

## **Voting Policy**

Kotak Mahindra Asset Management Company Limited (KMAMC) is a believer in the principle that the good Corporate Governance enhances the value of the company.

As an investment adviser with a fiduciary responsibility towards its unitholders, KMAMC believes that it should exercise its right to vote neither for nor against management, but always in the best interests of unitholders of its schemes.

One of the primary factors KMAMC considers when determining the desirability of investing in a particular company is the quality and depth of its management. We recognize that a company's management is entrusted with the day-to-day operations of the company, as well as its long-term direction and strategic planning, subject to the oversight of the company's board of directors.

Accordingly, our proxy voting guidelines are not intended to substitute our judgment for management's with respect to the company's day-to-day operations. Rather, our voting guidelines are designed to promote accountability of a company's management and board of directors to its shareholders; to align the interests of management with those of shareholders; and, to encourage companies to adopt best practices in terms of their corporate governance. We rely on a company's disclosures, its Board's recommendations, a company's track record, specific best practices codes, our research analysis and, most importantly, our Fund Management Departments views, in making voting decisions.

KMAMC will follow the following policy and procedure for exercising voting rights:

### **1. Appointment of Voting committee**

A Voting Committee comprising of a Director of the AMC, Chief Executive Officer, Chief Strategist and Global Head Equities, Head of Equities and Head of Fixed Income, will be appointed. The Committee will decide on voting on issues in the AGMs/EGMs for which notice is received.

The Voting Committee may delegate the rights under this policy to the Fund Managers of the Schemes, subject to such controls as they deem fit.

### **2. Principles for Voting**

i) Voting is completely discretionary i.e. the decision may include “abstaining from voting” or to “vote for” or “against” or divide votes between “for” and “against”, or not vote at all. The rationale for decision taken on “voting for /voting against/ abstaining from voting” shall be recorded in writing by the Voting Committee.”

ii) The Voting Committee will exercise proxy voting discretion on particular types of proposals in respect of the following matters: -

- Corporate governance matters, including changes in the state of incorporation, merger and other corporate restructuring, and anti takeover provisions.
- Changes to capital structure, including increases and decreases of capital and preferred stock issuances.

- Stock option plans and other management compensation issues;
- Social and corporate responsibility issues.
- Appointment and Removal of Directors.
- Any other issue that may affect the interest of the shareholders in general and interest of the unit-holders in particular.

iii) Assessment of implication of voting: The Voting Committee has the responsibility for the content, interpretation and application of the proxy votes and assessing the impact on the company of such voting. All the matters will be addressed on a case to case basis keeping in view the interest of unitholders.

iv) Cost of Voting: The Committee may take in to account the location of the general body meeting, number/percentage of shares held, impact of exercising or otherwise of Voting on the possible outcome, cost of voting (cost of travel and executive time) and determine whether it is not in the best economic interests of unitholders/scheme to vote proxies.

### **3. Governance measures**

- For investments in group companies of the AMC

As a policy, KMMF does not invest in the shares of Kotak group companies,, The said policy would not apply to investments by index funds / ETF's , where the underlying indices include Kotak group entities as one of its constituents. In such cases, since the investments are done in accordance with the index weights, AMC shall refrain from voting in such cases.

- Investment in companies that have subscribed to the units of their schemes.

KMMF shall not make any distinction between companies that have invested in our schemes vis a vis other companies. All companies will be treated on par for the purpose of this voting policy.

### **4. Decision making process on voting**

KMMF has currently defined a holding of 4% of the individual scheme net assets as a threshold for voting considerations, under this policy. However, the fund manager may in the interest of the unit holders decide to vote on any matter as he may deem fit, even where the holding is below the said threshold.

### **5. Decision making in the Committee**

Each matter submitted to the Committee will be determined by the vote of a majority of the members present at the meeting. Should the vote concerning one or more recommendations be tied in a vote of the Committee the final voting decision will be taken by the CEO.

### **6. Resolving conflicts of interest**

The Committee is also responsible for monitoring and resolving possible material conflicts between the interests of KMAMC and those of unitholders with respect to proxy voting. The Committee shall always ensure that voting will be in the exclusive interest of the unitholders of the schemes.

#### **7. Representation at the general body meeting**

The Committee may through a suitable delegation, exercise its decision on voting at the meetings in favour of any of its authorized representatives.

