

Annexure A

Disclosure of voting activities in general meetings of investee companies in which the insurers have actively participated and voted:**Name of Insurer: Universal Sampo General Insurance Company Limited**Period of Reporting: The voting for the period October 1st, 2023 to December 31st, 2023

Meeting Date	Investee Company Name	Type of Meeting (AGM/EGM)	Proposal of Management/ Shareholders	Description of the proposal	Management Reco ^N	Vote (For /Against /Abstain)	Reason supporting the vote decision
26-Oct-23	Reliance Industries Ltd	PB	Management	Appointment of Ms. Isha M. Ambani (DIN: 06984175) as a Non-Executive Director of the Company, liable to retire by rotation.	FOR	FOR	Compliant with law. No concern identified.
26-Oct-23	Reliance Industries Ltd	PB	Management	Appointment of Shri Akash M. Ambani (DIN: 06984194) as a Non-Executive Director of the Company, liable to retire by rotation.	FOR	FOR	Compliant with law. No concern identified.
26-Oct-23	Reliance Industries Ltd	PB	Management	Appointment of Shri Anant M. Ambani (DIN: 07945702) as a Non-Executive Director of the Company, liable to retire by rotation.	FOR	FOR	Compliant with law. No concern identified.
26-Oct-23	Axis Bank Ltd	PB	Management	Appointment of Mini Ipe (DIN: 07791184) as the Non-Executive (Nominee) Director of the Bank with effect from July 29, 2023, liable to retire by rotation.	FOR	FOR	Compliant with law. No concern identified.
30-Oct-23	Kotak Mahindra Bank Ltd	PB	Management	Appointment of Mr. Dipak Gupta (DIN: 00004771) as the Managing Director & CEO of the Bank for the period commencing from September 2, 2023 until the earlier of December 31, 2023 or the time period as may be approved by the RBI for such appointment and payment of remuneration to him.	FOR	FOR	Compliant with law. No concern identified.

Meeting Date	Investee Company Name	Type of Meeting (AGM/EGM)	Proposal of Management/ Shareholders	Description of the proposal	Management Reco ^N	Vote (For /Against /Abstain)	Reason supporting the vote decision
31-Oct-23	Bajaj Finance Ltd	EGM	Management	To issue and allot up to 15,50,000 Warrants convertible into equivalent number of Equity Shares of the Company, in one or more tranches, at any time within eighteen months from the date of allotment of the Warrants under the SEBI ICDR Regulations for cash to Bajaj Finserv Limited, promoter and holding company of the Company (Proposed Allottee) on a preferential issue basis at a price, as determined by the Board in accordance with the pricing guidelines prescribed under Regulation 164 of the SEBI ICDR Regulations at an aggregate consideration not exceeding Rs.1,200 Crore.	AGAINST	ABSTAIN	Compliant with law. Governance concern: Warrants priced at par with equity shares. No explanation as to why preferential offer is being made to promoters.
31-Oct-23	Bajaj Finance Ltd	EGM	Management	To create, offer, issue and allot (including with provisions for reservations on firm and/or competitive basis, or such part of issue and for such categories of persons as may be permitted) such number of fully paid-up Equity Shares to Qualified Institutional Buyers as defined in the SEBI ICDR Regulations, (QIBs) through a Qualified Institutions Placement (QIP) pursuant to and in accordance with the provisions of Chapter VI and other applicable provisions of the SEBI ICDR Regulations, whether or not such QIBs are Members of the Company on the basis of the preliminary placement document, placement document and/or other permissible/requisite offer documents to QIBs in	FOR	FOR	Compliant with Law. No governance concern identified.

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				accordance with Chapter VI of the SEBI ICDR Regulations, at such time or times in one or more tranche or tranches, for cash, at such price or prices as the Board may deem fit, including discount of up to 5% on the floor price calculated as per Regulation 176 of the SEBI ICDR Regulations, such that the total amount to be raised through the issue of Equity Shares shall not exceed Rs.8,800 Crore.			
31-Oct-23	Bajaj Finance Ltd	EGM	Management	Alteration of the Object Clause of the Memorandum of Association of the Company.	FOR	FOR	Compliant with Law. No governance concern identified.
01-Nov-23	Ideaforge Technology Ltd	PB	Management	Ratification of Employees Stock Option Scheme 2018.	AGAINST	ABSTAIN	We abstain from voting for this item.
01-Nov-23	Ideaforge Technology Ltd	PB	Management	Grant of stock options to the employees of Subsidiary Companies and Associate Companies, including Joint venture companies under ideaForge Technology Limited "Employees Stock Option Plan, 2018 (ESOP 2018).	AGAINST	ABSTAIN	We abstain from voting for this item.
15-Nov-23	Archean Chemical Industries Ltd	PB	Management	Approval for payment of remuneration to Mr. S Meenakshisundaram as a Non-Executive Director of the company.	AGAINST	ABSTAIN	We abstain from voting for this item.
15-Nov-23	Tata Consultancy Services Ltd	PB	Management	Approval for Buyback of Equity Shares.	FOR	FOR	Compliant with law. No

