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INDIA FUND INC
Form N-PX
August 18, 2004

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM N-PX
ANNUAL REPORT OF PROXY VOTING RECORD OF REGISTERED MANAGEMENT
INVESTMENT COMPANIES

Investment Company Act file number 811-08266

The India Fund, Inc.

(Exact name of registrant as specified in charter)

200 Park Avenue
New York, NY 10166

(Address of principal executive offices) (Zip code)

Simpson Thacher Bartlett LLP
425 Lexington Avenue, 23rd Floor
New York, NY 10017

(Name and address of agent for service)

Registrant's telephone number, including area code: 212-667-4939

Date of fiscal year end: December 31

Date of reporting period: July 1, 2003 - June 30, 2004

Form N-PX is to be used by a registered management investment company, other than a small business investment company registered on Form N-5 (ss.ss. 239.24 and 274.5 of this chapter), to file reports with the Commission, not later than August 31 of each year, containing the registrant's proxy voting record for the most recent twelve-month period ended June 30, pursuant to section 30 of the Investment Company Act of 1940 and rule 30b1-4 thereunder (17 CFR 270.30b1-4). The Commission may use the information provided on Form N-PX in its regulatory, disclosure review, inspection, and policymaking roles.

A registrant is required to disclose the information specified by Form N-PX, and the Commission will make this information public. A registrant is not required to respond to the collection of information contained in Form N-PX unless the Form displays a currently valid Office of Management and Budget ("OMB") control number. Please direct comments concerning the accuracy of the information collection burden estimate and any suggestions for reducing the burden to the Secretary, Securities and Exchange Commission, 450 Fifth Street, NW, Washington, DC 20549-0609. The OMB has reviewed this collection of information under the clearance requirements of 44 U.S.C. ss. 3507.

PROXY VOTING RECORD
FOR PERIOD JULY 1, 2003 TO JUNE 30, 2004

The India Fund

Proxy Voting Compliance Sheet

From July 1 2003

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ISSUER	CUSIP / SEDOL	MEETING DATE (MM/DD/YY)	LOCATION OF MEETING	SUBJECT OF VOTE DESCRIPTION	PROPOSED MANAGEMENT SHAREHOLDERS
Oriental Bank Of Commerce	6121507	07/2/03	New Delhi	Accept the Profit and Loss Account, Balance Sheet, and Report of Directors and the Auditors.	Management
				To consider the return of capital of Rs. 50 crores to the central government for the fiscal year ended 2004.	Management
Associated Cement Companies Limited	6155915	07/9/03	Mumbai	Accept Balance Sheet, Profit and Loss Statement, and Report of the Directors and Auditors.	Management
				Declare dividend.	Management
				Appoint (or reappoint) a Director in place of NA Soonawala.	Management
				Appoint (or reappoint) a Director in place of AL Kapur.	Management
				Appoint (or reappoint) a Director in place of PK Sinor.	Management
				Appointment and terms of remuneration of Managing Director ML Narula.	Management
				Board may grant (to employees) up to 1.5mn shares during the fiscal year with each option convertible into one equity share.	Management
				Extension of options scheme to employees of the company's subsidiaries.	Management
Reappointment of auditors	Management				

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ISSUER	CUSIP / SEDOL	MEETING DATE (MM/DD/YY)	LOCATION OF MEETING	SUBJECT OF VOTE DESCRIPTION	PROPOSED MANAGEMENT SHAREHOLDERS
Exide Industries Limited	6143716	07/11/03	Kolkata	Accept Profit and Loss Statement, Balance Sheet Report of the Directors and Auditors.	Management
				Declare dividend.	Management
				Appoint (or reappoint) a Director in place of SN Mookherjee.	Management
				Appoint (or reappoint) a Director in place of B Mitter.	Management
				Appoint (or reappoint) a Director in place of Vijay Aggarwal.	Management
				Reappointment of auditors and fix their remuneration.	Management
				Appoint SB Ganguly as Executive Chairman and CEO for 2 years.	Management
				Appoint TV Ramanathan as Executive Director for 2 years.	Management
				Amend Memorandum of Association to reflect change in share capital.	Management
				Amend Articles of Association to reflect changes in share capital.	Management
Corporation Bank	6100993	07/14/03	Mangalore	Accept Profit and Loss Statement, Balance Sheet, Report of the Directors and Auditors.	Management
				Consider valid nominations for Director due to the recent demise of a Ramamurthy.	Management

