

Abakkus Asset Manager LLP

Voting Policy

Document Control	
Title	Voting Policy
Policy Owner	Abakkus Compliance & Risk Team
Approved by	Designated Partners dated 1st July 2020
Version number and effective date	Version no. 2 dated 31 st March 2023

Version / Annual Review details

S. No.	Details of Change	Date of creation / change	Author	Version no.	Approved by
1	1 st Policy	1st July 2020	Compliance & Risk Team	V.1	Designated Partners
2	To widen the scope of the policy to make it applicable to all categories of AIF Funds	31 st March 2023	Compliance & Risk Team	V.2	Designated Partners

Introduction

Abakkus Asset Manager LLP (“**the LLP**”) is registered with SEBI as Portfolio Manager and also acts as an Investment Manager to the SEBI registered Category III Alternative Investment Fund; Abakkus Growth Fund, Category II Alternative Investment Fund; India - Ahead Private Equity Trust, Category I Alternative Investment Fund; India - Ahead Venture Trust. In this respect, the LLP has an obligation to act in the best interest of clients while managing the funds as Portfolio Manager and as an Investment Manager to the AIF funds. This responsibility includes exercising the voting rights attached to securities held by them as portfolio manager being authorized by the client and while managing the investments of the fund in capacity of an Investment Manager.

This Policy contains the principles that form the basis of all votes. The LLP believes that these principles are essential to ensure the long-term performance of assets/funds managed by the LLP.

The LLP will manage voting rights with the same level of care and skill as it manages the funds.

Guidelines for Voting

1. For ensuring better corporate governance of listed companies, the LLP shall endeavor to vote on all resolutions which may affect its clients or Fund's clients' interest, either by postal ballot or through attendance or e-voting.
2. The LLP shall not give proxy to brokers, for voting on its behalf.
3. The LLP shall be represented by the concerned portfolio manager or concerned analyst tracking the stock or such personnel as may be authorized by the Designated Partners of the LLP.
4. The LLP can vote through the postal ballot or through attendance or e-voting.
5. The decision regarding the voting on the resolution, i.e. whether the Portfolio Manager/Investment Manager will vote for, abstain or against the resolution proposed by the Company/Issuer, will be taken by the portfolio manager/fund manager/authorized person.
6. The actual exercise of the proxy votes in the AGMs/EGMs of the investee companies will cover the following matters:
 - a. Corporate governance matters, including changes in the state of incorporation, merger and other corporate restructuring, and anti-takeover provisions.
 - b. Changes to capital structure, including increases and decreases of capital and preferred stock issuances.
 - c. Stock option plans and other management compensation issues;
 - d. Social and corporate responsibility issues.
 - e. Appointment and Removal of Directors.

- f. Related party transactions
 - g. Any other issue that may affect the interest of the shareholders in general and interest of the clients in particular.
7. Whenever there is a change in Auditors, Independent Directors, Key Management personnel of the investee companies, the LLP shall be vigilant and make more enquiries, including asking the Company/Issuer to provide reasons for the same.
 8. Any Corporate Governance Issues requiring support from other shareholders may be discussed with them by the LLP.
 9. The Designated Partners of the LLP will note the action taken in respect of Voting in its meetings.
 10. The LLP shall exercise voting in the exclusive interest of the client. There shall be strict separation of the LLP's PMS business and while acting as Investment Manager to the AIF Fund. Appropriate controls and mechanisms are in place to manage conflict of interest, that may arise.
 11. Information on AGM / EGM – the details of AGM / EGM including the proposals shall be provided by Custodian to Operations team. Operations team shall co-ordinate with portfolio managers/fund manager for necessary action.
 12. The LLP shall record and disclose specific rationale supporting its voting decision (for, against or abstain) with respect to each vote proposal and records shall be maintained in the format as provided in Annexure 1.
 13. The Voting Policy shall be available on the Website of the LLP, <https://abakkusinvest.com/>

Annexure 1

ENTITY	Meeting Date	Company Name	Type of Vote	Proposal by Management or Shareholder	Proposal's Description	Investee Company's Management Recommendation	Vote (For/ Against/ Abstain)	Reason supporting the vote decision	Type of meetings (AGM/EGM)	Reason supporting the vote decision