

| Religare Mutual Fund | | | | | |
|---|--------------------------|-------------------------------|---|---------------------------|--------------------------------|
| Details of Exercise of Voting Rights in AGMs/EGMs of Investee Companies During The Financial Year 2010-11 | | | | | |
| Management Proposals | | | | | |
| Company Name | Date | Type of Meeting (AGM/EGM) | Proposal | Management Recommendation | Vote (For / Against / Abstain) |
| Emami Ltd. | 19-Oct-10 | Postal Ballot | Raising of long Term Resources. | Recommended by Directors | For |
| | | | Increase in borrowing limits. | | For |
| | | | Increase of Authorised Share Capital. | | For |
| | | | Inter-corporate Investments. | | For |
| | | | Investment in Equity Shares of the company by Foreign Institutional Investors. | | For |
| Sun TV Network Limited | 23-Oct-10 | Postal Ballot | Ordinary resolution for reappointment and remuneration of Mr Kalanithi Maran as Chairman & Managing Director | - | Not attended |
| | | | Ordinary resolution for reappointment and remuneration of Mr Kalanithi Maran as Joint Managing Director. | - | Not attended |
| Manappuram General Finance & Leasing Ltd. | 29-Oct-10 | Extraordinary General Meeting | Further Issue of Capital. | Recommended by Directors | For |
| | | | Private Placement of Equity to Qualified Institutional Buyers. | Recommended by Directors | For |
| Pantaloon Retail India Ltd. | 3-Nov-10 | Annual General Meeting | To receive, consider and adopt the Audited Profit & Loss Account for the year ended 30th June 2010 and the Balance Sheet as at that date together with the reports of Auditors' and Directors' thereon. | - | For |
| | | | To declare dividend on Preference Shares and Equity Shares. | - | For |
| | | | To appoint a Director in place of Mr. Bala Deshpande, however he offers himself for reappointment. | - | For |
| | | | To appoint a Director in place of Mr. V. K. Chopra, however he offers himself for reappointment. | - | For |
| | | | To appoint a Director in place of Mr. Rakesh Biyani, however he offers himself for reappointment. | - | For |
| | | | To appoint a Director in place of Mr. Gopikishan Biyani, however he offers himself for reappointment. | - | For |
| | | | To appoint Auditors and fix their remuneration. | - | For |
| | | | Appointment of Mr. Kailash Bhatia, Additional Director as Director of the company. | Recommended by Directors | For |
| Issue and allotment of Equity Shares and Class 'B' shares. | Recommended by Directors | For | | | |
| Pantaloon Retail India Ltd. | 3-Nov-10 | Court Convened Meeting | In the matter of Scheme of Arrangement Between Pantaloon Retail (India) Limited (PRIL to the Transferor Company). | - | For |

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|--|-----------|-------------------------------|--|---------------------------|--------------------------------|
| JMC Projects India Ltd. | 6-Nov-10 | Extraordinary General Meeting | To create offer issue for cash and allot from time to time in one or more tranches, equity shares forming part of promoter group on a preferential basis, the aggregate number of equity shares of the company so issued shall not exceed 43,50,000 paid up equity shares of the face value of Rs. 10/- each and the price payable for each such shares shall be Rs. 207/- per equity share which is higher than the price determined in accordance with the applicable SEBI ICDR Regulations. | Recommended by Directors | For |
| Sun Pharmaceuticals Industries Limited | 8-Nov-10 | Postal Ballot | Sub-Division of shares & alteration of the Memorandum of Association | - | Not attended |
| | | | Alteration of the Articles of Association | - | Not attended |
| Sadbhav Engineering Limited | 13-Nov-10 | Postal Ballot | Each equity share of Rs. 10/- in the capital of the company is sub-divided into 10 equity shares of Rs.1/- each | - | Not attended |
| | | | Authority is sought to be given to the company to create security for borrowing up to of Rs. 1500 Crores. | - | Not attended |
| Hinduja Ventures Limited | 18-Nov-10 | Court Convened Meeting | To approve the scheme of arrangement of HTMT Telecom Private Ltd into Hinduja Ventures Ltd | - | Not attended |
| JSW Steel Ltd. | 4-Dec-10 | Postal Ballot | Issue of Equity on Preferential basis. | Recommended by Directors | For |
| | | | Issue of global depository receipts on preferential basis. | | For |