This policy has been approved by the Board of Directors of Kotak Mahindra Asset Management Company Limited and Board of Directors of Kotak Mahindra Trustee Company Limited at their meeting held on June 18, 2014.

VOTING DETAILS - FOR FINANCIAL YEAR 2013-2014

MANAGEMENT PROPOSALS

Meeting Date	Company Name	Resolution Numbers	Meeting Description	Resolution Description	Changes in capital structure including increases & decreases of capital & preferred stock issuances	Stock option plans & other management compensation issues	Social & corporate responsibility issues	Appointment & Removal of Directors	Any other issue that may affect the interest of shareholders in general & interest of the unit holders in particular	Management Recommendation	Voted (For / Against / Abstain)
05 June 2013	Bharti Airtel Ltd	1	Extraordinary general meeting	To issue and allot upto 199,870,006 equity shares of the Company of the face value of Rs. 5/- each fully paid up for cash to Qatar Foundation Endowment SPC or its affiliates (belonging to non promoter category) at an issue price of Rs. 340/- per equity share (including premium of Rs. 335/- per equity share) for an aggregate consideration of Rs. 67,955,802,040 on preferential basis, subject to compliance with the minimum issue price requirement in accordance with Regulation 76 of the ICDR Regulations.	✓					FOR	FOR
05 June 2013	Bharti Airtel Ltd	2	Extraordinary general meeting	To approve Amendment in articles of Association of the company					✓	FOR	FOR
06 June 2013	Reliance Industries	1	Annual General Meeting	To accept financial statements and statutory reports					✓	FOR	FOR
06 June 2013	Reliance Industries	2	Annual General Meeting	To declare a dividend on equity shares					✓	FOR	FOR
06 June 2013	Reliance Industries	3	Annual General Meeting	To appoint Directors in place of those retiring by rotation				✓		FOR	FOR
06 June 2013	Reliance Industries	4	Annual General Meeting	To approve appointment of auditors and fix their remuneration					✓	FOR	FOR
06 June 2013	Reliance Industries	5	Annual General Meeting	To approve the payment of commission to Non-Executive Directors.		✓				FOR	FOR
15 June 2013	Infosys Ltd	1	Annual General Meeting	To accept financial statements and statutory reports					✓	FOR	FOR
15 June 2013	Infosys Ltd	2	Annual General Meeting	To declare a dividend on equity shares					✓	FOR	FOR
15 June 2013	Infosys Ltd	3	Annual General Meeting	To approve Re-appointment of S. D. Shibulal as a director, who retires by rotation and , being eligible, seeks re-appointment.				✓		FOR	FOR
15 June 2013	Infosys Ltd	4	Annual General Meeting	To approve Re-appointment of Srinath Batni as a director, who retires by rotation and , being eligible, seeks re-appointment.				✓		FOR	FOR
15 June 2013	Infosys Ltd	5	Annual General Meeting	To approve Re-appointment of Deepak M. Satwalekar as a director, who retires by rotation and , being eligible, seeks re-appointment.				✓		FOR	FOR
15 June 2013	Infosys Ltd	6	Annual General Meeting	To approve Re-appointment of Dr. Omkar Goswami as a director, who retires by rotation and , being eligible, seeks re-appointment.				✓		FOR	FOR
15 June 2013	Infosys Ltd	7	Annual General Meeting	To approve Re-appointment of R. Seshasayee as a director, who retires by rotation and , being eligible, seeks re-appointment.				✓		FOR	FOR
15 June 2013	Infosys Ltd	8	Annual General Meeting	To approve appointment of auditors and fix their remuneration					✓	FOR	FOR
15 June 2013	Infosys Ltd	9	Annual General Meeting	To approve appointment of Leo Puri as a director, liable to retires by rotation .				✓		FOR	FOR
15 June 2013	Infosys Ltd	10	Annual General Meeting	To approve appointment of N R Narayana Murthy as a Director, liable to retires by rotation .				✓		FOR	FOR
24 June 2013	ICICI Bank Ltd	1	Annual General Meeting	To accept financial statements and statutory reports					✓	FOR	FOR
24 June 2013	ICICI Bank Ltd	2	Annual General Meeting	To declare a dividend on preference shares					✓	FOR	FOR
24 June 2013	ICICI Bank Ltd	3	Annual General Meeting	To declare a dividend on equity shares					✓	FOR	FOR
24 June 2013	ICICI Bank Ltd	4	Annual General Meeting	To appoint a director in place of Mr. K.V.Kamath, who retires by rotation and being eligible, offers himself for re-appointment				✓		FOR	FOR

