

PNB METLIFE INDIA INSURANCE COMPANY LIMITED
Proxy Activities Details
April 2023 to June 2023

Meeting Date	Investee Company Name	Type of Meeting(AGM / EGM / PBL)	Proposal of Management/ Shareholders	Description of the proposal	Management Recommendation	Vote(For/Against/Abstain)	Reason supporting the vote decision
28-04-2023	Axis Bank Limited	PBL	Management	Appointment of Chamarty Seshabhadrasrinivasa Mallikarjunarao (CH S. S. Mallikarjunarao) (DIN: 07667641) as an independent director of the Bank, for a period of 4 (four) years, with effect from February 1, 2023 up to January 31, 2027 (both days inclusive), not liable to retire by rotation.	FOR	FOR	Compliant with law. No governance concern identified.
28-04-2023	Axis Bank Limited	PBL	Management	Alteration of articles of association - Cancellation of nomination rights of the Administrator of the Specified Undertaking of the Unit Trust of India (SUUTI).	FOR	FOR	No concern identified.
28-04-2023	Housing Development Finance Corporation Limited	PBL	Management	To borrow, from time to time, such sums of money as they may deem necessary for the purpose of the business of the Corporation, provided that the amount outstanding consequent to such monies borrowed by the Board of Directors on behalf of the Corporation does not exceed Rs.6,50,000 crore, at any point of time.	FOR	FOR	Compliant with law. No governance concern identified.
02-05-2023	Reliance Industries Limited	CCM	Management	Scheme of Arrangement between Reliance Industries Limited and its shareholders and creditors and Reliance Strategic Investments Limited and its shareholders and creditors.	FOR	FOR	Compliant as per law.
02-05-2023	Reliance Industries Limited	CCM	Management	Scheme of Arrangement between Reliance Industries Limited and its shareholders and creditors & Reliance Strategic Investments Limited and its shareholders and creditors.	FOR	FOR	Compliant with law. No governance concern identified.
11-05-2023	Ugro Capital Ltd	PBL	Management	Increase the authorized Share Capital of the Company, from the existing Rs.102,00,00,000 divided into 8,15,00,000 Equity Shares of Rs.10 each and 2,05,00,000 preference shares of Rs.10 each to Rs.125,00,00,000 divided into 10,45,00,000 Equity Shares of Rs.10 each and 2,05,00,000 preference shares of Rs.10 each.	FOR	FOR	Compliant with law. No concern identified.
11-05-2023	Ugro Capital Ltd	PBL	Management	Alteration in Capital Clause of the Memorandum of Association of the Company.	FOR	FOR	Compliant with law. No concern identified.
11-05-2023	Ugro Capital Ltd	PBL	Management	To create, offer, issue and allot on a preferential basis, up to 1,52,38,095 equity shares having face value of Rs.10/- each fully paid-up (Subscription Shares), at an issue price of Rs.157.50/- per equity share (including a premium of Rs.147.50/- per equity share) aggregating upto Rs.240 Crores by way of preferential issue on a private placement basis.	FOR	FOR	Proposed issue is compliant with law. No major concern identified.
11-05-2023	Ugro Capital Ltd	PBL	Management	Re-appointment of Mr. Shachindra Nath (DIN: 00510618) as the Vice Chairman and Managing Director of the Company not liable to retire by rotation for a period of 3 years with effect from 22nd June, 2023 till 21st June, 2026 and including remuneration.	FOR	FOR	Appointment compliant with law. No governance concern identified.
11-05-2023	Ugro Capital Ltd	PBL	Management	Adoption of Revised Articles of Association of the Company.	FOR	FOR	Compliant with Law.
11-06-2023	HDFC Bank Limited	PBL	Management	Appointment and Remuneration of Mr. Kaizad Bharucha (DIN: 02490648) as a Deputy Managing Director of the Bank, for a period of three (3) years, w.e.f. April 19, 2023, as approved by the RBI.	FOR	FOR	Appointment compliant with law. No governance concern identified.
11-06-2023	HDFC Bank Limited	PBL	Management	Appointment and Remuneration of Mr. Bhavesh Zaveri (DIN: 01550468) as an Executive Director of the Bank, for a period of three (3) years, w.e.f. April 19, 2023, as approved by the RBI.	FOR	FOR	Appointment compliant with law. No governance concern identified.
