

Form NL-46-VOTING ACTIVITY DISCLOSURE UNDER STEWARDSHIP CODE

Name of the Insurer: The Oriental Insurance Company Limited

For the Quarter ending: 30th September 2023

Date: 10.11.2023

Annexure A

Disclosure of voting activities in general meetings of investee companies in which the insurers have actively participated and voted

The Oriental Insurance Company Limited

Period of Reporting:01.07.2023 to 30.09.2023

Meeting Date	Investee Company Name	Type of Meeting	Proposal of Management/ Shareholders	Description of the Proposal	Management Recommendation	Vote (For/Against/ Abstain)	Reason supporting the vote decision
02.08.2023	Simplex Realty Limited	AGM					
09.08.2023	Larsen & Toubro Limited	AGM					
11.08.2023	ITC Limited	AGM					
14.08.2023	Western India Commercial Co. Ltd	AGM					
18.08.2023	Tourism Finance Corporation of India Limited	AGM					
NA	Larsen & Toubro Limited	Postal Ballot					
01.09.2023	Agriculture Insurance Company of India Limited	EGM					
15.09.2023	OTC Exchange of India	AGM					
22.09.2023	The Southern Gas Limited	AGM					
22.09.2023	Agriculture Insurance Company of India Limited	AGM					
26.09.2023	GIC Housing Finance Limited	AGM					
26.09.2023	JSL Industries LTD	AGM					
27.09.2023	Punjab National Bank	EGM					
27.09.2023	Kesar Terminals & Infrastructure Limited	AGM					
28.09.2023	The Standard Batteries Ltd	AGM					
29.09.2023	HITPA	AGM					

As per Annexure A1

Annexure A1

Meeting Date	Investee Company Name	Whether Promoter Shareholding	Type of Meeting	Proposal of Management/ Shareholders	Description of the Proposal	Management Recommendation	Vote (For/Against/ Abstain)	Reason supporting the vote decision
02.08.2023	Simplex Realty Limited	No	AGM	Adoption of Accounts	To receive, consider and adopt the audited Annual Financial Statements for the year ended on 31st March, 2023 together with the Reports of the Directors and Auditors thereon.	Management recommendation is in favour of all the resolutions	For	The Resolutions are in the interest of the company and of normal business transactions
				Declaration of Dividend	To declare dividend @ 10% on Equity Shares for the financial year 2022-23		For	
				Approval of Directors' fees	To appoint a Director in place of Shri Nandan Damani, who retires by rotation and being eligible, offers himself for re-appointment		For	
				Appointment of Auditor	Re- appointment of Khandelwal and Mehta LLP, Chartered Accountants as the Statutory Auditors of the Company, for a second term of five consecutive years commencing from the conclusion of this AGM till the conclusion of the AGM to be held for the Financial Year 2027-28, at such remuneration as may be mutually agreed between the Board of Directors of the Company and the Auditors		For	
				Appointment of Directors	Re-appointment of Shri Nandan Damani, as the Managing Director of the company, designated as the Chairman and Managing Director of the Company, aged 70 years, for a period of three years commencing from 29th June, 2023 to 28th June, 2026, liable to retire by rotation.		For	
				Appointment of Directors	Re-appointment of Shri Sanjay N Damani , Whole-time Director of the Company		For	
09.08.2023	Larsen & Toubro Limited	No	AGM	Adoption of Accounts	To consider and adopt the audited standalone financial statements of the Company for the year ended March 31, 2023 and the Reports of the Board of Directors and Auditors thereon	Management recommendation is in favour of all the resolutions	For	The Resolutions are in the interest of the company and of normal business transactions
				Adoption of Accounts	To consider and adopt the audited consolidated financial statements of the Company for the year ended March 31, 2023 and the report of the auditors thereon		For	
				Declaration of Dividend	To declare a dividend @ Rs. 24 per equity share of face value of Rs. 2 each		For	
				Appointment of Directors	To appoint a Director in place of Mr. A. M. Naik, who retires by rotation and is eligible for re-appointment		For	
				Appointment of Directors	To appoint a Director in place of Mr. Hemant Bhargava, who retires by rotation and is eligible for re-appointment		For	
				Appointment of Directors	6. To appoint a Director in place of Mr. M. V. Satish, who retires by rotation and is eligible for re-appointment		For	

