

Voting Activity Disclosure under Stewardship Code
Name of the Insurer: ICICI Prudential Life Insurance Company Limited
For the quarter ending: December 31, 2020
Date: January 29, 2021

Meeting Date	Investee Company Name	Type of Meeting (AGM/EGM)	Proposal of Management or Shareholder	Description of the proposal	Management Recommendation	Vote For/Against/Abstain	Reason supporting the vote decision
November 18, 2020	TATA CONSULTANCY SERVICES LTD.	Postal Ballot	Management	Buyback of upto 53.3 mn equity shares at ₹ 3,000 per share (face value ₹ 1.0) through a tender offer, aggregate consideration not to exceed ₹ 160.0 bn	For	For	Promoter participation will be to the extent of their shareholding. The proposed buyback will result in a 1.42% reduction in the equity share capital. This will result in ₹ 160.0 bn of excess cash being distributed to shareholders, which is within the statutory limit of being less than 25% of the aggregate of the paid-up share capital and free reserves as per the audited accounts of the company as on September 30, 2020. We support the resolution.
December 01, 2020	HDFC BANK LTD.	Postal Ballot	Management	Appoint Sashidhar Jagdishan (DIN: 08614396) as Director, not liable to retire by rotation	For	For	Sashidhar Jagdishan's appointment is in line with statutory requirements.
December 01, 2020	HDFC BANK LTD.	Postal Ballot	Management	Appoint Sashidhar Jagdishan (DIN: 08614396) as Managing Director for three years from October 27, 2020 and fix his remuneration	For	For	Sashidhar Jagdishan's appointment and remuneration is in line with statutory requirements.
December 09, 2020	AXIS BANK LTD.	Postal Ballot	Management	Reappoint Ms. Ketaki Bhagwati (DIN 07367868) as Independent Director for three years from January 19, 2021 upto January 18, 2024	For	For	Ms. Ketaki Bhagwati's reappointment is in line with all statutory requirements.
December 09, 2020	AXIS BANK LTD.	Postal Ballot	Management	Appoint Ms. Meena Ganesh (DIN: 00528252) as Independent Director for four years from August 01, 2020 upto July 31, 2024	For	For	Ms. Meena Ganesh's appointment is in line with all statutory requirements.
December 09, 2020	AXIS BANK LTD.	Postal Ballot	Management	Appoint Gopalaraman Padmanabhan (DIN: 07130908) as Independent Director for four years from October 28, 2020 upto October 27, 2024	For	For	Gopalaraman Padmanabhan's appointment is in line with all statutory requirements.
December 19, 2020	ITC LTD.	Postal Ballot	Management	Adoption of a new set of Articles of Association (AoA) in conformity with Companies Act 2013	For	For	The existing Articles of Association (AoA) are based on the provisions of the erstwhile Companies Act, 1956. The company proposes to adopt a new AoA in line with the Companies Act, 2013. We support the resolution.
December 24, 2020	NESTLE INDIA LTD.	Postal Ballot	Management	Appoint Matthias Christoph Lohner (DIN: 0008934420) as Executive Director – technical, liable to retire by rotation, for a period of five years from November 01, 2020 and fix his remuneration	For	For	Matthias Lohner's remuneration is comparable to peers and commensurate to the size and complexity of business. The appointment is in line with statutory requirements.