ISSUER	CUSIP	MEETING	LOCATION	SUBJECT	PROPOSED
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	/ SEDOL	DATE (MM/DD/YY)	OF MEETING	OF VOTE DESCRIPTION	MANAGEMENT SHAREHOLDERS
Housing Development Corporation Limited	6171900	07/18/03	Mumbai	Accept Profit and Loss Statement, Balance Sheet, Report of the Directors and Auditors.	Management
				Declare dividend.	Management
				Appoint (or reappoint) a Director in place of SB Patel.	Management
				Appoint (or reappoint) a Director in place of BS Mehta.	Management
				Appoint (or reappoint) a Director in place of SA Dave.	Management
				Appoint (or reappoint) a Director attended in place of S Venkitaramanan.	Management
				Reappointment of auditors and fix their remuneration.	Management
				Appoint Pannell, Kerr and Foster as Branch auditors for the Dubai branch Office.	Management
				Reappointment of DS Parekh as the Managing Director of the company for 3 years.	Management
Tata Engineering & Locomotive Company Limited	6101509	07/21/03	Mumbai	Accept Profit and Loss Statement, Balance Sheet, Report of the Directors and Auditors.	Management
				Declare dividend	Management
				Appoint (or reappoint) a Director in place of NA Soonawala.	Management

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ISSUER	CUSIP / SEDOL	MEETING DATE (MM/DD/YY)	LOCATION OF MEETING	SUBJECT OF VOTE DESCRIPTION	PROPOSED MANAGEMENT SHAREHOLDERS
Tata Enginerring & Locomotive Company Limited (Cont.)	6101509	07/21/03	Mumbai	Appoint (or reappoint) a Director in place of JK Setna.	Management
				Appoint (or reappoint) a Director in place of H Petri.	Management
				Reappointment of auditors and fix their remuneration.	Management
				Allow the company to issue and allot Partly/fully convertible and/or securities Linked to ordinary shares not to exceed Rs 500 crores.	Management
Indian Oil Corporation Limited	6253767	07/14/03	Mumbai	Give shareholders one new share for every two fully paid shares held.	Management
				Give the board permission to settle any disputes about share allotment.	Management
				Accept any changes or alterations made by Statutory authorities and which the Board thinks fit and proper.	Management
Canara Bank	6580012	07/16/03	Bangalore	Discuss the Balance Sheet as of 3/31/03	Management
Wipro Limited	6206051	07/17/03	Bangalore	Accept Balance Sheet, Profit and Loss Statement, and the Reports of the Directors and Auditors.	Management
				Declare final dividend on equity shares.	Management
				Appoint (or reappoint) a Director.	Management
				Appoint Auditors for a period of one year with set remuneration.	Management

ISSUER	CUSIP / SEDOL	MEETING DATE (MM/DD/YY)	LOCATION OF MEETING	SUBJECT OF VOTE DESCRIPTION	PROPOSED MANAGEMENT SHAREHOLDERS
Wipro Limited (Cont.)	6206051	07/17/03	Bangalore	Reappointment of Chairman and Managing Director until 12/31/04. Partially revise terms and conditions for CEO and Vice Chairman with respect to remuneration.	Management
				Issue to one or all permanent employees ADR/GDR/Shares under terms of the Stock Ownership Plan.	Management
				Issue to one or all permanent employees of subsidiaries in India and overseas ADR/GDR/Shares under terms of the Stock Ownership Plan.	Management
Digital GlobalSoft Limited	6124885	07/21/03	Bangalore	Accept Profit and Loss Statement, Balance Sheet, Report of the Directors and Auditors.	Management
				Declare dividend on equity share capital for Fiscal year 2003.	Management
				Appoint (or reappoint) a Director in place of Mr. Fredrik Bystand.	Management
				Appoint (or reappoint) a Director in place of Mr. Hemant S. Sonawala.	Management
				Appoint auditors for one year term under fixed remuneration.	Management
				Appoint Mr. Kasper Rorstead as Director of the company.	Management
				Appoint Mr. Craig D. Flower as Director of the company.	Management
Accord the Board to	Management				

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de-list the equity shares of the company from the Stock Exchange Ahmedabad and Cochin Stock Exchange Limited.