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24 June 2013	ICICI Bank Ltd	5	Annual General Meeting	To appoint a director in place of Dr. Tushar Shah, who retires by rotation and being eligible, offers himself for re-appointment				✓		FOR	FOR
24 June 2013	ICICI Bank Ltd	6	Annual General Meeting	To appoint a director in place of Mr.Rajiv Sabharwal , who retires by rotation and being eligible, offers himself for re-appointment				✓		FOR	FOR
24 June 2013	ICICI Bank Ltd	7	Annual General Meeting	To approve appointment of S.R. Batliboi & Co as statutory auditors and fix their remuneration					✓	FOR	FOR
24 June 2013	ICICI Bank Ltd	8	Annual General Meeting	Appointment of branch auditors and fix their remuneration					✓	FOR	FOR
24 June 2013	ICICI Bank Ltd	9	Annual General Meeting	To approve appointment of Mr. Dilip Choksi as director of the company.				✓		FOR	FOR
24 June 2013	ICICI Bank Ltd	10	Annual General Meeting	Re-appointment of Mr. K.V.Kamath as non executive chairman of the company for a period of five years				✓		FOR	FOR
24 June 2013	ICICI Bank Ltd	11	Annual General Meeting	To approve ,revised remuneration payable to Ms.Chanda Kochhar, Managing Director & CEO.		✓				FOR	FOR
24 June 2013	ICICI Bank Ltd	12	Annual General Meeting	To approve ,revised remuneration payable to Mr. N.S.Kannan , Executive Director & Chief Financial Officer.		✓				FOR	FOR
24 June 2013	ICICI Bank Ltd	13	Annual General Meeting	To approve ,revised remuneration payable to Mr. K. Ramkumar, Executive Director.		✓				FOR	FOR
24 June 2013	ICICI Bank Ltd	14	Annual General Meeting	To approve ,revised remuneration payable to Mr. Rajiv Sabharwal ,Executive Director.		✓				FOR	FOR
27/06/2013	HDFC Bank Ltd	1	Annual General Meeting	To accept financial statements and statutory reports					✓	FOR	FOR
27/06/2013	HDFC Bank Ltd	2	Annual General Meeting	To declare a dividend on Equity shares					✓	FOR	FOR
27/06/2013	HDFC Bank Ltd	3	Annual General Meeting	To appoint a director in place of Mr. Bobby Pareikh , who retires by rotation and being eligible, offers himself for re-appointment				✓		FOR	FOR
27/06/2013	HDFC Bank Ltd	4	Annual General Meeting	To appoint a director in place of A.N.Roy , who retires by rotation and being eligible, offers himself for re-appointment				✓		FOR	FOR
27/06/2013	HDFC Bank Ltd	5	Annual General Meeting	To approve appointment of auditors and fix their remuneration					✓	FOR	FOR
27/06/2013	HDFC Bank Ltd	6	Annual General Meeting	To approve appointment of Mr.Vijay Merchant a director ,Subjected to retirement by rotation.				✓		FOR	FOR
27/06/2013	HDFC Bank Ltd	7	Annual General Meeting	To approve, Board to grant offer issue and allot, in one or more tranches, to present & future employees 10 crore equity stock options, convertible into 10 crore equity shares of the nominal face value not exceeding Rs 2/- under an employee stock option plan.		✓				FOR	FOR
27/06/2013	HDFC Bank Ltd	8	Annual General Meeting	To approve Re-appointment of Mr.Paresh Sukthankar as a Executive director for the period of 3 Years.				✓		FOR	FOR
28/06/2013	TATA Consultancy Services Ltd	1	Annual General Meeting	To accept financial statements and statutory reports					✓	FOR	FOR
28/06/2013	TATA Consultancy Services Ltd	2	Annual General Meeting	To declare a dividend on equity shares					✓	FOR	FOR
28/06/2013	TATA Consultancy Services Ltd	3	Annual General Meeting	To declare a dividend on Redeemable preference shares					✓	FOR	FOR
28/06/2013	TATA Consultancy Services Ltd	4	Annual General Meeting	To appoint a director in place of Dr.Vijay Kelkar , who retires by rotation and being eligible, offers himself for re-appointment				✓		FOR	FOR