Meeting Date	Investee Company Name	Type of Meeting (AGM/EGM)	Proposal of Management/ Shareholders	Description of the proposal	Management Reco ^N	Vote (For /Against /Abstain)	Reason supporting the vote decision
							concern identified.
15-Nov-23	Tata Consultancy Services Ltd	PB	Management	Appointment of Mr. AL-Noor Ramji (DIN 00230865) as a Non-Executive Independent Director of the Company for a term of five years commencing from October 12, 2023, to October 11, 2028, and who would not be liable to retire by rotation.	FOR	FOR	Compliant with law. No concern identified.
15-Nov-23	Tata Consultancy Services Ltd	PB	Management	Re-appointment of Ms. Hanne Birgitte Breinbjerg Sorensen (DIN 08035439) as a Non-Executive Independent Director of the Company for the second consecutive term of five years from December 18, 2023, up to December 17, 2028, and who would not be liable to retire by rotation.	AGAINST	ABSTAIN	We abstain from voting for this item.
15-Nov-23	Tata Consultancy Services Ltd	PB	Management	Re-appointment of Mr. Keki Minoo Mistry (DIN 00008886) as a Non-Executive Independent Director of the Company for the second consecutive term of five years from December 18, 2023, up to December 17, 2028, and who would not be liable to retire by rotation.	FOR	FOR	Compliant with Law. No governance concern identified.
16-Nov-23	Maruti Suzuki India Limited	PB	Management	To approve Related Party Transaction.	FOR	FOR	Compliant with law. No concern identified.
16-Nov-23	Maruti Suzuki India Limited	PB	Management	To create, offer, issue and allot on a preferential basis, 1,23,22,514 equity shares of the Company having face value of INR 5/- each, at a price of INR 10,420.85/- per equity share, which is not less than the floor price determined in accordance with Chapter V of the ICDR Regulations (Subscription Shares) for consideration other than cash towards	FOR	FOR	Compliant with law. No concern identified.

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				payment of the total purchase consideration of INR 12,841.1 Crores, payable by the Company to Suzuki Motor Corporation (SMC) (Proposed Allottee), for acquisition of 12,84,11,07,500 equity shares of INR 10/- each, representing 100% paid-up equity capital of Suzuki Motor Gujarat Private Limited (SMG) owned by Proposed Allottee (Purchase Shares).			
01-Dec-23	Axis Bank Limited	PB	Management	Appointment of Munish Sharda (DIN: 06796060) as a Director and Whole-time Director (designated as Executive Director) of the Bank and payment of remuneration.	FOR	FOR	Compliant with law. No concern identified.
01-Dec-23	Axis Bank Limited	PB	Management	Alteration of Articles of Association of the Bank.	FOR	FOR	Compliant with law. No concern identified.
21-Dec-23	ITC Limited	PB	Management	Appointment of Mr. Rahul Jain (DIN: 07442202) as a Director of the Company, liable to retire by rotation, with effect from 1st January, 2024 for a period of three years or till such earlier date upon withdrawal by the recommending Institution or to conform with the policy on retirement and as may be determined by the Board of Directors of the Company and / or by any applicable statutes, rules, regulations or guidelines.	FOR	FOR	Compliant with law. No concern identified.
22-Dec-23	Kotak Mahindra Bank Limited	PB	Management	Appointment of Mr. Ashok Vaswani (DIN: 10227550) as a Director and Managing Director & Chief Executive Officer (Managing Director & CEO) of the Bank, for a period of three years, with effect from January 1, 2024 and including remuneration.	FOR	FOR	Compliant with law. No concern identified.

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22-Dec-23	Kotak Mahindra Bank Limited	PB	Management	Approval of Kotak Mahindra Equity Option Scheme 2023 for eligible employees of the Bank.	FOR	FOR	Compliant with law. No concern identified.
22-Dec-23	Kotak Mahindra Bank Limited	PB	Management	Approval of Kotak Mahindra Equity Option Scheme 2023 for eligible employees of the subsidiaries of the Bank.	FOR	FOR	Compliant with law. No concern identified.
22-Dec-23	Asian Paints Limited	PB	Management	Appointment of Mr. Soumitra Bhattacharya (DIN: 02783243) as an Independent Director of the Company, not liable to retire by rotation, to hold office for a period of five consecutive years from 26th October 2023 to 25th October 2028.	FOR	FOR	Compliant with law. No concern identified.
30-Dec-23	Oil & Natural Gas Corporation Limited	PB	Management	Approval of Related Party Transaction for providing Letter of Comfort (LOC) for raising debt by OPaL up to a value of Rs.5,400 crore.	FOR	FOR	Compliant with law. No concern identified.

Date : 12/01/2024


Signature of Compliance Officer

Place : Mumbai

Name : Mahendra Tripathi