| Sundaram Finance Limited | 15-Dec-10 | Postal Ballot | To make loans to corporate bodies such that the outstanding loans together with the investments made, guarantees given ,securities provided by the company does not exceed Rs3000 cr | | Not attended |
| | | | The appointment of Sri Harsha Viji as the Director (Strategy & Planning) of the Company | | Not attended |
| Eros International Media Ltd. | 17-Dec-10 | Postal Ballot | To Revise the Terms of the ESOP 2009 Scheme of the company. | Recommended by Directors | For |
| | | | Extension of ESOP 2009 scheme for the present and future employee. | | For |
| KEC International Ltd | 18-Dec-10 | Postal Ballot | To re appointment of Mr Ramesh.D.Chandrak as managing director | - | Not attended |
| | | | Subdivision of equity shares of the Face Value Rs 10. each into 5 Equity Shares of the Face Value Rs 2. | - | Not attended |
| | | | the authorise share capital 7 crore divided in to 15laks redeemable preference share of Rs 100 each | - | Not attended |
| Tech Mahindra Ltd. | 20-Dec-10 | Postal Ballot | Implementation of an ESOP (Employee Stock Option Plan), 2010. | Recommended by Directors | For |
| Lupin Ltd | 20-Dec-10 | Postal Ballot | To re appointment Dr Desh Bandu Gupta as Executive chairman of the Company | - | Not attended |
| | | | To re appointment Mr M.D. Gupta as executiver director of the Company | - | Not attended |
| | | | Payment of the commission is not exceeing of the 0.5% of the aggregate net profit of the company | - | Not attended |

| Company Name | Date | Type of Meeting (AGM/EGM) | Proposal | Management Recommendation | Vote (For / Against / Abstain) |
|-----------------------------------|-----------|---------------------------|--|---------------------------|--------------------------------|
| Jaiprakash Power Ventures Limited | 20-Dec-10 | Postal Ballot | Alertation of the object clause of the memoradum of the association of the company | - | Not attended |
| | | | apporval for commencement of the business in other object clause in the memoradum of the association of the company | - | Not attended |
| | | | creation of security in respect of non convetable debenturea | - | Not attended |
| GTL Infrastructure Limited | 21-Dec-10 | Postal Ballot | To create, Offer, issue, Allot of Equity Shares & convertible Shares | - | Not attended |
| | | | To create, Offer, issue, Allot of Depository Receipts , Bonds, Equity Shares, Convertible Shares, Preference Shares | - | Not attended |
| | | | To Sponsor the Issue of Global Depositories Shares / American Depositories Shares | - | Not attended |
| | | | Shares | - | Not attended |
| Federal Bank Ltd. | 21-Dec-10 | Postal Ballot | To Introduce & Implement a scheme for grant of Stock Options and to create, grant, offer, allot of the Equity Shares. | - | For |
| | | | To extend the Benefit of the ESOS Scheme. | - | For |
| | | | Directors. | - | For |
| Reliance Infrastructure Limited | 22-Dec-10 | Annual General Meeting | To receive, consider and adopt the audited accounts for the year | - | Not attended |
| | | | To declare the dividend | - | Not attended |
| | | | To appoint a Director in place of Shri Lalit Jalan, however he offers himself for reappointment. | - | Not attended |
| | | | To appoint a Director in place of Gen V P Malik, however he offers himself for reappointment. | - | Not attended |
| | | | To appoint Haribakti & Co. & Pathak H D & Associates as the Auditors of the Company | - | Not attended |
| | | | To pay commission up to 3 per cent of the net profit of the company to the Director(s) of the Company who is/are neither in the whole time employment nor Managing Director(s) | - | Not attended |

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|---|-----------|-------------------------------|--|---------------------------|--------------------------------|
| Gammon Infrastructure | 28-Dec-10 | Postal Ballot | To Grant, Inter-corporate Deposits / Loans, Investment, Guarantees and Securities. | Recommended by Directors | For |
| Apollo Tyres Ltd | 3-Jan-11 | Postal Ballot | Authorisation for Borrowings | - | Not attended |
| | | | Creation of Security | - | Not attended |
| Godrej Industries Limited | 12-Jan-11 | Postal Ballot | Modification of Godrej Industries Ltd Employees Stock Option Plan 1 | - | Not attended |
| | | | Approval of employees Stock grant Scheme & allotment of Equity Shares to the Employees of the Companies & Susidiaries | - | Not attended |
| | | | Increase in remuneration payable to mr NB Godrej to the Financial year 2010-11 | - | Not attended |