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28/06/2013	TATA Consultancy Services Ltd	5	Annual General Meeting	To appoint a director in place of Mr. Ishaat Hussain , who retires by rotation and being eligible, offers himself for re-appointment				✓		FOR	FOR
28/06/2013	TATA Consultancy Services Ltd	6	Annual General Meeting	To appoint a director in place of Mr. Aman Mehta , who retires by rotation and being eligible, offers himself for re-appointment				✓		FOR	FOR
28/06/2013	TATA Consultancy Services Ltd	7	Annual General Meeting	To appoint auditors and fix their remuneration					✓	FOR	FOR
28/06/2013	TATA Consultancy Services Ltd	8	Annual General Meeting	To approve ,Revision in terms of remuneration of Mr. N. Chandrasekaran, CEO & Managing Director.		✓				FOR	FOR
28/06/2013	TATA Consultancy Services Ltd	9	Annual General Meeting	Re-appointment of Mr.S. Mahalingam as Chief Financial Officer and Executive Director of the company until his retirement.				✓		FOR	FOR
28/06/2013	TATA Consultancy Services Ltd	10	Annual General Meeting	Appointment of Branch Auditors					✓	FOR	FOR
20/07/2013	Federal Bank Ltd	1	Annual General Meeting	To accept financial statements and statutory reports.					✓	FOR	For
20/07/2013	Federal Bank Ltd	2	Annual General Meeting	To declare a dividend .					✓	FOR	For
20/07/2013	Federal Bank Ltd	3	Annual General Meeting	To appoint a director in place of CA Nilesh S. Vikamsey , who retires by rotation and being eligible, offers himself for re-appointment.				✓		FOR	Abstain
20/07/2013	Federal Bank Ltd	4	Annual General Meeting	To appoint a director in place of Shri Suresh Kumar , who retires by rotation and being eligible, offers himself for re-appointment.				✓		FOR	Abstain
20/07/2013	Federal Bank Ltd	5	Annual General Meeting	To appoint Central Statutory Auditors and fix their remuneration.					✓	FOR	For
20/07/2013	Federal Bank Ltd	6	Annual General Meeting	Appointment of Branch Auditors & fix the remuneration.					✓	FOR	For
20/07/2013	Federal Bank Ltd	7	Annual General Meeting	Appointment of Dr.K. Cherian Verghese as a director ,Subjected to retirement by rotation.				✓		FOR	Abstain
20/07/2013	Federal Bank Ltd	8	Annual General Meeting	Appointment of Mr. Sudhir M. Joshi as a director ,Subjected to retirement by rotation.				✓		FOR	Abstain
20/07/2013	Federal Bank Ltd	9	Annual General Meeting	Appointment of Mr. K.M Chandrasekhar as a director ,Subjected to retirement by rotation.				✓		FOR	Abstain
20/07/2013	Federal Bank Ltd	10	Annual General Meeting	Appointment of Mr.Dilip G.Sadarangani as a director ,Subjected to retirement by rotation.				✓		FOR	Abstain
20/07/2013	Federal Bank Ltd	11	Annual General Meeting	Alteration in the Share capital of the bank by sub dividing the existing one equity share of Rs-10/- each into five equity shares of Rs-2/- each.	✓					FOR	For
20/07/2013	Federal Bank Ltd	12	Annual General Meeting	To increase the Authorised share Capital of the Bank from Rs. 200 crores divided into twenty crore equity shares of Rs-10 each to Rs. 500 crore divided into two hundred and fifty crore equity shares of Rs. 2/- each ranking pari passu with existing equity shares.	✓					FOR	For

