

PNB METLIFE INDIA INSURANCE COMPANY LIMITED
Proxy Activities Details
October 2023 to December 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
13-10-2023	ESAF Small Finance Bank Limited	EGM	Management	Alteration of Articles of Association of the Bank	FOR	FOR	Compliant with Law. No concern identified.
26-10-2023	Axis Bank Limited	PBL	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	Appointment compliant with law. No concern identified.
26-10-2023	Reliance Industries Limited	PBL	Management	Appointment of Ms. Isha M. Ambani (DIN: 06984175) as a Non-Executive Director of the Company, liable to retire by rotation.	FOR	FOR	Appointment is compliant with law. No concern identified.
26-10-2023	Reliance Industries Limited	PBL	Management	Appointment of Shri Akash M. Ambani (DIN: 06984194) as a Non-Executive Director of the Company, liable to retire by rotation.	FOR	FOR	Appointment is compliant with law. No concern identified.
26-10-2023	Reliance Industries Limited	PBL	Management	Appointment of Shri Anant M. Ambani (DIN: 07945702) as a Non-Executive Director of the Company, liable to retire by rotation.	FOR	FOR	Appointment is compliant with law. No concern identified.
15-11-2023	Tata Consultancy Services Limited	PBL	Management	Approval for Buyback of Equity Shares.	FOR	FOR	Compliant with law. No concern identified.
15-11-2023	Tata Consultancy Services Limited	PBL	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	Appointment is compliant with law. No concern identified.
15-11-2023	Tata Consultancy Services Limited	PBL	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.	FOR	FOR	No concerns identified.
15-11-2023	Tata Consultancy Services Limited	PBL	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	Re-appointment is compliant with law. No concern identified.
16-11-2023	Maruti Suzuki India Limited	PBL	Management	To approve Related Party Transaction.	FOR	FOR	Proposed transaction is compliant with law. No concern identified.
16-11-2023	Maruti Suzuki India Limited	PBL	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 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).	FOR	FOR	Proposed transaction is compliant with law. No concern identified.
01-12-2023	Axis Bank Limited	PBL	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	NOT VOTED	Routine matter so not voted
01-12-2023	Axis Bank Limited	PBL	Management	Alteration of Articles of Association of the Bank.	FOR	NOT VOTED	Routine matter so not voted
21-12-2023	ITC Limited	PBL	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 governance concern identified.
29-12-2023	ESAF Small Finance Bank Limited	AGM	Management	To receive, consider and adopt the Standalone Audited Financial Statements of the Bank for the Financial year ended March 31, 2023, together with the schedules and annexures thereto, the reports of the Board of Directors and the Auditors thereon.	FOR	FOR	Compliant with Law. No concern identified.

29-12-2023	ESAF Small Finance Bank Limited	AGM	Management	To re-appoint Shri. John Samuel (DIN: 07725212), who retires by rotation this year, and being eligible, offered himself for re-appointment.	FOR	FOR	Compliant with Law. No concern identified.
29-12-2023	ESAF Small Finance Bank Limited	AGM	Management	Appointment of M/s. Kirtane and Pandit, Chartered Accountants (Firm Registration Number: 105215W/ W100057), as one of the Joint Statutory Auditors of the Bank to hold the office for a period of three financial years, from the conclusion of the 07th Annual General Meeting until the conclusion of the 10th Annual General Meeting of the Bank, subject to the approval of the Reserve Bank of India to be obtained by the Bank for the Financial Year 2024-25 and Financial Year 2025-26.	FOR	FOR	Compliant with Law. No concern identified.
29-12-2023	ESAF Small Finance Bank Limited	AGM	Management	Appointment of Shri. Biju Varkkey (DIN: 01298281) as Non-Executive Independent Director of the Bank, to hold office for a period of three (3) consecutive years with effect from August 17, 2023 up to August 16, 2026, whose office shall not be liable to retire by rotation.	FOR	FOR	Compliant with Law. No concern identified.
29-12-2023	ESAF Small Finance Bank Limited	AGM	Management	Appointment of Dr. Joseph Vadakkekara Antony (DIN: 00181554) as the Non-Executive Director of the Bank, to hold office for a period of two (2) consecutive years, with effect from November 18, 2023 up to November 17, 2025, and whose office shall be liable to retire by rotation.	FOR	FOR	Compliant with Law. No concern identified.
29-12-2023	ESAF Small Finance Bank Limited	AGM	Management	Revision of Remuneration of Shri. Kadambellil Paul Thomas (DIN: 00199925), Managing Director and Chief Executive Officer of the Bank.	FOR	FOR	Compliant with Law. No concern identified.
29-12-2023	ESAF Small Finance Bank Limited	AGM	Management	Borrowing / raising of funds, by issue of debt securities on a Private Placement basis for an amount not exceeding in aggregate Rs.500,00,00,000/-.	FOR	FOR	Compliant with Law. No concern identified.
29-12-2023	ESAF Small Finance Bank Limited	AGM	Management	Ratification and Amendment of ESAF Small Finance Bank Employees Stock Option Plan 2019 (ESAF ESOP Plan-2019/ ESOP 2019 / the Plan).	FOR	FOR	Compliant with Law. No concern identified.
29-12-2023	ESAF Small Finance Bank Limited	AGM	Management	Material Related Party Transactions for Acceptance of Deposits in Current / Savings Account or any other similar accounts permitted to be opened under applicable laws.	FOR	FOR	Compliant with Law. No concern identified.
29-12-2023	ESAF Small Finance Bank Limited	AGM	Management	Material Related Party Transactions in relation to engaging of Business Correspondent of the Bank.	FOR	FOR	Compliant with Law. No concern identified.
29-12-2023	ESAF Small Finance Bank Limited	AGM	Management	Related Party Transactions pertaining to payment of Trademark License Fee.	FOR	FOR	Compliant with Law. No concern identified.