalone and consolidated financial statements for the year ended 31 March 2017	As per notice	As per notice	For	Routine Matter.
				2. Confirm interim dividend of Rs.6.75 per equity share and declare final dividend of Re.0.80 per equity share of Rs.5 each			For	The dividend payout ratio is 69. 5% v/s 36. 7% in the previous year.
				3. Reappoint DD Misra as Director, liable to retire by rotation			For	The reappointment is in line with all statutory requirements.
				4. Reappoint Shashi Shanker as Director, liable to retire by rotation			For	The reappointment is in line with all statutory requirements.
				5. Fix remuneration of joint statutory auditors to be appointed by the Comptroller and Auditor General of India for FY18			For	The total audit fee of Rs. 30. 5 mn in FY17 (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.
				6. Appoint Deepak Sethi as Independent Director for three years beginning 31 January 2017			For	The appointment is in line with all statutory requirements.
				7. Appoint Vivek Mallya as Independent Director for three years beginning 31 January 2017			For	The appointment is in line with all statutory requirements.
				8. Appoint Sumit Bose as Independent Director for three years beginning 31 January 2017			For	The appointment is in line with all statutory requirements.
				9. Appoint Dr. Sanrput B Misra as Independent Director for three years beginning 31 January 2017			For	The appointment is in line with all statutory requirements.
				10. Appoint Rajiv Bansal as Non-Executive Non-Independent Director with effect from 10 August 2017			For	The appointment is in line with all statutory requirements.

				11. Ratify payment of Rs.2.4 mn as remuneration to cost auditors for FY18			For	The total remuneration proposed to be paid to the cost auditors is reasonable compared to the size and scale of operations.
				12. Private placement of non-convertible debentures and/or other debt securities upto Rs.250 bn			For	The company is planning execution of projects including development of Cluster 2 of the NELP Block KG-DWN-98/2, CBM Development and other development/ redevelopment projects in Western Offshore. It also plans acquisition of 51.11% equity shares in Hindustan Petroleum Corporation Limited from Government of India. The proposed issuance will be carved out of the company's borrowing limit.
				13. Create charge on assets upto Rs.250 bn			For	Secured loans generally have easier repayment terms, less restrictive covenants, and lower interest rates.
77	26-Sep-17	RELIANCE INFRASTRUCTURE	AGM	1. Adoption of financial statements for the year ended 31 March 2017	As per notice	As per notice	For	Routine.
				2. Declare final dividend of Rs. 9.0 per equity share (face value Rs. 10.0)			For	The total dividend outflow including dividend tax for FY17 is Rs. 2.8 bn. The dividend payout ratio is ~22%.
				3. Reappoint Sateesh Seth as Non-Executive Non-Independent Director			For	Sateesh Seth, 62, is a Chartered Accountant and Vice-Chairperson, Reliance Infrastructure Limited. He retires by rotation and his reappointment is in line with statutory requirements.
				4. Ratify Pathak H D & Associates as joint statutory auditors for one year and fix their remuneration			For	Their ratification is in line with the requirements of Section 139 of the Companies Act 2013.
				5. Appoint B S R & Co LLP as joint statutory auditors for five years and fix their remuneration			For	Their appointment is in line with the requirements of Section 139 of the Companies Act 2013.
				6. Approve private placement of non-convertible debentures			For	The issuance of debentures on private placement basis will be within the borrowing limit, however, the company has not disclosed the quantum of NCDs that it plans to issue.
				7. Approve remuneration of Rs. 350,000 payable to V J Talati & Co as cost auditors for FY18			For	The total remuneration proposed to be paid to the cost auditors in FY18 is reasonable compared to the size and scale of operations.
78	26-Sep-17	Sun Pharmaceutical Industries Limited	AGM	1. Adoption of audited financial statements (including audited consolidated financial statements) of the Company and the reports of the Board of Directors and Auditors thereon for the financial year ended March 31, 2017			For	Routine financials.

2. Declaration of dividend on Equity Shares
3. Re-appointment of Mr. Sailesh T. Desai (DIN: 00005443), who retires by rotation and being eligible offers himself for reappointment
4. Re-appointment of Mr. Israel Makov (DIN: 05299764), who retires by rotation and being eligible offers himself for reappointment
5. Appointment of Statutory Auditors and to fix their remuneration
6. Ratification of Remuneration of Cost Auditors for the financial year 2017-18
7. Appointment of Mr. Kalyanasundaram Subramanian (DIN: 00179072) as Director, liable to retire by rotation
8. Appointment of Mr. Kalyanasundaram Subramanian (DIN: 00179072) as Whole-time Director, without remuneration
9. Special Resolution for reappointment and remuneration of Mr. Dilip S. Shanghvi (DIN: 00005588) as Managing Director

For	The total dividend for FY17 is Re. 1. 0/- per share and the total dividend outflow (including dividend tax for FY17) is Rs. 10. 1 bn.
For	Sailesh T. Desai, 62, is an entrepreneur with over 30 years of experience. His reappointment is in line with all statutory requirements.
For	Israel Makov ,78, is Chairperson. His reappointment is in line with all statutory requirements.
For	S R B C & Co. 's appointment is in line with the requirements of Section 139 of the Companies Act 2013.
For	The proposed remuneration to be paid to the cost auditor in FY18 is reasonable compared to the size and scale of operations.
For	Kalyanasundaram Subramanian, 63, has been with the company since 2010. His appointment is in line with all statutory requirements.
For	The company proposes to appoint Kalyanasundaram Subramanian as Whole-time Director for a period of two years. He has also been appointed as CEO and Whole-time Director of Sun Pharma Laboratories Limited (SPLL), a wholly owned subsidiary for a period of two years and will be paid remuneration from SPLL.
For	Dilip S. Shangvi, 61, is promoter director. He is also Chairperson and Managing Director of Sun Pharma Advanced Research Company Limited (group entity) and does not draw any remuneration from the entity. His reappointment is in line with all statutory requirements. The company proposes to revise his maximum remuneration to Rs. 81. 0 mn. Due to inadequacy of profits he was paid Rs. 31. 8 mn in FY17 as against his entitled remuneration of Rs. 39. 3 mn. The past remuneration and proposed maximum remuneration to Dilip Shanghvi is commensurate with the company size and performance.

				10. Approval of material related party transactions with a related party.			For	Sun Pharma's related party transaction with AML, has come to light of shareholders in the current financial year, post the changes in the shareholding of AML. The disclosed transaction is very large in relation to the domestic business of the company. The company has indicated that the transaction will be done at arms length basis. But we do not have enough information at this point to evaluate the merits of this transaction and prefer to abstain.
79	27-Sep-17	LUPIN LTD	Postal Ballot	To reappoint Dr. Kamal K. Sharma (DIN: 00209430) as Vice Chairperson for a period of one year beginning 29 September 2017 and fix his remuneration	As per notice	As per notice	For	Dr. Kamal K. Sharma, 70, is Executive Vice-Chairperson. His reappointment is in line with all statutory requirements. He was paid Rs. 184.6 mn (including stock options value) in FY17, which was in line with peers and commensurate with the size and performance of the company. Dr. Kamal K. Sharma is a professional and his proposed remuneration is estimated at Rs. 213.7 mn. A large portion of his remuneration is variable, which aligns pay with performance. Nevertheless, as the company grows in size, it must consider setting a cap (in absolute amounts) to the overall remuneration payable.