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20/07/2013	Federal Bank Ltd	13	Annual General Meeting	To pass a ordinary resolution for variable pay of Shri. Shyam Srinivasan, Managing Director and CEO of the banks, as approved by RBI.		✓				FOR	Abstain
26/07/2013	ITC Ltd	1	Annual General Meeting	To accept financial statements and statutory reports.					✓	FOR	For
26/07/2013	ITC Ltd	2	Annual General Meeting	To declare a dividend .					✓	FOR	For
26/07/2013	ITC Ltd	3	Annual General Meeting	To elect Directors in place of those retiring by rotation.				✓		FOR	Abstain
26/07/2013	ITC Ltd	4	Annual General Meeting	To appoint Auditors and fix their remuneration					✓	FOR	For
26/07/2013	ITC Ltd	5	Annual General Meeting	Appointment of Ms. Meera Shankar as a director of the company , liable to retire by rotation.				✓		FOR	Abstain
26/07/2013	ITC Ltd	6	Annual General Meeting	Appointment of Mr. Sahibzada Syed Habib-ur-Rehman as a director of the company , liable to retire by rotation.				✓		FOR	Abstain
26/07/2013	ITC Ltd	7	Annual General Meeting	Re-appointment of Mr.Dinesh Kumar Mehrotra as a director of the company , liable to retire by rotation.				✓		FOR	Abstain
26/07/2013	ITC Ltd	8	Annual General Meeting	Re-appointment of Mr.Sunil Behari Mathur as a director of the company , liable to retire by rotation.				✓		FOR	Abstain
26/07/2013	ITC Ltd	9	Annual General Meeting	Re-appointment of Mr.Pillappakkam Bahukutumbi Ramanujam as a director of the company , liable to retire by rotation.				✓		FOR	Abstain
26/07/2013	ITC Ltd	10	Annual General Meeting	Re-appointment of Mr. Kurush Noshir Grant as a Director and also as Whole time director of the company , liable to retire by rotation.				✓		FOR	FOR
26/07/2013	ITC Ltd	11	Annual General Meeting	Directors of the company other than the wholetime Directors be paid annually, for a period not exceeding three years. Commission ranging from Rs-12,00,000 and Rs-20,00,000 individually based on performance and guidelines framed by the Board, in addition to the fees for attending the meetings of the board or comitee, not exceeding the 1% of the net profits of the company .		✓				FOR	Abstain
03/08/2013	Infosys Ltd	1	Extraordinary General Meeting	To approve appointment of Mr. N R Narayana Murthy as a Whole-time Director of the company for a period of 5 years.				✓		FOR	FOR
14/08/2013	Whirlpool Ltd	1	Annual General Meeting	To accept financial statements and statutory reports.					✓	FOR	FOR
14/08/2013	Whirlpool Ltd	2	Annual General Meeting	To appoint Director in place of Mr. Simon J Scarff, Who retires by rotation and being eligible, offers himself for reappointment.				✓		FOR	Abstain
14/08/2013	Whirlpool Ltd	3	Annual General Meeting	To appoint Director in place of Mr. Sanjiv Verma, Who retires by rotation and being eligible, offers himself for reappointment.				✓		FOR	Abstain
14/08/2013	Whirlpool Ltd	4	Annual General Meeting	To Appoint Auditors					✓	FOR	FOR
14/08/2013	Whirlpool Ltd	5	Annual General Meeting	To approve re-appointment of Mr. Arvind Uppal as the Chairman & Managing Director of the company for a period of three years.				✓		FOR	FOR

