

Helios India Alternative Fund

FY	Quarter	Total No. of Resolutions	Break up of votes decision					
			For	Against	Abstain			
2024-2025	4	27	21	6	0			
	Details of Votes cast from Jan 01, 2025 to Mar 31, 2025, of the financial year 2024-25							
Sr No.	Meeting Date	Company Name	Type of meetings (AGM/EGM)	Proposal by Management or Shareholder	Proposal's description	Investee company's Management Recommendation	Vote (For/ Against/ Abstain)	Reason supporting the vote decision
1	20/01/25	Honeywell Automation India Limited	Postal Ballot	Management	Appointment of Mr. Pedro Thena Garrote (DIN: 10741347) as a Non-Executive Director of the Company, liable to retirement by rotation.	FOR	FOR	Appointment Compliant with law. No concern on merit of the proposed appointee.
2	20/01/25	Honeywell Automation India Limited	Postal Ballot	Management	Appointment of Mr. Robert David Mailloux (DIN: 10859792) as a Non-Executive Director of the Company, liable to retirement by rotation.	FOR	FOR	Appointment Compliant with law. No concern on merit of the proposed appointee.
3	26/01/25	Bharti Airtel Limited	Postal Ballot	Management	Appointment of Mr. Rajan Bharti Mittal (DIN: 00028016) as a Non- Executive Director of the Company, liable to retire by rotation.	FOR	FOR	Appointment Compliant with law. No concern on merit of the proposed appointee.
4	25/02/25	360 ONE WAM Limited	EGM	Management	Appointment of Mr. Sandeep Tandon (DIN : 00054553) as a Non-Executive Independent Director, not liable to retire by rotation, to hold office for a term of five consecutive years i.e. from January 27, 2025 up to January 26, 2030 (both days inclusive).	FOR	FOR	Appointment compliant with law. No governance concern identified.

5	25/02/25	360 ONE WAM Limited	EGM	Management	To create, offer, issue and allot on a preferential basis, 1,00,00,000 (one crore) fully paid-up equity shares of the Company having face value of Re. 1/- each (Equity Shares) at a price of Rs. 1,174.13/- per equity share which is the price determined in accordance with the provisions of Chapter V of the ICDR Regulations (Floor Price), to the allottees (Proposed Allottees), for consideration other than cash, being discharge of part payment of the total consideration of Rs. 1774,24,00,000/-, payable inter-alios to the Proposed Allottees, for the acquisition of entire paid-up equity share capital of Batlivala and Karani Securities India Private Limited (B and K Securities and having CIN: U67120WB1998PTC087160), on a fully diluted basis (Sale Shares) inter-alios from the Proposed Allottees (Acquisition).	FOR	FOR	Compliant with law. No major concern identified.
6	25/02/25	360 ONE WAM Limited	EGM	Management	To create, offer, issue and allot on a preferential basis, 33,33,333 warrants (Warrants), at an exercise price of Rs. 1,174.13/- per Warrant (Warrant Exercise Price), which is determined in accordance with the provisions of Chapter V of the ICDR Regulations (Floor Price), aggregating to Rs. 391,37,66,275.29/-, carrying a right and option to subscribe up to 33,33,333 fully paid-up equity shares of the Company having face value of Re. 1/- each in aggregate (Equity Shares), which may be exercised during the period commencing from the date of allotment of Warrants until expiry of 18 (eighteen) months from the said date of allotment in accordance with the provisions of Chapter V of the ICDR Regulations, to Mr. Saahil Murarka (Proposed Allottee).	FOR	AGAINST	Compliant with law. Governance Concern: Warrants being priced based on formula to price equity shares as per SEBI ICDR despite both being different instruments. Excessive dilution; no justification for not opting Rights Issue.