| | | | Waiver of Refund & Remuneration paid to Mr V.F Banaji | - | Not attended |
| | | | Waiver of Refund & Remuneration paid to Mr M.P Pusalkar | - | Not attended |
| Television Eighteen India Ltd. | 17-Jan-11 | Postal Ballot | To Aggregate the Net Assets of the News Business Undertaking of the company standing in the Books & Transferred to IBN 18 Broadcast Ltd. | Recommended by Directors | For |
| Spicejet Limited | 20-Jan-11 | Postal Ballot | The Existing Article of the company Define, Modify And Inserted Some New Article of The Company | - | Not attended |
| | | | The Present Registered Office of The Company Shifted From Delhi To Chennai | - | Not attended |
| Apollo Hospital Enterprise Ltd. | 22-Jan-11 | Extraordinary General Meeting | Increase in the Authorised Share Capital. | Recommended by Directors | For |
| | | | Amendment to the Memorandum of Association of the company. | | For |
| | | | Amendment to the Articles of Association of the company. | | For |
| | | | Raising of Funds through Qualified Institutional Placement (QIPs) scheme. | | For |
| | | | Preferential Allotment of Warrants Convertible into equity shares to Promoters. | | For |
| Oil And Natural Gas Corporation Limited | 24-Jan-11 | Postal Ballot | Sub - Division of the Equity Shares | - | Not attended |
| | | | Amendment of Mamorandum of Association of the Company | - | Not attended |
| | | | Amendment of Articles of Association of the Company | - | Not attended |
| | | | Issuance of Bonus Shares | - | Not attended |
| Siemens Ltd | 28-Jan-11 | Annual General Meeting | To Receive, Consider & adopt the aydited P&L A/c for the year ended 30th Sept 2010 | - | Not attended |
| | | | To Declare the Dividend for Equity Shares | - | Not attended |
| | | | To appoint a Director in place of Mr Keki Dadisheth, who retires by rotation and being eligible, offers himself for reappointment. | - | Not attended |
| | | | To appoint a Director in place of Mr Pradip V Nayak, who retires by rotation and being eligible, offers himself for reappointment. | - | Not attended |
| | | | To appoint a Director in place of Mr Darius C Shroff, who retires by rotation and being eligible, offers himself for reappointment. | - | Not attended |
| | | | To re appoint M/s Batliboi & Associates, Chartered Accountants, as Statutory Auditors of the Company | - | Not attended |
| | | | Revision in remuneration of Dr. Armin Bruck, Managing Director | - | Not attended |

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|----------------------------|-----------|-------------------------------|---|---------------------------|--------------------------------|
| | | | Revision in remuneration of Mr.Sunil Mathur , Executive Director | - | Not attended |
| | | | Re-appointment of Mr Vijay V Paranjape as a Whole time director & payment of Remuneration | - | Not attended |
| BGR Energy Systems Limited | 28-Jan-11 | Extraordinary General Meeting | Company accorded for modification of the Utilization of IPO proceeds | - | Not attended |
| | | | Appointment of Ms.Swarnamugi Karthik as Deputy General Manager (Central Procurement) | - | Not attended |
| | | | Appointment of Priyadarshini as Management Trainee | - | Not attended |
| Crisil Limited | 31-Jan-11 | Postal Ballot | To Create,issue or allot equity shares of the company to present and future employees,who are in the permanent employment of the Company and the Whole-Time Director(s) of the Company | - | Not attended |
| | | | To Create,issue or allot equity shares of the company to present and future employees,who are in the permanent employment and the Whole-Time Director(s) of the Subsidiary Company in India and outside India | - | Not attended |
| Max India Ltd. | 31-Jan-11 | Postal Ballot | The director of the company to invest in any one & more security, such aggregate amt is not more then 750,00,00,000 in one or more tranches. | Recommended by Directors | For |
| | | | New article be inserted to the existing article of association of the company. | | For |
| HT Media Limited | 2-Feb-11 | Court Convened Meeting | Scheme of Arrangement and Restructuring between Firefly e-Ventures limited (Transferor Company) and HT Media Limited (Transferee Company) | - | Not attended |
| Marg Ltd. | 12-Feb-11 | Postal Ballot | To transfer the Residential Units (Projects) of real estate business of the company to Marg Properties Pvt. Ltd. | - | For |