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09.08.2023	Larsen & Toubro Limited	No	AGM	Approval of RPTs	Accord of approval of the Members of the Company to the Company for entering into and/or continuing to enter into transaction(s) with Larsen Toubro Arabia LLC, L&T Modular Fabrication Yard LLC, Larsen & Toubro Electromech LLC, Larsen & Toubro Heavy Engineering LLC and Larsen & Toubro Kuwait Construction General Contracting Company WLL, subsidiaries of the Company and Related Parties	Management recommendation is in favour of all the resolutions	For	The Resolutions are in the interest of the company and of normal business transactions
				Approval of RPTs	Accord of approval of the Members of the Company to the Company for entering into and/or continuing to enter into contract(s)/ transaction(s) with L&T-MHI Power Boilers Private Limited, subsidiary of the Company		For	
				Approval of RPTs	Accord of approval of the Members of the Company to the Company for entering into and/or continuing to enter into contract(s)/ transaction(s) with L&T-MHI Power Turbine Generators Private Limited, subsidiary of the Company		For	
				Approval of RPTs	Accord of approval of the Members of the Company to the Company for entering into and/or continuing to enter into contract(s)/ transaction(s) with L&T Special Steels and Heavy Forgings Private Limited, subsidiary of the Company		For	
				Approval of RPTs	Accord of approval of the Members of the Company to the Company for entering into and/or continuing to enter into contract(s)/ transaction(s) with L&T Modular Fabrication Yard LLC, subsidiary of the Company		For	
				Approval of RPTs	Accord of approval of the Members of the Company to the Company for entering into and/or continuing to enter into contract(s)/ transaction(s) with L&T Modular Fabrication Yard LLC, subsidiary of the Company		For	
				Approval of RPTs	Accord of approval of the Members of the Company for entering into and/or continuing to enter into contract(s)/ arrangement(s)/ transaction(s) with Nuclear Power Corporation of India Limited, a 'Related Party' of the Company's subsidiary		For	
				Remuneration of Auditors	Ratification of remuneration of Rs.17 lakhs plus applicable taxes and out of pocket expenses at actuals for travelling and boarding/ lodging for the financial year ending March 31, 2024 payable to M/s R. Nanabhoy & Co. Cost Accountants, who are appointed as Cost Auditors to conduct the audit of cost records maintained by the Company for the financial year 2023-24.		For	

Meeting Date	Investee Company Name	Whether Promoter Shareholding	Type of Meeting	Proposal of Management/ Shareholders	Description of the Proposal	Management Recommendation	Vote (For/Against/ Abstain)	Reason supporting the vote decision
11.08.2023	ITC Limited	No	AGM	Adoption of Accounts	To consider and adopt the Financial Statements of the Company for the financial year ended 31st March, 2023, the Consolidated Financial Statements for the said financial year and the Reports of the Board of Directors and the Auditors	Management recommendation is in favour of all the resolutions	For	The Resolutions are in the interest of the company and of normal business transactions
				Declaration of Dividend	To confirm Interim Dividend of Rs. 6 per Ordinary Share of Re 1/- each, declare Final Dividend of Rs. 6.75 and Special Dividend of Rs. 2.75 per Ordinary Share of Re 1/- each for the financial year ended 31st March, 2023		For	
				Appointment of Directors	To appoint a Director in place of Mr. Sumant Bhargavan who retires by rotation and, being eligible, offers himself for re-election		For	
				Appointment of Directors	To appoint a Director in place of Mr. Mukesh Gupta who retires by rotation and, being eligible, offers himself for re-election		For	
				Remuneration of Auditors	Approval of remuneration of Rs. 3,85,00,000/- to Messrs. S R B C & CO LLP, Statutory Auditors of the Company, for conduct of audit for the financial year 2023-24, payable in one or more instalments plus goods and services tax as applicable, and reimbursement of out-of-pocket expenses incurred		For	
				Appointment of Directors	Appointment of Ms. Alka Marezban Bharucha as Director and also as an Independent Director of the Company,		For	
				Appointment of Directors	Re-appointment of Mr. Anand Nayak as a Director and also as an Independent Director of the Company		For	
				Appointment of Directors	Re-appointment of Mr. Ajit Kumar Seth as a Director and also as an Independent Director of the Company		For	
				Appointment of Directors	Appointment of Mr. Hemant Malik as a Director, liable to retire by rotation, and also as a Wholetime Director of the Company		For	
				Appointment of Directors	Re-appointment of Mr. Sanjiv Puri as a Director, not liable to retire by rotation, and also as the Managing Director & Chairman of the Company		For	
				Payment to Directors	Accord of consent for payment of commission to the Non-Executive Directors of the Company, for each of the five financial years commencing from 1st April, 2024		For	
Approval of RPTs	Accord of consent to the Company for entering into and / or continuing to enter into contracts / arrangements / transactions with British American Tobacco (GLP) Limited, United Kingdom ('BAT GLP'), a related party	For						

