

MEETING DATE	INVESTE COMPANY NAME	TYPE OF MEETING (AGM/EGM)	PROPOSAL OF MANAGEMENT/ SHAREHOLDERS	DESCRIPTION OF THE PROPOSAL	MANAGEMENT RECOMMENDATION	VOTE	REASON SUPPORTING THE VOTE DECISION
14-Jan-20	RELIANCE HOME FINANCE	N/A	Special Resolution(S1): THAT pursuant to the provisions of the debenture trust deed(s) dated, September 17, 2012, January 31, 2013, July 2, 2014, August 11, 2016, August 20, 2016, January 2, 2017, January 10, 2018 and February 9, 2018, entered into between the Company and IDBI Trusteeship Services Limited ("IDBI") and debenture trust deed dated June 5, 2015 entered into between the Company and Catalyst Trusteeship Limited ("Catalyst") (IDBI and Catalyst acting in their capacity as the Debenture Holders and is hereby granted to the Trustees, for constitution of a Committee of Debenture Holders ("CoDH"), to consider, finalize, approve and propose to the Debenture Holders for their approval, a resolution plan ("RP") at their duly convened meeting. Special Resolution(S2): RESOLVED FURTHER THAT the CoDH shall be authorized to take all or any of the following steps, for and on behalf of the Debenture Holders: a. To instruct the Trustees to take measures to protect the interests of Debenture Holders in terms of the DTDS; b. To discuss and engage with the Company and its lenders and if deemed appropriate, to instruct the Trustees to participate in the debt resolution process being pursued by the Company and its lenders in terms of Circular dated June 7, 2019 issued by the Reserve Bank of India on Prudential framework for Resolution Stressed Assets; Special Resolution(S3): RESOLVED FURTHER THAT the CoDH shall be authorized to determine its composition including any change thereto from time to time and shall formulate the manner of proceedings and the decision making process at the meeting(s) of CoDH. Special Resolution(S4): RESOLVED FURTHER THAT the RP, as approved by the CoDH and / or any amendment to the DTDS, if any, shall further be subject to approval by Debenture Holders by way of Special Resolution (i.e. by 75% majority) passed at their duly convened meeting, in terms of the DTDS Special Resolution(S5): RESOLVED FURTHER THAT the Trustees, in consultation with the Company, be and is hereby authorized to do all such, deed(s) and things and execute all such documents and writings, as it may in its absolute discretion deem necessary or incidental thereto; and authorise its officials for the aforesaid purpose, as may be deemed fit to give effect to this Resolution.	Special Resolution(S1): THAT pursuant to the provisions of the debenture trust deed(s) dated, September 17, 2012, January 31, 2013, July 2, 2014, August 11, 2016, August 20, 2016, January 2, 2017, January 10, 2018 and February 9, 2018, entered into between the Company and IDBI Trusteeship Services Limited ("IDBI") and debenture trust deed dated June 5, 2015 entered into between the Company and Catalyst Trusteeship Limited ("Catalyst") (IDBI and Catalyst acting in their capacity as the Debenture Holders and is hereby granted to the Trustees, for constitution of a Committee of Debenture Holders ("CoDH"), to consider, finalize, approve and propose to the Debenture Holders for their approval, a resolution plan ("RP") at their duly convened meeting. Special Resolution(S2): RESOLVED FURTHER THAT the CoDH shall be authorized to take all or any of the following steps, for and on behalf of the Debenture Holders: a. To instruct the Trustees to take measures to protect the interests of Debenture Holders in terms of the DTDS; b. To discuss and engage with the Company and its lenders and if deemed appropriate, to instruct the Trustees to participate in the debt resolution process being pursued by the Company and its lenders in terms of Circular dated June 7, 2019 issued by the Reserve Bank of India on Prudential framework for Resolution Stressed Assets; Special Resolution(S3): RESOLVED FURTHER THAT the CoDH shall be authorized to determine its composition including any change thereto from time to time and shall formulate the manner of proceedings and the decision making process at the meeting(s) of CoDH. Special Resolution(S4): RESOLVED FURTHER THAT the RP, as approved by the CoDH and / or any amendment to the DTDS, if any, shall further be subject to approval by Debenture Holders by way of Special Resolution (i.e. by 75% majority) passed at their duly convened meeting, in terms of the DTDS Special Resolution(S5): RESOLVED FURTHER THAT the Trustees, in consultation with the Company, be and is hereby authorized to do all such, deed(s) and things and execute all such documents and writings, as it may in its absolute discretion deem necessary or incidental thereto; and authorise its officials for the aforesaid purpose, as may be deemed fit to give effect to this Resolution.	