| | | | Payment of Remuneration to the Non-Executive Directors. | | Abstain |
| Fortis Healthcare Limited | 16-Feb-11 | Postal Ballot | Change in company name from "Fortis Healthcare Limited" to "Fortis Healthcare (India) Limited. | - | Not attended |
| Jaiprakash Associates Ltd | 16-Feb-11 | Postal Ballot | Appointment & Remuneration of Shri Rahul Kumar as a Whole Time Director. | - | Not attended |
| | | | Creation of Mortgage/Charge in favor of Debenture Holder/Debenture Trustees to Secure NCDs aggregating Rs 500 Crore Each, issued to Life Insurance Corp of India & Axis Bank of India. | - | Not attended |
| | | | Investment in the shares of Zawar Cement Pvt Ltd | - | Not attended |
| | | | To receive, consider and adopt the balance sheet and profit & loss account | - | Not attended |
| | | | To declare Dividend | - | Not attended |
| | | | To appoint a Director in place of Mr. Nawshir Mirza, however he offers himself for re-appointment | - | Not attended |
| | | | To appoint a Director in place of Mr. Davinder Singh Brar, however he offers himself for re-appointment | - | Not attended |
| | | | To appoint M/s S R Batliboi & Co. as a Statutory Auditors of the Company & to fix their remuneration | - | Not attended |
| | | | Appointment of Mr. Francesco Serafini as a Director of the Company | - | Not attended |

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|---------------------------------|-------------|-------------------------------|---|---------------------------|--------------------------------|
| Mphasis Limited | 24-Feb-11 | Annual General Meeting | Appointment of Mr. Balu Doraisamy as a Director of the Company | - | Not attended |
| | | | Appointment of Mr. Juergen Reiners as a Director of the Company | - | Not attended |
| | | | Appointment of Mr. Gerard Brossard as a Director of the Company | - | Not attended |
| | | | To grant restricted stock unit in the nature option to apply for equity share of the face value of rs.10 each of the company to the benefit of the permanent employee/director of the company under the scheme "RESTRICTED STOCK UNIT 2011 PLAN". | - | Not attended |
| | | | To grant restricted stock unit in the nature option to apply for equity share of the face value of Rs.10 each of the company to the benefit of the employee/director of the subsidiary companies under the scheme "RESTRICTED STOCK UNIT 2011 PLAN". | - | Not attended |
| | | | Payment of the non executive director of the company by way of the commission not exceeding 1% of the net profit of the company | - | Not attended |
| Escorts Limited | 25-Feb-11 | Annual General Meeting | To receive, consider and adopt the balance sheet and profit & loss account | - | Not attended |
| | | | To declare Dividend | - | Not attended |
| | | | To appoint a Director in place of Dr. P S Pritam, however he offers himself for reappointment | - | Not attended |
| | | | To appoint M/s S N Dhawan & Co, as Statutory Auditors of the Company | - | Not attended |
| | | | To revise the remuneration of Mr. Nikhil Nanda, Joint Managing Director of the Company | - | Not attended |
| | | | To revise the remuneration of Mr. Rajan Nanda, Chairman & Managing Director (CMD) of the Company | - | Not attended |
| Orient Paper Industries Ltd. | 07-Mar-2011 | Extraordinary General Meeting | Preferential Allotment of Warrants convertible into equity shares to Promoters. | Recommended by Directors | For |
| Jain Irrigation Systems Limited | 9-Mar-11 | Extraordinary General Meeting | Raising Funds through public or private placement including qualified institutional placement (QIP) route | - | Not attended |
| | | | Issue of equity warrants and equity shares on conversion of such equity warrants. | - | Not attended |
| Jain Irrigation Systems Limited | 14-Mar-11 | Postal Ballot | To amend the Authorised Capital of the Company by reclassification of Equity Shares into Ordinary Equity Shares and DVR Equity shares of Rs.0 each | - | Not attended |
| | | | Issue of equity shares of Rs.2 each with Differential Voting Rights (DVR) as Bonus Shares in proportion of 1 such DVR equity share for 20 equity shares of Rs.2 held on Record Date to be fixed for the purpose by the Board of Directors of the company. | - | Not attended |
| | | | Authority for transfer of undertaking of SOLAR BUSINESS of the Company u/s 293 (1) (a) of the companies Act, 1956 into a Wholly Owned Subsidiary of Company. | - | Not attended |