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11.08.2023	ITC Limited	No	AGM	Remuneration of Auditors	Ratification of remuneration of Rs.5,00,000/- plus goods and services tax as applicable payable to, and reimbursement of out-of-pocket expenses incurred by Messrs. ABK & Associates, Cost Accountants, appointed as the Cost Auditors to conduct audit of cost records maintained by the Company in respect of 'Wood Pulp' and 'Paper and Paperboard' products for the financial year 2023-24	Management recommendation is in favour of all the resolutions	For	The Resolutions are in the interest of the company and of normal business transactions
				Remuneration of Auditors	Ratification of the remuneration of Rs. 6,50,000/- plus goods and services tax as applicable payable to, and reimbursement of out-of-pocket expenses incurred by Messrs. S. Mahadevan & Co., Cost Accountants, appointed as the Cost Auditors to conduct audit of Cost Records maintained in respect of all applicable products of the Company, other than 'Wood Pulp' and 'Paper and Paperboard' products, for the financial year 2023-24		For	
14.08.2023	Western India Commercial Co. Ltd	No	AGM	Adoption of Accounts	To consider and adopt the audited Annual Financial Statements for the year ended on 31 st March, 2023 together with the Reports of the Directors and Auditors thereon.	Management recommendation is in favour of all the resolutions	For	The Resolutions are in the interest of the company and of normal business transactions
				Appointment of Directors	To appoint a Director in place of Shri Jagdish Prasad Mundra who retires by rotation at this AGM and being eligible, offers himself for reappointment		For	
				Appointment of Directors	To appoint a Director in place of Shri Subhas Jajoo, who retires by rotation at this AGM and being eligible, offers himself for re-appointment.		For	
				Remuneration of Auditors	To authorise the Board of Directors of the Company to fix the remuneration of Statutory Auditors M/s K. K. Chanani & Associates, Chartered Accountants, for the year ending 31st March, 2024 in consultation with the Auditors and reimbursement of out pocket expenses, if any, in addition thereto and taxes as applicable		For	
				Appointment of Directors	To approve re-appointment of Mr. Tapas Kumar Bhattacharya as a Non-Executive Independent Director of the Company not liable to retire by rotation,		For	
				Appointment of Auditors	To appoint Ms. Sneha Agarwal, a Practicing Company Secretary as Secretarial Auditor of the Company to hold the office from the conclusion of this AGM till the conclusion of the next AGM on such remuneration as may be determined by the Board and agreed to by her		For	