21-06-2023	Larsen & Toubro Limited	PBL	Management	Appointment of Mr. Jyoti Sagar (DIN: 00060455) as an Independent Director, not liable to retire by rotation, with effect from May 10, 2023 upto March 18, 2028.	FOR	FOR	Compliant with law. No governance concern identified.
21-06-2023	Larsen & Toubro Limited	PBL	Management	Appointment of Mr. Rajnish Kumar (DIN: 05328267) as an Independent Director, not liable to retire by rotation, for a period of five years commencing from May 10, 2023 to May 9, 2028.	FOR	FOR	Compliant with law. No governance concern identified.
21-06-2023	Larsen & Toubro Limited	PBL	Management	Approval for entering into material related party transaction(s) with Larsen Toubro Arabia LLC. with a validity period not exceeding September 30, 2027 for an amount not exceeding Rs.2,050 crore or USD 250 MN.	FOR	FOR	Compliant with law. No concern identified.

26-06-2023	Hindustan Unilever Limited	AGM	Management	To receive, consider and adopt the audited financial statements (including audited consolidated financial statements) for the Financial Year ended 31st March, 2023 and the Reports of the Board of Directors and Auditors thereon.	FOR	FOR	Unqualified Financial Statements (except certain non-material qualified/adverse remarks identified in CARO report of Consolidated financials).
26-06-2023	Hindustan Unilever Limited	AGM	Management	To confirm the payment of Interim Dividend of Rs.17 per equity share of Rs.1/- each and to declare Final Dividend of Rs. 22 per equity share of Rs.1/- each for the Financial Year ended 31st March, 2023.	FOR	FOR	Sufficient fund. No concern identified.
26-06-2023	Hindustan Unilever Limited	AGM	Management	To appoint a Director in place of Mr. Nitin Paranjpe (DIN: 00045204) who retires by rotation and being eligible, offers his candidature for re-appointment.	FOR	FOR	Compliant with law. No concern identified.
26-06-2023	Hindustan Unilever Limited	AGM	Management	To appoint a Director in place of Mr. Dev Bajpai (DIN: 00050516), who retires by rotation and being eligible, offers his candidature for re-appointment.	FOR	FOR	Compliant with law. No concern identified.
26-06-2023	Hindustan Unilever Limited	AGM	Management	To appoint a Director in place of Mr. Ritesh Tiwari (DIN: 05349994), who retires by rotation and being eligible, offers his candidature for re-appointment.	FOR	FOR	Compliant with law. No concern identified.
26-06-2023	Hindustan Unilever Limited	AGM	Management	Appointment of Mr. Ranjay Gulati (DIN: 10053369) as an Independent Director, not liable to retire by rotation, to hold office for a term of five consecutive years i.e., from 1st April, 2023 upto 31st March, 2028.	FOR	FOR	Compliant with law. No concern identified.
26-06-2023	Hindustan Unilever Limited	AGM	Management	Appointment of Mr. Rohit Jawa (DIN: 10063590) as a Whole-time Director of the Company, not liable to retire by rotation, to hold office from 1st April, 2023 to 26th June, 2023.	FOR	FOR	Compliant with law. No concern identified.
26-06-2023	Hindustan Unilever Limited	AGM	Management	Appointment of Mr. Rohit Jawa (DIN: 10063590) as Managing Director & Chief Executive Officer (MD & CEO) of the Company, not liable to retire by rotation, to hold office for a period of five consecutive years i.e., from 27th June, 2023 to 26th June, 2028 and including remuneration.	FOR	FOR	Compliant with law. No concern identified.
26-06-2023	Hindustan Unilever Limited	AGM	Management	Approval for Material Related Party Transaction upto an amount not exceeding Rs. 2,000 crores.	FOR	FOR	Compliant with law. No concern identified.
26-06-2023	Hindustan Unilever Limited	AGM	Management	Ratification of remuneration of Rs.14 lakhs payable to M/s. RA & Co., Cost Accountants (Firm Registration No. 000242), plus applicable taxes and reimbursement of out of pocket expenses incurred as Cost Auditors of the Company to conduct the audit of the cost records of the Company for the Financial Year ending 31st March, 2024.	FOR	FOR	Compliant with law. No major governance concern identified.