7	09/03/25	Zomato Limited	Postal Ballot	Management	To approve change of name of the Company and consequent alteration in the Memorandum of Association and Articles of Association of the Company.	FOR	FOR	Compliant with law. No concern identified.
8	14/03/25	KPIT Technologies Limited	Postal Ballot	Management	To approve the appointment of Mr. Ramesh Raskar (DIN: 10870313), as an Independent Director of the Company, for a period of three years from January 29, 2025, to January 28, 2028, not liable to retire by rotation.	FOR	FOR	Appointment compliant with law. No governance concerns identified.
9	14/03/25	KPIT Technologies Limited	Postal Ballot	Management	To approve the appointment of Mr. Nishant Batra (DIN: 10913778), as an Independent Director of the Company, for a period of three years from January 29, 2025, to January 28, 2028, not liable to retire by rotation.	FOR	FOR	Appointment compliant with law. No governance concerns identified.
10	16/03/25	Bharti Airtel Limited	Postal Ballot	Management	To approve material related party transaction for sale/ transfer of Passive Infrastructure Business Undertaking comprising mobile/ wireless communication towers and related infrastructure, by the Company to Indus Towers Limited, a subsidiary company, upto INR 21,746 Mn. as determined on the basis of fair valuation conducted by an Independent Valuer namely, Grant Thornton Bharat LLP.	FOR	FOR	Compliant with Law. No major governance concern identified.
11	16/03/25	PB Fintech Limited	Postal Ballot	Management	To approve the variation in reallocation of spending of initial public offering (Offer) proceeds, within the objects of the Offer mentioned in the prospectus dated November 8, 2021 (Prospectus) filed by the Company with the Registrar of Companies, National Capital Territory of Delhi and Haryana, at New Delhi (RoC) and Securities And Exchange Board of India (SEBI) for the purpose of raising funds through the Offer.	FOR	FOR	Compliant with law. No major governance concern identified.
12	16/03/25	PB Fintech Limited	Postal Ballot	Management	To approve the extension of time limit for the utilisation of the funds raised in the Initial Public Offer of the Company to a further period of 1 year i. e. till March 31, 2026.	FOR	FOR	Compliant with law. No major governance concern identified.
13	21/03/25	Piramal Pharma Limited	Postal Ballot	Management	Appointment of Ms. Nathalie Leitch (DIN: 09557042) as a Non- Executive, Non- Independent Director of the Company, liable to retire by rotation.	FOR	FOR	Appointment compliant with law. No governance concern identified.

14	20/03/25	PNB Housing Finance Limited	Postal Ballot	Management	Re-appointment of Dr. Tejendra Mohan Bhasin (DIN: 03091429) as an Independent Director of the Company to hold office for a second term of five consecutive years commencing from April 02, 2025 up to April 01, 2030 (both days inclusive) and that he shall not be liable to retire by rotation.	FOR	AGAINST	Re-appointment compliant with law. Governance concern: In the opinion of SES, the Director has failed in his fiduciary duty to protect the interest of minority shareholders in the PNB Housing Finance Ltd in the past. Proposed term will lead to prolonged association with the group.
15	22/03/25	Bajaj Finance Limited	Postal Ballot	Management	Appointment of Ajay Kumar Choudhary (DIN: 09498080) as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of five consecutive years, with effect from 1 February 2025 up to 31 January 2030.	FOR	FOR	Appointment compliant with law. No concern on the merits of the proposed appointee.
16	20/03/25	Fortis Healthcare Limited	Postal Ballot	Management	Approval of appointment of Mr. Leo Puri (DIN: 01764813) as a Non- Executive and Independent Director, who shall hold the office for a first term of 5 (five) consecutive years commencing from December 27, 2024 up to December 26, 2029, not liable to retire by rotation.	FOR	FOR	Appointment is compliant with law. No concern identified.
17	20/03/25	Fortis Healthcare Limited	Postal Ballot	Management	To pay till March 31, 2027: (a) remuneration/ commission up to INR 1,95,00,000/- per annum to the Chairman of the Board (in case Chairman is an Independent Director); or (b) aggregate remuneration/ commission (collectively, the commission payable to all the Non- executive Directors (including Independent Directors) up to 1% of the net profits of the Company plus taxes at applicable rate, whichever is higher, in such proportions and in such manner as may be decided by the Board and / or any Committee thereof.	FOR	AGAINST	Compliant with law. Governance & Transparency Concern: Inadequate justification for proposed modification to payment of commission; Proposed increase in commission payable to Chairman (ID) is significant.
18	20/03/25	Fortis Healthcare Limited	Postal Ballot	Management	To consider Amendment in the Articles of Association of the Company.	FOR	AGAINST	Compliant with law. No concern in relation with the proposed Amendment to Article 89(3) itself or the Right to nominate for Debenture Trustees. Governance Concern: Provides rights for instances wherein the scope is not restricted to merely what is provided in law. Nomination rights undermines the role of NRC.