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18.08.2023	Tourism Finance Corporation of India Limited	Yes	AGM	Adoption of Accounts	To consider and adopt the audited Financial Statements for the year ended on 31st March, 2023 together with the Reports of the Directors and Auditors thereon.	Management recommendation is in favour of all the resolutions	For	The Resolutions are in the interest of the company and of normal business transactions
				Adoption of Accounts	To consider and declare Dividend @ 24% on Equity Shares for financial year 2022-23		For	
				Declaration of Dividend	To appoint a Director in place of Dr. S. Ravi , who retires by rotation and being eligible offers himself for re-appointment		For	
				Issue of Non-Convertible Bond/Debentures/ other instruments	Approval for having made and/or making offer(s) or invitation to subscribe to securities, including but not limited to bonds and non-convertible debentures, by way of private placement in one or more tranches, on such terms and conditions as it may consider proper, upto an amount not exceeding Rs. 700 crore in the year commencing from the date of approval by shareholders		For	
				Appointment of Directors	Appointment of Shri Ashok Kumar Garg as an Independent Director not liable to retire by rotation, to hold office for a term of 5 consecutive years commencing from May 20, 2023 upto May 19, 2028		For	
				Appointment of Directors	Appointment of Mrs. Thankom T. Mathew as an Independent Director (Women) for second term not liable to retire by rotation, to hold office for second term of 5 consecutive years w.e.f. October 24, 2023 upto October 23, 2028		For	
				Alteration to the Articles of Association of the Company	In Article 123(i), the words and phrases "The Government of India shall have the right to appoint not more than one director representing the Ministry of Tourism" be deleted.		For	
NA	Larsen & Toubro Limited	No	Postal Ballot	Approval for Buyback of Equity Shares.	approval for Buyback of Equity Shares.	Management recommendation is in favour of all the resolutions	For	In FY 2021-22, the Company formulated its Lakshya '26 Strategic Plan. One of the key strategic objectives in Lakshya '26 is to improve return on equity and maximize shareholder value. Increased profitability, release of working capital, higher dividends apart, return of extra capital to shareholders in the form of Buyback of shares of the Company is one such initiative which can help in meeting these objectives.

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01.09.2023	Agriculture Insurance Company of India Limited	Yes	EGM	Amendment of Articles of Association of the Company	Amendment of Article 12(i), 12(ii) and 12(iii) of the Article of Association of the Company	Management recommendation is in favour of all the resolutions	For	The Resolution has been proposed to comply with the Ministry directives.
15.09.2023	OTC Exchange of India	Yes	AGM	Adoption of Accounts	To receive, consider and adopt the Audited Standalone and Consolidated Annual Financial Statements for the year ended 31st March, 2023 together with the Reports of the Directors and Auditors thereon	Management recommendation is in favour of all the resolutions	For	The Resolutions are in the interest of the company and of normal business transactions
				Appointment of Directors	Re-appointment of Shri K Rangaraj Rao as Director, who retires by rotation and being eligible, offers himself for re-appointment		For	
				Appointment of Auditors	Re-appointment of M/s ADV Associates, Chartered Accountants as Statutory Auditors of the company to hold office from the conclusion of this AGM till the conclusion of 34 th AGM at such remuneration as may be mutually agreed between the Board of Directors of the Company and the Auditors, in addition to the applicable taxes and out of pocket expenses, if any		For	
				Appointment of Directors	Appointment of Shri Luke Benedict Fernandez as Managing Director of the Company		For	
22.09.2023	Agriculture Insurance Company of India Limited	Yes	AGM	Adoption of Accounts	To Receive, Consider and Adopt the Audited Financial Statements for the Year ended on 31st March 2023 read with the report of Board of Directors and Auditors' thereon along with Supplementary Report by Comptroller & Auditor General of India.	Management recommendation is in favour of all the resolutions	For	The Resolutions are in the interest of the company and of normal business transactions
				Appointment of Directors	(A) Re-appointment of Mr. Gyanendra Mani as Director of the Company		For	
					(B) Re-appointment of a Mr. Satyajit Tripathy as Director of the Company		For	
				Appointment of Auditors	To consider and approve appointment of Joint Statutory Auditors of the Company and Branch Auditor of the Company as nominated by C&AG		For	
				Appointment of Directors	Ratification of Appointment of Ms. Girija Subramanian as Chairman Cum Managing Director of the Company with effect from September 16, 2022 up to the date of her superannuation, or until further orders, whichever is the earliest		For	
				Appointment of Directors	Appointment of Mr. Jagjeet Kumar as Director of the Company		For	
					Appointment of Ms. Neerja Kapur as a Director of the Company		For	
					Appointment of Mr. Rashmi Raman Singh as Director of the Company		For	
Appointment of Mr. Sanjay Natthuji Bhende as Director of the Company	For							