AGAINST \$1,\$2,\$3,\$4,\$5	AGAINST \$1,\$2,\$3,\$4,\$5	S1&S3&4&5: PUL is already a part of the Committee of Debenture Holders (CoDH) constituted by the Trustee (IDBI Trusteeship Services Ltd) along with the likes of SBI MF Nippon Life AMC, NABARD and IDFC Bank. Further, PUL is of the opinion that since it has filed a legal application under Section 71 (10) of the Companies Act seeking redemption of its entire investment, any resolution passed in the meeting on the 14 th of January like the formation of any other CoDH should be nullified as the matter is now sub-judice. S2: PUL is not a part of the ICA, and hence, will not be bound by the outcome of the Resolution Plan (RP) proposed by the ICA. The ICA formed consists mainly of banks as the key lenders, which usually would opt for steep haircuts and resultant high provisions, which could lead to sub-optimal asset realization for Debenture Holders. PUL's objective is to seek complete redemption of its investment in RHFL NCDs. The methodology involved in the realization of the assets is also not very transparent. Further, upon analyzing the proposed RP under ICA, we find the following recommended methods of resolution for PUL- 1) A straight haircut of Rs 18 cr or 25% of Face Value. 2) Of the remaining amount of Rs 48 cr, a) 34% to be replaced by NCDs of 10 year tenor, principal and interest moratorium for 3 years with avg maturity of 7 years and IRR of 8.5%, b) 33% by
22-Jan-20	DHFL LTD.	COC MEETING	Special Resolution(S1): It is hereby resolved that the insolvency resolution process costs as per Sec. 5(13) of the Code read with Regulation 31, 33 and 34 of CIRP Regulations incurred during the process so far and continuing costs be approved Special Resolution(S2): It is hereby resolved to approve the eligibility criteria, to invite prospective resolution applicants, as discussed during the Meeting of the CoC, with regard to the complexity and scale of operations of the business of the corporate debtor, to submit a resolution plan in accordance with Section 25(2)(h) of the Code	Special Resolution(S1): It is hereby resolved that the insolvency resolution process costs as per Sec. 5(13) of the Code read with Regulation 31, 33 and 34 of CIRP Regulations incurred during the process so far and continuing costs be approved Special Resolution(S2): It is hereby resolved to approve the eligibility criteria, to invite prospective resolution applicants, as discussed during the Meeting of the CoC, with regard to the complexity and scale of operations of the business of the corporate debtor, to submit a resolution plan in accordance with Section 25(2)(h) of the Code	FOR	FOR	Special Resolution(S2): The CoC has proposed to relax eligibility criterion for prospective resolution applicants. In our opinion, relaxed eligibility criterion will attract more applications which will ensure fair realization of corporate debtor's assets, hence, we recommend to vote in favour of the resolution.
7-Feb-20	yes bank	EGM	Special Resolution: To approve issue of securities upto Rs 100 bn	Special Resolution: At current market price the bank will need to issue ~ 2.5 bn shares, to raise Rs 100 bn, which will lead to a dilution of ~49.5% on the expanded capital base. YES Bank's Tier I capital adequacy ratio was 16.3% on 30 September 2019 and CET1 ratio was 8.7% (minimum regulatory requirement of 6% by March 2020); this is expected to have weakened considerably by 31 December 2019. The bank needs to raise capital urgently to build buffers against potential loan losses and stay compliant with existing regulations. In this context the bank needs to confirm that the amount proposed to be raised will ensure that its capital adequacy will be above the regulatory threshold to meet any potential write-offs and to meet its growth requirements over the next 24 months. Further that issues relating to investors meeting the 'fit and proper' criterion will be addressed.	FOR	FOR	Special Resolution: While the proposed dilution is very high and the Bank raised funds in August 2019, which has already diluted the existing shareholders, Yes Bank needs to raise additional capital to ensure growth and facilitate the additional capital requirements under Basel III norms and shore up the tier I capital adequacy ratio (the current CET 1 ratio is just in line with that required by the RBI by March 2020).
