

Form NL-46-VOTING ACTIVITY DISCLOSURE UNDER STEWARDSHIP CODE**Name of the Insurer: The Oriental Insurance Company Limited****For the Quarter ending: 31st March 2023****Date: 15.05.2023****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:01.01.2023 to 31.03.2023**

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
NA	MONIND Ltd	Postal Ballot	As per Annexure A1				
20.03.2023	India International Insurance Pte Ltd	EGM					
23.03.2023	MPDL Limited	EGM					

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
NA	MONIND Limited	No	Postal Ballot	Extension of redemption period of 10% non-cumulative, non-convertible Redeemable preference shares	It is proposed to restructure the Balance sheet to make it healthier and eligible to restart the business either looking at fresh option or aligning with some other existing business. The restructuring of the Balance sheet will involve deferring the obligation of redemption of preference shareholders due in March 2023 to March 2030 with put and call option exercisable after five years after 31st March, 2028.	Management recommendation in favour of all the resolution	For	The proposed resolution is in the best interest of the stakeholders of the company. There has been no business in the Company for the last few years as such there is practically no cash flow to meet any upcoming liabilities. All the above placed resolutions are aimed at restructuring the Balance sheet to make it healthier and thus in the interest of the business of the Company.
				To increase the authorised share capital of the company and consequent amendment in Memorandum of association of the company	The Company proposed to increase its Authorised Equity Share Capital from the existing Capital of Rs. 19,00,00,000/- (Nineteen Crores only) divided into 40,00,000 (Forty Lacs) equity shares of Rs. 10/- each and 15,00,000 (Fifteen Lakh) 10% Non- Cumulative, Non-Convertible Redeemable Preference shares of Rs. 100/-to Rs. 109,00,00,000 (Rupees One Hundred Nine Crore only) divided into 40,00,000 (Forty Lakhs) equity shares of Rs. 10/- each aggregating to Rs. 4,00,00,000 (Four Crores) and 1,05,00,000 (One Crore Five Lakh) Preference Shares of Rs.100/- each.		For	
				Conversion of loan into redeemable preference shares	To enter into supplementary loan agreement to loan agreement dated 29th August,2018 between Ishan Technical Plant Services Private Limited ("lender") and Monind Limited ("borrower") for conversion of loan into redeemable preference shares		For	
				Conversion of loan into redeemable preference shares	To enter into supplementary loan agreement to loan agreement dated 29th August, 2018 between Real Technical Solutions Private Limited ("lender") and Monind Limited ("borrower") for conversion of loan into redeemable preference shares		For	
				Conversion of loan into redeemable preference shares	To enter into supplementary loan agreement to loan agreement dated 29th August, 2018 Talento Technical Plant Services Private Limited ("lender") and Monind Limited ("borrower") for conversion of loan into redeemable preference shares		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
20.03.2023	India International Insurance Pte Limited	Yes	EGM	Amendment of Articles of Association	At each Annual General Meeting of the company, one-third of the Directors for the time being or, if their number is not three or a multiple of three, then the number nearest to but not exceeding one third shall retire from office, and such additional numbers as may be recommended by the Board in the event that there are Directors who have not been re-elected atleast once every 3 years, shall retire from office. The Directors to retire at such Annual General Meetings shall be the Directors who shall have been longest in office. As between two or more who have been in office an equal length of time, the Director to retire shall in default of agreement between them be determined by lot. The length of time a Director has been in office shall be computed from his last election or appointment when he has previously vacated office. A retiring Director shall be eligible for re-election and shall act as a Director throughout the meeting at which he retires. A Director retiring from office under Article 70 of the Articles of Association shall not be taken into account in determining the number of Directors who are required to retire by rotation at such meetings	Management recommendation in favour of the resolution	For	The Resolutions are of normal business transactions
23.03.2023	MPDL Limited	No	EGM	Appointment of Director	Appointment of Mr. Santosh Kumar Jha , as a 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 Director	Appointment of Mr. Santosh Kumar Jha , as a Whole-Time Director of the Company		For	
				Appointment of Director	Appointment of Mr. Rajesh Paliwal , as a Director & Chairman of the Company		For	
				To approve the sale of Company's shareholding in Cambridge Construction Private Limited, a subsidiary company of the Company.	Sell, transfer, assign, deliver or otherwise dispose off, from time to time, in one or more tranches, either partly or wholly, the Company's shareholding in Cambridge Construction Private Limited (hereinafter "CCPL"), a subsidiary company of the Company		For	