Annexure A1

Meeting Date	Investee Company Name	Whether Promoter Shareholding	Type of Meeting	Proposal of Management/ Shareholders	Description of the Proposal	Management Recommendation	Vote (For/Against/ Abstain)	Reason supporting the vote decision
22.09.2023	The Southern Gas Limited	No	AGM	Adoption of Accounts	To receive, consider and adopt the audited Annual Financial Statements for the year ended on 31st March, 2023 together with the Reports of the Directors and Auditors thereon	Management recommendation is in favour of all the resolutions	For	The Resolutions are in the interest of the company and of normal business transactions
				Declaration of Dividend	To declare Dividend of Rs. 50/- per equity share of Rs. 100 each for the FY ended 31 st March 2023		For	
				Appointment of Directors	Re-appointment of Mr. Motilal Sanvlo Keny as a Director of the company		For	
				Appointment of Directors	Re-appoint Mr. Purushottam Sitaram Mantri as an Independent Director of the Company		For	
26.09.2023	GIC Housing Finance Limited	Yes	AGM	Adoption of Accounts	To receive, consider and adopt the audited Annual Standalone Financial Statements for the year ended on 31st March, 2023 together with the Reports of the Directors and Auditors thereon and audited annual consolidated financial statements for the year ended March 31, 2023 together with the Report of the Auditors thereon	Management recommendation is in favour of all the resolutions	For	The Resolutions are in the interest of the company and of normal business transactions
				Declaration of Dividend	To declare dividend of Rs. 4.5/- per Equity Share of Rs. 10 each for the financial year ended on 31st March, 2023		For	
				Appointment of Directors	Re-appointment of Director, Shri Satyajit Tripathy as a Non-Executive Director		For	
				Appointment of Directors	Re-appointment of Director, Shri Hitesh Joshi as a Non-Executive Director		For	
				Appointment of Directors	Approval for re-appointment of Smt. Rani Singh Nair as an Independent Director		For	
				Appointment of Directors	Approval for re-appointment of Shri Vajjinath M. Gavarshetty as an Independent Director		For	
				Appointment of Directors	Approval for re-appointment of Shri Kishore Garimella as an Independent Director		For	
				Appointment of Directors	Approval for re-appointment of Shri Sathia Jeeva Krishnan as an Independent Director		For	
				Appointment of Directors	Approval for Appointment of Shri Sunil Kakar as an Independent Director		For	
				Appointment of Directors	Approval for Appointment of Shri Rashmi Raman Singh as a Non-Executive Director		For	
				Amendment in Articles of Association	Approval for amendment in Articles of Association of the Company by inserting one additional clause: After existing Article 129(1), a new Article 129(1A) be and is hereby inserted, namely - Article 129(1A): The Board shall appoint the person(s) nominated by Debenture Trustee(s) as Director(s) of the Company in terms of clause (e) of sub regulation (1) of regulation 15 of the SEBI (Debenture Trustees) Regulation		For	

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26.09.2023	GIC Housing Finance Limited	Yes	AGM	Approval for RPTs	Approval is sought from the members to enter into agreement(s) / transaction(s) with Related Parties namely, General Insurance Corporation of India, The New India Assurance Company Ltd., The Oriental Insurance Company Ltd., United India Insurance Company Ltd., National Insurance Company Ltd. (Promoter Companies) in the ordinary course of business at arm's length basis	Management recommendation is in favour of all the resolutions	For	The Resolutions are in the interest of the company and of normal business transactions
				Private Placement of Redeemable Non-Convertible Debentures (NCDs)/Bonds	Accord of consent to the Board to exercise its powers for making offer(s) or invitation(s) or issuing to subscribe to Redeemable Non-Convertible Debenture (NCDs)/Bonds upto an aggregate limit of Rs. 2500 Crores in one or more series/tranches on a private placement basis		For	
26.09.2023	JSL Industries LTD	No	AGM	Adoption of Accounts	To receive, consider and adopt the audited Financial Statements for the year ended on 31st March 2023 together with Reports of Directors and Auditors thereon.	Management recommendation is in favour of all the resolutions	For	The Resolutions are in the interest of the company and of normal business transactions
				Declaration of Dividend	To declare dividend on Preference Shares for the financial year ended on 31st March, 2023		For	
				Appointment of Directors	Re-appointment of Dr. Kirit Keshavlal Thakkar as a Non-Executive Director of the company		For	
				Appointment of Directors	Continuation of Dr. Kirit Keshavlal Thakkar as a Non-Executive Director of the Company		For	
				Payment to Directors	Payment of consultancy fees to Dr. K. K. Thakkar for providing corporate and technical advisory services		For	
				Approval for RPTs	Accord of consent of the Members of the Company to the Board of Directors of the Company to enter into Material Related Party Transaction(s), with Jyoti Limited, a Promoter Group Company		For	
27.09.2023	Punjab National Bank	No	EGM	Election of Director	To elect One Director from amongst the Shareholders of the Bank, other than the Central Government, in respect of whom valid nominations are received	Management recommendation is in favour of all the resolutions	For	Representation of Insurance Sector on the Board of PNB.
				Appointment of Directors	To consider and approve the appointment of Smt. Uma Sankar vide DFS, Ministry of Finance, Government of India's Notification no. eF.No.6/3/2011-BO.I dated 14th July, 2023 as the Director nominated by the Central Government on the recommendation of the Reserve Bank of India on the Board of the Bank		For	The Resolutions are in the interest of the company and of normal business transactions

