

**Sundaram Mutual Fund**

**Summary of proxy votes cast during Oct to Dec 2019 across all the investee companies**

F.Y.	Quarter	Total no. of resolutions	Break-up of Vote decision		
			For	Against	Abstained
2019-20	Q3 (Oct- Dec 2019)	43	20	1	22

Meeting Date	Company Name	Type of meetings (AGM/EGM)	Proposal by Management or Shareholder	Proposal's description	Investee company's Management Recommendation	Vote (For/ Against/ Abstain)	Reason supporting the vote decision
6-Oct-19	GlaxoSmithkline Consumer Healthcare Ltd	POSTAL BALLOT	For	Approval of Related Party Transactions	For	For	Normal business
23-Oct-19	Bajaj Finance Ltd	POSTAL BALLOT	For	Issue of securities to Qualified Institutional Buyers	For	For	Growth Capital
24-Oct-19	Accelya Solutions India Limited	AGM	For	Adoption of audited financial statements (including audited consolidated financial statements) for the year ended 30th June, 2019 and the Directors' and Auditors' Report	For	For	Normal business
24-Oct-19	Accelya Solutions India Limited	AGM	For	Confirmation of payment of interim dividend and declaration of final dividend	For	For	Normal business
24-Oct-19	Accelya Solutions India Limited	AGM	For	Re-appointment of Mr. John Johnston as Director of the Company, liable to retire by rotation	For	For	Normal business
24-Oct-19	Accelya Solutions India Limited	AGM	For	Appointment of Statutory Auditors	For	For	Normal business
24-Oct-19	Accelya Solutions India Limited	AGM	For	Approval for payment of bonus rewards (Global Management Rewards) to employees and / or directors of the Company (as identified by Accelya Topco Limited from time to time).	For	For	Normal business
24-Oct-19	Accelya Solutions India Limited	AGM	For	Approval for re-appointment of Mr. Sekhar Natarajan as an Independent Director	For	For	Normal business
24-Oct-19	Accelya Solutions India Limited	AGM	For	Approval for re-appointment of Mr. Nani Javeri as an Independent Director.	For	For	Normal business
24-Oct-19	Accelya Solutions India Limited	AGM	For	Approval for re-appointment of Ms. Sangeeta Singh as an Independent Director	For	For	Normal business
24-Oct-19	Ipca Laboratories Limited	EGM	For	Issue of Convertible Warrants to Promoters / Members of the Promoter Group of the Company on Preferential Basis	For	For	at a premium
30-Oct-19	Tata Chemicals Limited	COURT CONVENED	For	Scheme of Arrangement between Tata Chemicals Limited ("Demerged Company") and Tata Global Beverages Limited	For	For	Unlocking value for consumer business
30-Oct-19	Sanofi India Limited	POSTAL BALLOT	For	Slump sale and transfer of the Company's manufacturing facility at Ankleshwar, Gujarat	For	Against	Low valuation
02-Nov-19	Raymond Ltd	POSTAL BALLOT	For	Approval for Re-appointment of Shri Gautam Hari Singhania (DIN: 00020088) as Managing Director for a period of 5 (Five) years	For	For	Normal business
02-Nov-19	Raymond Ltd	POSTAL BALLOT	For	Approval for re-classification of the authorised share capital and consequent amendment of Memorandum of Association	For	For	Normal business
02-Nov-19	Raymond Ltd	POSTAL BALLOT	For	Appointment of Shri Dinesh Lal (DIN: 00037142) as an Independent Director	For	For	Normal business
02-Nov-19	Raymond Ltd	POSTAL BALLOT	For	Appointment of Smt. Mukeeta Jhaveri (DIN: 00709997) as an Independent Woman Director	For	For	Normal business