| Company Name | Date | Type of Meeting (AGM/EGM) | Proposal | Management Recommendation | Vote (For / Against / Abstain) |
|------------------------------------|-------------|-------------------------------|---|---------------------------|--------------------------------|
| | | | Change in Object clause by inclusion of "additional object" III C 82 A to D Power Generation objects by alteration of Memorandum of Association. | - | Not attended |
| Jindal South West Holdings Limited | 14-Mar-11 | Postal Ballot | Special Resolution under Section 17 of the Companies Act, 1956 for shifting the Registered office of the company from the National capital territory of Delhi to the State of Maharashtra. | - | Not attended |
| Corporation Bank | 15-Mar-2011 | Extraordinary General Meeting | To create, offer, issue and allot 47,10,365 Equity Shares of the Bank of Rs.10/- (Rupees Ten only) each for cash at a premium of Rs. 646/- per Equity Share, i.e. issue price of Rs. 656/-, aggregating to Rs. 308,99,99,440/- by way of Preferential Issue to the promoters of the Bank. | Recommended by Directors | For |
| Bank of India | 17-Mar-2011 | Extraordinary General Meeting | To create, offer, issue and allot (including by way of Preferential Issue in terms of the Chapter VII of the Securities and Exchange Board of India, as amended from time to time, in the course of one or more private offerings of equity shares to all eligible investors, including promoter of the Bank, Issue of equity shares not exceeding 2,13,63,001 equity shares of the face value of Rs 10 each. | Recommended by Directors | For |
| Hinduja Ventures Limited | 19-Mar-11 | Postal Ballot | To Consider and if thought fit to pass with or without modifications | - | Not attended |
| D. B. Corp Ltd | 24-Mar-11 | Extraordinary General Meeting | To create, offer, issue and allot at any time to or to the benefit of such person (s) who are in permanent employment of the Company, including any Director of the Company, whether Whole Time or otherwise, Options Convertible into 30,00,000 Equity Shares, of Face value of Rs.10 each fully paid-up on payment of the requisite exercise price to the Company under D B Corp. Limited-Employee Stock Option Scheme 2011 (hereafter referred as "DBCL - ESOS 2011" or any other Employee Stock Option Scheme (s)) | - | Not attended |
| | | | To create, offer, Issue and allot at any time to or to the benefit of such person (s) who are in permanent employment of the present and future subsidiaries of the Company, including any Director of the Company, whether Whole Time or otherwise, Options Convertible into Equity Shares within the overall ceiling of 30,00,000 Equity Shares of face value of Rs.10 each fully paid-up on payment of the requisite exercise price to the Company, under D B Corp. Limited - Employee Stock Option Scheme 2011 (hereafter referred as "DBCL - ESOS 2011" or any other Employee Stock Option Scheme (s)) | - | Not attended |
| Bajaj Corp | 26-Mar-11 | Postal Ballot | Ordinary Resolution to sub-divide each of the equity shares of nominal value of Rs. 5 each into equity shares of Re.1 each and to amend Clause V of the Memorandum of Association of the company. | - | Not attended |

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|------------------------------|-------------|----------------------------------|--|----------------------------------|---------------------------------------|
| Oriental Bank of Commerce | 29-Mar-11 | Extraordinary General Meeting | To create, offer, issue and allot upto 4,12,21,491 Equity Shares of the Bank of Rs.10/- each cash at issue price of Rs. 422.11 per Equity Share, aggregating upto Rs.1740,00,03,566/- by way of Preferential Issue to the promoters of the Bank. | Recommended by Directors | For |
| Bank of Baroda | 29-Mar-11 | Extraordinary General Meeting | To create, offer, issue and allot upto 3,63,68,024 equity shares of Rs. 10/- each for cash at a premium of Rs. 892.14 aggregating upto Rs. 3280,90,49,171.36 on preferential basis. | Recommended by Directors | For |
| Union Bank of India | 29-Mar-11 | Extraordinary General Meeting | To create, offer, issue and allot up to 3,08,77,100 equity shares of Rs. 10/- each for cash at Rs. 354.94 aggregating up to Rs.1,096 Crores on preferential basis. | Recommended by Directors | For |
| Shareholder Proposals | | | | | |
| Company Name | Date | Type of Meeting (AGM/EGM) | Proposal | Management Recommendation | Vote (For / Against / Abstain) |
| Nil | | | | | |