

Form NL-46-VOTING ACTIVITY DISCLOSURE UNDER STEWARDSHIP CODE

Name of the Insurer: Universal Sampo General Insurance Company Lin For the Quarter ending: 31st December 2021

Date: 31st December 2021

Meeting Date	Investee Company Name	Type of Meeting (AGM / EGM)	Proposal of Management / Shareholders	Description of the proposal	Management Recommendation	Vote (For / Against/ Abstain)	Reason supporting the vote decision
19-Oct-21	Reliance Industries Limited	EGM	Management	Appointment of Mr. Yasir Othman H. Al Rumayyan as an Independent Director of the Company.	FOR	ABSTAIN	As advised by the proxy advisor, the item is compliant with law. No concerns on merit, qualifications, experience and suitability of appointee. Governance Concern: De-Facto nominee of Investor Companies cannot be ID. Hence, we abstain from the voting in the item.
15-Dec-21	ITC Limited	EGM	Management	Appointment of Mr. Mukesh Gupta (DIN: 06638754) as a Director of the Company, liable to retire by rotation.	FOR	FOR	Compliant with law. No concern identified regarding the profile and time commitments
15-Dec-21	ITC Limited	EGM	Management	Appointment of Mr. Sunil Panray (DIN: 09251023) as a Director of the Company, liable to retire by rotation.	FOR	FOR	Compliant with law. No concern identified regarding the profile and time commitments
15-Dec-21	ITC Limited	EGM	Management	Appointment of Mr. Navneet Doda (DIN: 09033035) as a Director of the Company, liable to retire by rotation.	FOR	FOR	Compliant with law. No concern identified regarding the profile and time commitments
15-Dec-21	ITC Limited	EGM	Management	Appointment of Mr. Hemant Bhargava (DIN: 01922717) as an Independent Director of the Company.	FOR	FOR	Compliant with law. No major governance issue identified
21-Dec-21	General Insurance Corporation of India	AGM	Management	To receive, consider and adopt the Audited Financial Statements of the Corporation for the financial year ended 31st March 2021, the Consolidated Financial Statements for the said financial year and the reports of the Board of Directors and the Auditors thereon.	FOR	FOR	As advised by the proxy advisor, these are unqualified Financial Statements. Compliant with Accounting Standards.
21-Dec-21	General Insurance Corporation of India	AGM	Management	To authorize the Board of Directors to fix the remuneration of the Joint Statutory Auditors appointed by the Comptroller and Auditor General of India (C&AG) for the financial year 2021-22.	FOR	FOR	Auditors appointed by CAG, no governance concern identified.
21-Dec-21	General Insurance Corporation of India	AGM	Management	To appoint a Director in place of Shri Devesh Srivastava, Chairman and Managing Director, who retires by rotation and being eligible, offers himself for reappointment.	FOR	ABSTAIN	As advised by the proxy advisor, the appointment is compliant with law. However, there is a governance concern i.e. concentration of power in the hands of single person. Hence, we abstain from this item.
21-Dec-21	General Insurance Corporation of India	AGM	Management	Appointment of Shri Amit Agrawal (DIN: 07117013) as Government Nominee Director of the Corporation.	FOR	FOR	Compliant with the law, no governance concern identified.

The voting in Committee of Creditors (COC) for the period October 01, 2021 to December 31, 2021 is as under:

Meeting Date	Investee Company Name	Type of Meeting (AGM / EGM)	Proposal of Management / Shareholders	Description of the proposal	Management Recommendation	Vote (For / Against / Abstain)	Reason supporting the vote decision
14-Oct-21	Sintex Industries Limited	COC	Management	To discuss on order dated 04.10.2021 pronounced by Hon'ble NCLT in IA 424 of 2021 in CPI(B) 848 of 2019	For	Abstain	We abstain from the item as the current IRP has run the process professionally and 170 days out of 180 days has already passed. Further, the IRP following due process has been able to get 16 Eols for the debtor.
14-Oct-21	Sintex Industries Limited	COC	Management	To approve shorter notice of this meeting.	For	Assent	The shorter notice was issued for above item and is within the provision of regulation 19(2) of more than 24 hours.
26-Oct-21	Sintex Industries Limited	COC	Management	To quantify the Performance Bank Guarantee to be deposited by Successful Resolution Applicant upon approval of plan by CoC.	For	Assent	As discussed in the meeting, the performance bank guarantee will be a percentage instead of lump sum.
26-Oct-21	Sintex Industries Limited	COC	Management	To approve/take note of CIRP cost incurred/committed by IRP	For	Assent	As discussed in the meeting, the CIRP expenses are audited by IRP audit team.
26-Oct-21	Sintex Industries Limited	COC	Management	To brief on related party transaction with BVM overseas Limited.	For	Assent	As mentioned in COC meeting #1, the transactions are carried out because of tax efficient nature of the transactions and were done at arm's length price.
26-Oct-21	Sintex Industries Limited	COC	Management	To extend last date for submission of Resolution Plan beyond 28.10.2021	For	Assent	As discussed in the meeting, the same is to enable the PRA's to complete due diligence.
08-Nov-21	Sintex Industries Limited	COC	Management	Modification of Evaluation Matrix and provide extension to PRA's for submission of Resolution Plan. The last date for receipt of Resolution plan will be extended for minimum 30 days from the date of intimation to prospective resolution applicant's (PRA's) if the below resolution is approved.	For	Abstain	The evaluation matrix parameters were decided after a lot of deliberation and we believe these changes are not material. Further, these modification will result in extension of 30 days leading to delayed resolution. Hence, we abstain from these items.
08-Nov-21	Sintex Industries Limited	COC	Management	Modification of Evaluation Matrix and provide extension to PRA's for submission of Resolution Plan. The last date for receipt of Resolution plan will be extended for minimum 30 days from the date of intimation to prospective resolution applicant's (PRA's) if the below resolution is approved.	For	Abstain	
08-Nov-21	Sintex Industries Limited	COC	Management	Modification of Evaluation Matrix and provide extension to PRA's for submission of Resolution Plan. The last date for receipt of Resolution plan will be extended for minimum 30 days from the date of intimation to prospective resolution applicant's (PRA's) if the below resolution is approved.	For	Abstain	
08-Nov-21	Sintex Industries Limited	COC	Management	For extension of last date for submission of resolution plan without modification of Evaluation Matrix.	For	Assent	The extension is required to provide clarification to various queries of PRA and the corporate debtor get more applications.
11-Dec-21	Sintex Industries Limited	COC	Management	Appointment of COC's advisor.	For	Abstain	USGI is not part of the IJM forum and prior information for the same was not provided to COC.
11-Dec-21	Sintex Industries Limited	COC	Management	Appointment of COC's counsel.	For	Abstain	USGI is not part of the IJM forum and prior information for the same was not provided to COC.
11-Dec-21	Sintex Industries Limited	COC	Management	Evaluation of CIRP Cost.	For	Abstain	The CIRP cost have been discussed and approved in past COC meetings and there is no need for appointment of a 3rd party.
11-Dec-21	Sintex Industries Limited	COC	Management	Creation of Initial corpus of Rs. 1.50 Cr for expenditure for all the professionals engaged by COC.	For	Abstain	USGI is not part of the IJM forum and prior information for the same was not provided to COC.
23-Dec-21	Sintex Industries Limited	COC	Management	To file IA before Hon'ble NCLT Ahmedabad for seeking extension of 60 days beyond CIRP period of 270 days and exclusion of litigation period as various applications are pending adjudication before Hon'ble Tribunal.	For	Assent	270 days of CIRP period ends on 1/1/2021 and since there has been progress in the resolution process, we can grant permission for the same.
07-Dec-21	Infrastructure Leasing & Financial Services Limited	COC	Management	Appointment of M/s. CNK & Associates LLP, Chartered Accountants, as Statutory Auditors of the Company and fix their remuneration.	For	Assent	The item is compliant with law.