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02-Nov-19	Raymond Ltd	POSTAL BALLOT	For	Approval to extend a corporate guarantee and/or letter of comfort and/or provide any security in connection with any loan and/or granting of loan to a joint venture company viz. Raymond UCO Denim Private Limited	For	For	Normal business
04-Nov-19	Tata Global Beverages Limited	COURT CONVENED	For	To consider and if thought fit, approve with or without modification, the proposed Scheme of Arrangement amongst Tata Chemicals Limited (Demerged Company) and Tata Global Beverages Limited	For	For	Unlocking value for consumer business
04-Nov-19	Punjab National Bank	EGM	For	Issue of Equity Shares on Preferential Basis to GOI.	For	For	Growth Capital
22-Nov-19	Tata Motors	Extra Ordinary General Meeting		Issuance of Ordinary Shares and Warrants to Tata Sons Private Limited, promoter of the Company, on a preferential basis	For	Abstained	Neutral view
29-Nov-19	HCL Technology Limited	Postal Ballot	For	Increase in Authorized Share Capital and consequent alteration of the Memorandum of Association of the Company	For	Abstained	Neutral view
29-Nov-19	HCL Technology Limited	Postal Ballot	For	Issue of Bonus Shares	For	Abstained	Neutral view
28-Oct-19	Butterfly Gandhimathi Appliances Ltd	POSTAL BALLOT	For	Alteration of clause 130 of the Articles of Association	For	For	Normal business
30-Nov-19	Aurobindo Pharma Limited	Court Convened	For	Scheme of Amalgamation of APL Research Centre Limited (Amalgamating Company 1 or Transferor Company 1) and Aurozymes Limited (Amalgamating Company 2 or Transferor Company 2) and Curepro Parenterals Limited (Amalgamating Company 3 or Transferor Company 3) and Hyacinths Pharma Private Limited (Amalgamating Company 4 or Transferor Company 4) and Silicon Life Sciences Private Limited (Amalgamating Company 5 or Transferor Company 5) and APL Healthcare Limited (Amalgamating Company 6 or Transferor Company 6) with Aurobindo Pharma Limited (Amalgamated Company or Transferee Company) and their respective Shareholders and Creditors	For	Abstained	No clarity on advantage
02-Dec-19	Raymind Ltd	Extra Ordinary General Meeting	For	Issuance of Equity Shares and Compulsory Convertible Preference Shares to J. K. Investo Trade (India) Limited, part of the Promoter Group of the Company, on a preferential basis	For	Abstained	Neutral for company
03-Dec-19	NMDC Limited	Postal Ballot	For	Amendment to 'Articles of Resolution' with regard to Borrowing Power.	For	Abstained	No clarity on usage
03-Dec-19	NMDC Limited	Postal Ballot	For	Authorisation to offer, issue and allot secured or unsecured Non-Convertible Debentures (NCD's) or Bonds on private placements aggregating to Rs 5000 crores	For	Abstained	No clarity on usage
03-Dec-19	NMDC Limited	Postal Ballot	For	Approval for creation of Charge, mortgage or hypothecaion on the assets of the company in connection with borrowings.	For	Abstained	No clarity on usage
4-Dec-19	Bandhan Bank Limited	Postal Ballot	For	Reduction in the Authorized Share Capital and consequent amendment to the Capital Clause of the Memorandum of Association of the Bank	For	Abstained	No clarity on advantage

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4-Dec-19	Bandhan Bank Limited	Postal Ballot	For	Increase in the total shareholding limits for all Foreign Portfolio Investors ('FPIs') and Foreign Institutional Investors ('FIIs') including their sub-accounts from current 24% to 49% of the paid-up voting equity capital of the Bank	For	Abstained	No clarity on need post govt regulation change
6-Dec-19	Vedanta Limited	Postal Ballot	For	To approve continuation of Directorship of Mr. Krishnamurthi Venkataramanan (DIN:00001647) as Non-Executive Independent Director beyond the age of 75 years in his current tenure	For	Abstained	Neutral view
6-Dec-19	Vedanta Limited	Postal Ballot	For	To approve the re-appointment of Mr.Krishnamurthi Venkataramanan (DIN:00001647) as Non-Executive Independent Director for a second and final term of 1 year effective from April 01, 2020 till March 31, 2021,notwithstanding that he has attained the age of 75 years	For	Abstained	Neutral view
8-Dec-19	Mahindra & Mahindra Financial Services	Postal Ballot	For	Appointment of Mr. Arvind V. Sonde as an Independent Director of the Company	For	Abstained	No view on individual
8-Dec-19	Mahindra & Mahindra Financial Services	Postal Ballot	For	Re-appointment of Mr. Chandrashekhar Bhawe as an Independent Director of the Company	For	Abstained	No view on individual
8-Dec-19	Mahindra & Mahindra Financial Services	Postal Ballot	For	Revision in the scale of salary payable to Mr. Ramesh Iyer, Managing Director designated as Vice-Chairman & Managing Director of the Company	For	Abstained	Neutral view
9-Dec-19	Lupin Limited	Extra General Meeting	For	To approve divestment of its entire interest in Kyowa Pharmaceutical Industry Co. Limited, Japan, a step-down material subsidiary of the Company, by Nanomi B.V., Netherlands, a wholly owned material subsidiary of the Company.	For	Abstained	Neutral view
10-Dec-19	Bank of Baroda	Postal Ballot	For	Issue of shares to Government of India on Preferential basis	For	Abstained	Neutral view
16-Dec-19	J K Cement Ltd	Postal Ballot	For	Appointment of Shri Sudhir Jalan (DIN: 00111118) as Non-Independent Non-Executive Director of the Company	For	Abstained	No view on individual
17-Dec-19	Security and intelligence Services India Limited	Postal Ballot	For	Ordinary Resolution for sub-division of equity shares of the Company having a face value of Rs. 10 each to 2 equity shares of face value of Rs. 5 each	For	Abstained	Neutral view
17-Dec-19	Security and intelligence Services India Limited	Postal Ballot	For	Ordinary Resolution for alteration of Capital Clause of the Memorandum of Association of the Company	For	Abstained	Neutral view
19-Dec-19	HSIL Limited	Postal Ballot	For	Alteration of the Object Clause of the Memorandum of Association of the Company	For	Abstained	No clarity on need
19-Dec-19	HSIL Limited	Postal Ballot	For	Approval for Related Party Transactions with Brilloca Limited	For	Abstained	No clarity on need