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27.09.2023	Kesar Terminals & Infrastructure Limited	No	AGM	Adoption of Accounts	To receive, consider and adopt: a) the Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2023, together with the Reports of the Board of Directors and the Auditors thereon; and b) the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2023, together with the Report of the Auditors thereon	Management recommendation is in favour of all the resolutions	For	The Resolutions are in the interest of the company and of normal business transactions
				Appointment of Directors	To appoint a Director in place of Shri Jayanto Kumar Devgupta, who retires by rotation and being eligible		For	
				Appointment of Directors	Re-appointment of Mrs. Nilima Ashok Mansukhani as an Independent Director of the Company		For	
				Appointment of Directors	Continuation of Directorship by Shri Jayanto Kumar Devgupta as Non-Executive Director of the Company beyond 75 (seventy-five) years of age, liable to retire by rotation		For	
				Approval for RPTs	Approval of Material Related Party Transaction(s) of the Company and/or Kesar Multimodal Logistics Limited, a wholly owned subsidiary of the Company with SEEL Investment Pvt. Ltd.		For	
28.09.2023	The Standard Batteries Ltd	No	AGM	Adoption of Accounts	To receive, consider and adopt the audited Annual Financial Statements for the year ended on 31st March, 2023 together with the Reports of the Directors and Auditors thereon	Management recommendation is in favour of all the resolutions	For	The Resolutions are in the interest of the company and of normal business transactions
				Declaration of Dividend	To consider appointment of a Director in place of Mr. Pradip Bhar who retires by rotation and being eligible, offers himself for re-appointment		For	
				Appointment of General Manager	Re-appointment of Mr. Hiren Umedray Sanghavi as General Manager of the Company.		For	
				Appointment of Directors	Re-appointment of Mr. Ratan Kishore Bhagania as an Independent Director of the Company		For	
29.09.2023	HITPA	Yes	AGM	Adoption of Accounts	To receive, consider and adopt the audited financial statements of the Company for the financial year ended 31st March, 2023 including Balance Sheet as at 31 st March 2023, statement of Profit and Loss Account and Cash Flow Statement for the year ended 31 st March 2023 and the Reports of the Directors and the Auditors thereon	Management recommendation is in favour of all the resolutions	For	The Resolutions are in the interest of the company and of normal business transactions
				Appointment of Directors	Reappointment of Sh. Satyajit Tripathy as Director, who retires by rotation and being eligible, offers himself for re-appointment		For	
				Remuneration of Auditors	To authorise the Board to fix the Remuneration of M/s WDK & Associates, Chartered Accountants, appointed by CAG as the Statutory Auditors for audit of the accounts for the year ended 31 st March 2024.		For	
				Appointment of Directors	Regularisation of Ms. Neerja Kapur as Director of the Company		For	

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29.09.2023	HITPA	Yes	AGM	Appointment of Directors	Regularisation of Sh. Rashmi Raman Singh as Director of the Company	Management recommendation is in favour of all the resolutions	For	The Resolutions are in the interest of the company and of normal business transactions
				Appointment of Directors	Regularisation of Ms. Rajeshwari Singh Muni as Director of the Company		For	
				Appointment of Directors	Regularisation of Sh. Mathew George as Director of the Company		For	
				Appointment of Directors	Appointment of Sh. Mathew George as Managing Director and CEO of the Company		For	