19	20/03/25	Fortis Healthcare Limited	Postal Ballot	Management	Proposal for acquisition of Shrimann Hospital at Jalandhar City and transactions in relation thereto to be entered into by Fortis Hospotel Limited, Wholly Owned Subsidiary Company.	FOR	AGAINST	Compliant with law. Governance & Transparency Concern: Valuation Report not disclosed.
20	20/03/25	Fortis Healthcare Limited	Postal Ballot	Management	To borrow funds by way of availing loan, including term loans, non- fund based facilities, etc (hereinafter referred as Facilities) from bank / financial Institutions (hereinafter referred as Lenders), from time to time, in one or more series or tranches, for a value of up to INR 500 Cr, as may be mutually agreed between the Lenders and FHTL, for purposes of meeting funding requirements for various strategic growth opportunities, acquisitions, and capital expenditure requirements of FHTL.	FOR	AGAINST	Compliant with law. No concern identified with the proposal itself. Governance Concern: Interlinked with resolution #4.
21	20/03/25	Fortis Healthcare Limited	Postal Ballot	Management	To consider amendment in the Articles of Association of Agilus Diagnostics Limited.	FOR	FOR	Compliant with law. No major concern identified.
22	26/03/25	HDFC Bank Limited	Postal Ballot	Management	To approve Material Related Party Transactions with HDB Financial Services Limited during a financial year, exceed(s) Rs. 1,000 crores or 10 percent of the annual consolidated turnover as per the last audited financial statements of the Bank, whichever is lower.	FOR	FOR	Compliant with Law. No major governance concern identified.
23	26/03/25	HDFC Bank Limited	Postal Ballot	Management	To approve Material Related Party Transactions with HDFC Securities Limited during a financial year, exceed(s) Rs. 1,000 crores, or 10 percent of the annual consolidated turnover as per the last audited financial statements of the Bank whichever is lower.	FOR	FOR	Compliant with Law. No major governance concern identified.
24	26/03/25	HDFC Bank Limited	Postal Ballot	Management	To approve Material Related Party Transactions with HDFC Life Insurance Company Limited during a financial year, exceed(s) Rs. 1,000 crores, or 10 percent of the annual consolidated turnover as per the last audited financial statements of the Bank whichever is lower.	FOR	FOR	Compliant with Law. No major governance concern identified.
25	26/03/25	HDFC Bank Limited	Postal Ballot	Management	To approve Material Related Party Transactions with HDFC ERGO General Insurance Company Limited during a financial year, exceed(s) Rs. 1,000 crores, or 10 percent of the annual consolidated turnover as per the last audited financial statements of the Bank whichever is lower.	FOR	FOR	Compliant with Law. No major governance concern identified.

26	26/03/25	HDFC Bank Limited	Postal Ballot	Management	To approve Material Related Party Transactions with PayU Payments Private Limited during a financial year, exceed(s) Rs. 1,000 crores, or 10 percent of the annual consolidated turnover as per the last audited financial statements of the Bank whichever is lower.	FOR	FOR	Compliant with Law. No major governance concern identified.
27	26/03/25	HDFC Bank Limited	Postal Ballot	Management	To approve Material Related Party Transactions with HCL Technologies Limited during a financial year, exceed(s) Rs.1,000 crores, or 10 percent of the annual consolidated turnover as per the last audited financial statements of the Bank whichever is lower.	FOR	FOR	Compliant with Law. No major governance concern identified.