

Disclosure of Voting activities in General Meetings of investee companies in which the insurers have actively participated and voted:

Name of the Insurer: Tata AIG General Insurance Company Limited.

Period of Reporting: 31st December 2020

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
01-Dec-2020	H D F C BANK LTD.	Postal Ballot	Management	Appoint Sashidhar Jagdishan (DIN: 08614396) as Director, not liable to retire by rotation	For	For	With the retirement of Aditya Puri, former Managing Director & CEO on 26 October 2020, HDFC Bank appointed Sashidhar Jagdishan in his stead. Sashidhar Jagdishan, 55, joined HDFC Bank in 1996 as Manager, Finance. He was promoted to Business Head - Finance in 1999 as Chief Financial Officer in 2008. Prior to his appointment as MD & CEO, Sashidhar Jagdishan was the Group Head of finance, human resources, legal & secretarial, administration, infrastructure, corporate communications, corporate social responsibility and the strategic change agent of the bank. Sashidhar Jagdishan completed his graduation in science with specialization in physics and is a Chartered Accountant. He also holds a master's degree in economics of money, banking & finance from the University of Sheffield, UK. His appointment is in line with statutory requirements.

01-Dec-2020	H D F C BANK LTD.	Postal Ballot	Management	Appoint Sashidhar Jagdishan (DIN: 08614396) as Managing Director for three years from 27 October 2020 and fix his remuneration	For	For	Sashidhar Jagdishan's fixed remuneration for FY21 as proposed by the bank is Rs 65. 0 mn. As per RBI guidelines on remuneration, his performance pay and fair value of ESOPs can go upto three times of the fixed pay, taking maximum total remuneration to Rs 260. 0 mn and ~75% of the estimated pay will be variable and linked to the bank's performance. The remuneration structure will be as per RBI guidelines on remuneration and proposed pay will be approved by the RBI. As a good practice, we expect HDFC Bank to disclose all components of proposed remuneration, both fixed and variable (including ESOPs). As the compensation structure includes performance based variable pay and stock options, the NRC should consider a cap on them. The NRC must also provide disclosures on performance metrics used to benchmark grant of performance based variable pay and stock options, to provide greater clarity.
09-Dec-2020	AXIS BANK LTD.	Postal Ballot	Management	Reappoint Ms. Ketaki Bhagwati (DIN 07367868) as Independent Director for three years from 19 January 2021 upto 18 January 2024	For	For	Ms. Ketaki Bhagwati, 56, was appointed as Independent Director on the board of Axis Bank on 19 January 2016. She is former Chief Investment Officer in the Financial Institutions Group of International Finance Corporation. She has over twenty seven years of experience in private equity, M&A, debt & structured finance and distressed asset workouts across sectors in several regions including Asia, the Middle East & Africa. She has attended all board meetings held in FY20 and those till 28 October 2020 in FY21. Her reappointment is in line with all statutory requirements.
09-Dec-2020	AXIS BANK LTD.	Postal Ballot	Management	Appoint Ms. Meena Ganesh (DIN: 00528252) as Independent Director for four years from 1 August 2020 upto 31 July 2024	For	For	Ms. Meena Ganesh, 57, is a PGDM holder from IIM Calcutta and has a Bachelor of Science degree in Physics from Madras University. She is MD & CEO of Healthvista India Private Ltd. And heads Portea Medical (a home healthcare company, which she co-founded in May 2013). She is also partner of the platform, Growthstory. In, where she is co-promoter of several new-age Internet/ Technology enabled start-ups. Her appointment is in line with all statutory requirements.

09-Dec-2020	AXIS BANK LTD.	Postal Ballot	Management	Appoint Gopalaraman Padmanabhan (DIN: 07130908) as Independent Director for four years from 28 October 2020 upto 27 October 2024	For	For	Gopalaraman Padmanabhan, 65, is a postgraduate in Economics from Kerala University and a Master's in Business Administration from the Birmingham Business School. He is former Executive Director – Reserve Bank of India and has over 35 years of experience with the RBI in various capacities i. E. Recommending and implementing policies, systems, guidelines and regulations relating to the banking, financial services and securities sector. After superannuating from the RBI, he was Chairperson of Bank of India till August 2020. His appointment is in line with all statutory requirements.
10-Dec-2020	EMBASSY OFFICE PARKS REIT	EGM	Management	Approve acquisition of approximately 84.05 acres in Embassy TechVillage (ETV), an office park located in Bengaluru, India at an enterprise value not exceeding Rs. 97.82 bn	For	For	Embassy REIT proposes to acquire 84. 05 acres in Embassy TechVillage (ETV), an office park located in Bengaluru for Rs. 97. 82 bn. This would translate to around 9. 2 msf of leasable area of which 6. 1 msf is completed and 3. 1 msf is under construction. In addition, a 518 keys dual branded Hilton hotel is also proposed to be constructed. The proposed acquisition will increase the asset portfolio, is at a 4. 6% discount to independent valuations and is expected to be NOI and NAV accretive for unitholders.
10-Dec-2020	EMBASSY OFFICE PARKS REIT	EGM	Management	Approve Grant Authority to borrow up to 35% of gross asset value	For	For	Embassy REIT proposes to fund the ETV acquisition of Rs. 97. 82 bn through a mixture of debt and unit issuance. This is an enabling resolution, and the REIT would have ~Rs. 55. 1 bn of additional headroom post the ETV acquisition. Notwithstanding, we recognize that the REIT has around 5. 8 msf of leasable area under construction and would thus need to take on additional debt to fund the construction. We recognize that Embassy Office REIT's debt ratings have been reaffirmed at after factoring the Embassy TechVillage acquisition.
10-Dec-2020	EMBASSY OFFICE PARKS REIT	EGM	Management	Approve raising funds through institutional placement for an amount not exceeding Rs. 80.0 bn	For	For	Embassy REIT proposes to fund the ETV acquisition of Rs. 97. 82 bn through a mixture of debt and unit issuance. This is an enabling resolution as the REIT proposes to raise funds Rs. 37. 0 bn through institutional placement while proposing a limit of Rs. 80. 0 bn. Notwithstanding, we recognize that the REIT has three additional projects left under the ROFO agreement, which it may acquire going forward and thus would need flexibility to raise funds for future acquisitions.

10-Dec-2020	EMBASSY OFFICE PARKS REIT	EGM	Management	Approve preferential issue of up to 65,579,400 units at a price of Rs. 356.7 per unit	For	For	As per the acquisition Embassy will issue up to 65.5 mn REIT units to third party shareholders (Garg family – original owners of the ETV campus land) at a price of Rs. 356.7 per unit. The current market price of the REIT is Rs. 343 per unit. The members of the Garg family will own around 7.7% of the unitholding post the preferential issue not accounting for Institutional placement.
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Place: Mumbai

Signature of Compliance Officer:

Date: January 25th, 2021

Name: Madhukar Sinha