6-Mar-20	NIPPON LIFE INDIA ASSET MANAGEMENT	postal ballot	Special Resolution: Reappoint Ms. Anireeta Chatterjee (DIN: 03010772) as Independent Director for five years w.e.f. 23 March 2020	Special Resolution: Ms. Anireeta Chatterjee, 47, has over 18 years of corporate finance across sectors in India and UK. She has served on the board of Nippon Life Asset Management Ltd for the past five years. She has attended all board meetings in FY19. Her reappointment for a further term of five years is in line with statutory requirements.	ABSTAIN	ABSTAIN	Special Resolution: We do not vote for the reappointment.
26-Feb-20	DHFL LTD.	COC MEETING	Special Resolution(S1): It is hereby resolved to approve the Evaluation Matrix as presented during the CoC for consideration of the resolution plan in accordance with Regulation 2(1)(h) of the CIRP Regulations Special Resolution(S2): It is hereby resolved to approve the EMD/BBG and Performance Security Criteria as presented during the CoC as Regulation 368 of the CIRP Regulations Special Resolution(S3): It is hereby resolved that the insolvency resolution process costs as per Sec. 5(13) of the Code read with Regulation 31, 33 and 34 of CIRP Regulations to be incurred be approved	Special Resolution(S1): It is hereby resolved to approve the Evaluation Matrix as presented during the CoC for consideration of the resolution plan in accordance with Regulation 2(1)(h) of the CIRP Regulations Special Resolution(S2): It is hereby resolved to approve the EMD/BBG and Performance Security Criteria as presented during the CoC as Regulation 368 of the CIRP Regulations Special Resolution(S3): It is hereby resolved that the insolvency resolution process costs as per Sec. 5(13) of the Code read with Regulation 31, 33 and 34 of CIRP Regulations to be incurred be approved	FOR \$1,\$2,\$3	FOR \$1,\$2,\$3	Special Resolution(S1): In our opinion, evaluation matrix has been arrived at by the CoC in accordance with the relevant CIRP Regulation(FSP) to maximize the realizable value to the creditors, hence we recommend to vote in favour of the resolution no. 1. Special Resolution(S2): In our opinion, Bank guarantee for EMD/BBG and performance guarantee by PRA(prospective resolution applicant) is to ensure enforceability of the submitted bids which is in the interest of the creditors, hence we recommend to vote in favour of resolution no. 2. Special Resolution(S3): Cost being proposed under various expenses under CIRP for investigative agencies, hence we
15-Mar-20	ICICI Lombard General Insurance Company Limited	postal ballot	Special Resolution: Approve amendment to the ICICI Lombard Employees Stock Option Scheme-2005	Special Resolution: The current size of the scheme is 5% of the issued capital of the company. As on 31 March 2019, ICICI Lombard has issued 19.3 mn shares under the ESOS 2005 scheme, which represents 4.26% of the paid up capital. The company proposes to revise the size of the scheme by increasing the size to 7% of the issued capital. The ESOP pool will increase by 9.1 mn shares to 31.8 mn shares from the current 22.7 mn shares. Since the overall dilution on the increased scheme size is 1.9% of the expanded capital base and the ESOPs are being granted at market price, we believe that increase in the pool size will have minimal impact on interests of minority shareholders.	FOR	FOR	Special Resolution: The overall dilution on the increased scheme size is 1.9% of the expanded capital base and the ESOPs are being granted at market price, we believe that increase in the pool size will have minimal impact on interests of minority shareholders.