27-06-2023	State Bank of India	AGM	Management	To discuss and adopt the Balance Sheet and the Profit and Loss Account of the State Bank of India made up to the 31st day of March 2023, the report of the Central Board on the working and activities of the State Bank of India for the period covered by the Accounts and the Auditors' Report on the Balance Sheet and Accounts.	FOR	FOR	Unqualified Financial Statements. No governance concern identified.
28-06-2023	Infosys Limited	AGM	Management	To consider and adopt the audited financial statements (including the consolidated financial statements) of the Company for the financial year ended March 31, 2023 and the reports of the Board of Directors (the Board) and auditors thereon.	FOR	FOR	Unqualified Financial Statements. Compliant with Accounting Standards.
28-06-2023	Infosys Limited	AGM	Management	To declare a final dividend of Rs.17.5 per equity share for the year ended March 31, 2023.	FOR	FOR	Sufficient fund. No concern identified.
28-06-2023	Infosys Limited	AGM	Management	To appoint a director in place of Salil Parekh (DIN: 01876159), who retires by rotation and being eligible, seeks re-appointment.	FOR	FOR	Compliant with law. No concern identified.
28-06-2023	Infosys Limited	AGM	Management	Appointment of Helene Auriol Potier (DIN: 10166891) as an Independent Director of the Company for a period of 3 years till May 25, 2026, and that she shall not be liable to retire by rotation.	FOR	FOR	Appointment is Compliant with law. No concern identified
28-06-2023	Infosys Limited	AGM	Management	Re-appointment of Bobby Parikh (DIN: 00019437) as an independent director, not liable to retire by rotation, for a second term of 5 (five) years with effect from July 15, 2023 up to July 14, 2028.	FOR	FOR	Re-Appointment is Compliant with law. No concern identified.

29-06-2023	Tata Consultancy Services Limited	AGM	Management	To receive, consider and adopt a. the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2023, together with the Reports of the Board of Directors and the Auditors thereon; and b. the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2023, together with the Report of the Auditors thereon.	FOR	FOR	Unqualified Financial Statements. No concern identified
29-06-2023	Tata Consultancy Services Limited	AGM	Management	To confirm the payment of Interim Dividends (including a special dividend) on Equity Shares and to declare a Final Dividend on Equity Shares for the financial year 2022-23.	FOR	FOR	Sufficient Funds. No concern identified.
29-06-2023	Tata Consultancy Services Limited	AGM	Management	To appoint a director in place of Aarthi Subramanian (DIN 07121802), who retires by rotation and, being eligible, offers herself for re-appointment.	FOR	FOR	Compliant with Law. No concern identified regarding profile and time commitment of Ms. Aarthi Subramanian.
29-06-2023	Tata Consultancy Services Limited	AGM	Management	Appointment of K Krithivasan (DIN 10106739) as a Director of the Company, not liable to retire by rotation.	FOR	FOR	Compliant with law. No major concern identified.
29-06-2023	Tata Consultancy Services Limited	AGM	Management	Appointment of K Krithivasan (DIN 10106739) as the Chief Executive Officer and Managing Director of the Company for a period of five years with effect from June 1, 2023, including remuneration.	FOR	FOR	Compliant with law. No major concern identified.
29-06-2023	Tata Consultancy Services Limited	AGM	Management	To approve existing as well as new material related party transactions with Tata Sons Private Limited and/or its subsidiaries, (other than Tejas Networks Limited and/or its subsidiaries), Joint Ventures, Associate Companies of Tata Sons Private Limited and their subsidiaries and Joint Ventures & Associate Companies of subsidiaries of Tata Sons Private Limited (excluding Tata Motors Limited, Jaguar Land Rover Limited and/or their subsidiaries), Tejas Networks Limited and/or its subsidiaries, Tata Motors Limited, Jaguar Land Rover Limited and/or their subsidiaries, Subsidiaries of the Company (other than wholly owned subsidiaries).	FOR	FOR	Compliant with Law. No major concern identified.
29-06-2023	ESAF Small Finance Bank	EGM	Management	Approval for Initial Public Offer of Equity Shares	FOR	FOR	Compliant with law. No concern identified.
29-06-2023	ESAF Small Finance Bank	EGM	Management	Adoption of the Amended ESAF ESOP PLAN 2019	FOR	FOR	Compliant with law. No concern identified.