



Proxy Voting Policy

Mahaana Wealth Limited

Version: 1.0



1. Introduction:

As an asset manager, Mahaana Wealth Limited has an obligation to act in the best interests of the accounts that it manages, including Mutual Funds & Pension Funds. This responsibility includes exercising the voting rights attached to securities in the portfolio of each account. It is our policy to exercise the voting rights of the accounts we manage in the best interests of the portfolio and with a view to enhancing the long-term value of the securities held.

2. Voting Procedure & Other Matters:

2.1 Authority and Responsibility for Voting Proxies:

- Decision over voting proxies' rests with the Investment Committee (IC), and all the proceedings will be documented in IC minutes.
- The CIO is responsible for presenting proposals for proxy voting of listed companies. The proposal can be prepared on the basis of but not limited to:
 - Election of Directors*;
 - Corporate Governance;
 - Appointment of Auditors;
 - Changes in Legal and Capital Structure (in the case which is affecting shareholder rights);
 - Corporate Restructuring;
 - Mergers and acquisitions
 - CIO and its team are responsible for casting votes and reporting in the next IC meeting.

* While participating in the election of the Board of Directors of the Investee Company, ensure that by exercising the right to vote proxy on behalf of the unit holders of the CS, does not result in attaining the management control of the investee company, in contravention of the Regulations.

2.2. Internal Participants to Be Consulted in Evaluation of a Proxy Proposal:

Before taking any decision on voting proxies, the matter will be discussed in IC on the basis of merits and taking into consideration all factors.

2.3. Conflict of Interest:

- It is the responsibility of members of the Investment Committee to disclose if there is any conflict of interest in any proposal of voting proxies under consideration by the Investment Committee.
- In case of conflict of interest, the investment committee member will not participate in the decision pertaining to voting proxies.



3. Record Maintenance & Disclosure:

- a) IC will also record following details in relation to proxy voting decisions:
 - name of the issuer of the securities on which the vote has been cast;
 - name of major beneficial owner(s) of the securities;
 - number of shares held by CIS on record;
 - date on which the proxy was voted; and
 - Results for the vote.
- (b) Mahaana Wealth will place the proxy voting policy, approved by its Board of Directors, on its websites and shall also submit it to SECP.
- (c) Finance Department will include in the annual report of each fund under management, summary of actual proxy voted during the year as per table given below:

	Resolution	For	Against	Abstain
No				
(%)				

*Reason for abstaining shall be disclosed

- (d) The Finance Department will disclose in the annual report of each fund under management the cases where Mahaana Wealth on behalf of the fund did not participate in shareholders' meetings.
- (e) Further, Finance Department shall include in the annual report of each fund under management, a statement that the proxy voting policy of the fund is available on the website of the company and detailed information regarding actual proxies voted by the company in respect of the fund is also available without charge, upon request, to all unit holders.

4. Policy Update and Maintenance:

The basic responsibility of policy updates and maintenance resides with the Head of the Risk Management Department. Policy review and update shall be an ongoing process to ensure continuous alignment of the framework with the company-wide strategy and the internal and external dynamics in which the Mahaana Wealth operates. Such factors may include the developments, changes and trends in risk management whether required by



local regulations, or by other generally accepted risk management practices within the mutual fund industry. Proxy Voting Policy, in its entirety, shall be reviewed on a periodic basis (at least once in three years) and updated, if required.