16-Feb-20	bajaj auto	postal ballot	Special Resolution(S1): Reappoint Rahul Bajaj (DIN: 00014529) as Non-Executive Chairperson with effect from 1 April 2020 and ratify his appointment as he is over 75 years of age Special Resolution(S2): Approve remuneration to Rahul Bajaj from 1 April 2020 to 31 March 2021, in excess of 50% of the total annual remuneration payable to all Non-Executive Directors, within 1% of net profits Special Resolution(S3): Adopt a new set of Articles of Association Special Resolution(S4): Fix the Foreign Portfolio Investors' (FPIs) Investment limit to 24% of the paid-up capital	Special Resolution(S1): Rahul Bajaj, 82, is part of the promoter group. His current term as Executive Chairperson ends on 31 March 2020. From 1 April 2020, the board proposes to reappoint him as non-executive Chairperson. In line with recent changes in SEBI's LODR, the company seeks shareholder approval for his continuation on the board post attaining the age of 75 years. His continuation is in line with statutory requirements. Special Resolution(S2): Rahul Bajaj, 82, represents the promoter family on the board. His proposed remuneration as a non-executive director will be in the form of commission and sitting fees, and will be less than his FY20 remuneration, estimated at Rs.110.1 mn. The proposed cap on remuneration is higher than the remuneration paid to some executive directors (professionals). We support the continuation of Rahul Bajaj on the board as a non-executive director and expect the company to remain judicious in its remuneration payouts. Special Resolution(S3): The existing Articles of Association (AOA) are based on the provisions of the erstwhile Companies Act, 1956. The company proposes to adopt a new AOA in line with model articles contained in Table F of the Companies Act, 2013. In the proposed AOA, the company has included provisions regarding the position of Chairman Emeritus (who will not be a director on the company's board), which is not prejudicial to minority shareholders. A copy of the proposed AOA is available on the company's website. Special Resolution(S4): As per the Foreign Exchange Management (Non-debt Instruments) Rules, 2019, the existing FPI limit for the company will be the sectoral cap –100% with effect from 1 April 2020. With	FOR- \$3,\$4, ABSTAIN- \$1,\$2	FOR- \$3,\$4, ABSTAIN- \$1,\$2	Special Resolution(S1): We do not vote for the reappointment. Special Resolution(S2): We do not vote for the remuneration. Special Resolution(S3): The existing Articles of Association (AOA) are based on the provisions of the erstwhile Companies Act, 1956. The company proposes to adopt a new AOA in line with model articles contained in Table F of the Companies Act, 2013. In the proposed AOA, the company has included provisions regarding the position of Chairman Emeritus (who will not be a director on the company's board), which is not prejudicial to minority shareholders. A copy of the proposed AOA is available on the company's website. Special Resolution(S4): As per the Foreign Exchange
11-Mar-20	DHFL LTD.	COC MEETING	Special Resolution(S1): Approval of Evaluation Matrix as prepared by CoC Advisor and presented in the Fourth (4th) CoC of DHFL Special Resolution(S2): Approval of CIRP Costs Special Resolution(S3): Power of Attorney to be given to Mr. Pradeep Sawant, head legal DHFL for legal filings	Special Resolution(S1): Approval of Evaluation Matrix as prepared by CoC Advisor and presented in the Fourth (4th) CoC of DHFL Special Resolution(S2): Approval of CIRP Costs Special Resolution(S3): Power of Attorney to be given to Mr. Pradeep Sawant, head legal DHFL for legal filings	FOR \$1,\$2,\$3	FOR \$1,\$2,\$3	Special Resolution(S1): In our opinion, evaluation matrix has been arrived at by the CoC in accordance with the relevant CIRP Regulation (FSP) to maximize the realizable value to the creditors, hence we recommend to vote in favour of the resolution no. 1. Special Resolution(S2): CIRP cost proposed under various expenses as per IBC(FSP)/CIRP for resolution, hence we recommend to vote in favour of resolution no. 2. Special Resolution(S3): Power of Attorney to be given to Mr. Pradeep Sawant, head legal DHFL for legal filings, the proposal