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22/08/2013	Kewal Kiran Clothing	1	Annual General Meeting	To accept financial statements and statutory reports.					✓	FOR	FOR
22/08/2013	Kewal Kiran Clothing	2	Annual General Meeting	To declare a final dividend on equity shares					✓	FOR	FOR
22/08/2013	Kewal Kiran Clothing	3	Annual General Meeting	To appoint Director in place of Mr. Hemant P. Jain , who retires by rotation and being eligible, offers himself for reappointment.				✓		FOR	FOR
22/08/2013	Kewal Kiran Clothing	4	Annual General Meeting	To appoint Director in place of Mr. Vikas P. Jain, who retires by rotation and being eligible, offers himself for reappointment.				✓		FOR	FOR
22/08/2013	Kewal Kiran Clothing	5	Annual General Meeting	To appoint Director in place of Mr. Dr.Prakash A. Mody, who retires by rotation and being eligible, offers himself for reappointment.				✓		FOR	Abstain
22/08/2013	Kewal Kiran Clothing	6	Annual General Meeting	To Appoint M/s. Jain & Trivedi, Chartered Accountants as the statutory Auditors of the company and fix their remuneration.					✓	FOR	For
22/08/2013	Kewal Kiran Clothing	7	Annual General Meeting	To Appoint M/s. N. A. Shah Associates, Chartered Accountants as the joint statutory Auditors of the company and fix their remuneration.					✓	FOR	For
22/08/2013	Kewal Kiran Clothing	8	Annual General Meeting	To approve appointment of Mr. Yogesh A. Thar as a director of the company , liable to retire by rotation.				✓		FOR	Abstain
22/08/2013	Kewal Kiran Clothing	9	Annual General Meeting	To approve revision of remuneration payable to Mr. Pankaj K jain - 'President-Retail', who is a relative of executive directors of the company.		✓				FOR	Abstain
22/08/2013	Kewal Kiran Clothing	10	Annual General Meeting	To approve revision of remuneration payable to Mr. Hitendra H jain - 'Manager', who is a relative of executive directors of the company.		✓				FOR	Abstain
05/09/2013	Bharti Airtel Ltd	1	Annual General Meeting	To accept financial statements and statutory reports.					✓	FOR	FOR
05/09/2013	Bharti Airtel Ltd	2	Annual General Meeting	To declare a dividend on equity shares					✓	FOR	FOR
05/09/2013	Bharti Airtel Ltd	3	Annual General Meeting	To appoint Director in place of Mr. Ajay Lal , who retires by rotation and being eligible, offers himself for reappointment.				✓		FOR	Abstain
05/09/2013	Bharti Airtel Ltd	4	Annual General Meeting	To appoint Director in place of Ms. Tan Yong Choo , who retires by rotation and being eligible, offers himself for reappointment.				✓		FOR	Abstain
05/09/2013	Bharti Airtel Ltd	5	Annual General Meeting	To resolve not to fill the vacancy for the time being in the board, caused by the retirement of Mr. Pulak Prasad, who retires by rotation and does not seek re-appointment				✓		FOR	Abstain
05/09/2013	Bharti Airtel Ltd	6	Annual General Meeting	To Appoint M/s. S.R. Batliboi & Associates LLP, Chartered Accountants, Gurgaon as the statutory Auditors of the company and fix their remuneration.					✓	FOR	FOR
05/09/2013	Bharti Airtel Ltd	7	Annual General Meeting	To approve appointment of Mr. Manish Kejriwal as a director of the company , liable to retire by rotation.				✓		FOR	Abstain
05/09/2013	Bharti Airtel Ltd	8	Annual General Meeting	To approve appointment of Ms. Obiageli Katryan as a director of the company , liable to retire by rotation.				✓		FOR	Abstain
28/09/2013	Bharti Airtel Ltd	1	Postal Ballot	Slump sale of data centre and managed services business to Nxta Data Limited, a Wholly owned subsidiary of Bharti Airtel Ltd					✓	FOR	Abstain
06/03/2014	HDFC Bank Ltd	1	Postal Ballot	To approve appointment of Mr. Paresh Sukthankar as a director designated as Deputy Managing Director of the Bank for the period of three years commencing from 24th Dec'13 to 23rd Dec'16 on the terms and conditions , including remuneration , subjected to the approval of Reserve Bank of India.				✓		For	For



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06/03/2014	HDFC Bank Ltd	2	Postal Ballot	To approve appointment of Mr. Kaizad Bharucha as an additional director designated as Executive Director of the Bank for the period of three years commencing from 24th Dec'13 to 23rd Dec'16 on the terms and conditions , including remuneration , subjected to the approval of Reserve Bank of India.				✓		For	For
06/03/2014	HDFC Bank Ltd	3	Postal Ballot	To approve appointment of Mr. C.M.Vasudev as an additional director and part time Chairman of the bank for the period of one years commencing from 27th Aug'13 to 26th Aug'14 on a remuneration of Rs 20 Lacs per annum.				✓		For	For
06/03/2014	HDFC Bank Ltd	4	Postal Ballot	To approve the special resolution , board of directors of the bank for borrowing monies on behalf of the bank, from time to time, upto an aggregate amount (apart from acceptance of deposits of money from public repayable on demard/withdrawable by Cheque/Draft, order or otherwise and / or temporary loans obtained in the ordinary course of business from bank , in india or outside india)not exceeding at any time the paid up share capital of the bank and its free reserves by Rs 20,000 Crores.	✓					For	For
19/03/2014	ITC Ltd	1	Postal Ballot	To Approve scheme of Arrangement between Wimco Limited ( Demerged Company) and ITC Ltd (Resulting Company) and their respective shareholders.					✓	For	For
19/03/2014	Whirlpool Ltd	1	Postal Ballot	To Approve , Alteration in Clause III of the Memorandum of Association of the company					✓	For	For
19/03/2014	Whirlpool Ltd	2	Postal Ballot	To Approve , Alteration in the Article 130 of the Articles of Association of the company.					✓	For	For

SHAREHOLDERS PROPOSALS:

Date	Type of Meeting (AGM/EGM)	Proposal	Management Recommendation	Vote (For/Against/Abstain)
NIL				