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ISSUER	CUSIP / SEDOL	MEETING DATE (MM/DD/YY)	LOCATION OF MEETING	SUBJECT OF VOTE DESCRIPTION	PROPOSED MANAGEMENT SHAREHOLDERS
Digital GlobalSoft Limited (Cont.)	6124885	07/21/03	Bangalore	Accept changes in wording of Articles of Amendment.	Management
Godrej Consumer Products Limited	6388539	07/22/03	Mumbai	Accept Profit and Loss Statement, Balance Sheet, Report of the Directors and Auditors.	Management
				Decline dividend on equity shares.	Management
				Appoint (or reappoint) a Director in Place of Mr. Bala Balachandaran.	Management
				Appoint (or reappoint) a Director in place of Ms. Rama Bijapurkar.	Management
				Appoint auditors for one year term under fixed remuneration.	Management
				Reappoint current Chairman and Managing Director for a 3 year period.	Management
				Reappoint current Executive Director and President for 3 year period.	Management
Ashok Leyland Limited	6141679	07/22/03	Chennai	Accept Profit and Loss Statement, Balance Sheet, Report of the Directors and Auditors.	Management
				Declare dividend.	Management
				Appoint (or reappoint) a Director in place of Mr. D. G. Hinduja.	Management

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Appoint (or reappoint) a Director in place of Mr. S. R. Krishnaswamy.

Management

Appoint (or reappoint) a Director in place of Mr. E. A. Kshirsagar.

Management

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ISSUER	CUSIP / SEDOL	MEETING DATE (MM/DD/YY)	LOCATION OF MEETING	SUBJECT OF VOTE DESCRIPTION	PROPOSED MANAGEMENT SHAREHOLDERS
Ashok Leyland Limited (Cont.)	6141679	07/22/03	Chennai	Appoint (or reappoint) a Director in place of Mr. M. Bianchi.	Management
				Appoint auditors for one year term under fixed remuneration.	Management
				Approve voluntary delisting of the Company's equity shares from the Stock Exchanges in Kolkata and New Delhi.	Management
				Authorize the board to mortgage and or charge properties of the company in favor of State Bank of India as Trustees for Debenture holders, HDFC Bank and Citibank N.A.	Management
Tata Iron & Steel Company Limited	6101156	07/23/03	Mumbai	Accept Profit and Loss Statement, Balance Sheet, Report of the Directors and Auditors.	Management
				Declare dividend.	Management
				Appoint (or reappoint) a Director in place of Mr. R. N. Tata.	Management
				Appoint (or reappoint) a Director in place of Mr. Suresh Krishna.	Management
				Appoint (or reappoint) a Director in place of Mr. Ishaat Hussain.	Management

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Approve voluntary delisting of the Company's equity shares from the certain exchanges.

Managem

Appoint auditors for one year term under fixed remuneration.

Managem

Appoint branch auditors for one year term under fixed remuneration.

Managem

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ISSUER	CUSIP / SEDOL	MEETING DATE (MM/DD/YY)	LOCATION OF MEETING	SUBJECT OF VOTE DESCRIPTION	PROPOSED MANAGEMENT SHAREHOLDERS
ITC Limited	6124614	07/25/03	Kolkata	Accept Profit and Loss statement, Balance sheet, Report of the Directors and Auditors.	Managem
				Declare dividend.	Managem
				Elect Directors in place of those retiring by rotation.	Managem
				Appoint auditors for one year term under fixed remuneration.	Managem
				Reappoint as Director Dr. Basudeb Sen.	Managem
				Reappoint as Director Shri Balakrishnan Vijayaraghaven.	Managem
				Reappoint as Director Dr. Ram Tarneja.	Managem
				Accord to modification in remuneration paid or payable to the Wholetime Directors of the company.	Managem
				Reappoint as Director and Wholetime Director, Shri Anup Singh.	Managem
				Resolve that all Directors of the Company (except	Managem

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Wholetime Directors) be paid annually.

Delist ordinary shares of the company from stock exchanges in Ahmedabad, Bangalore, Chennai, Cochin, Delhi, Hydrobad, Kanpur and Pune.

Managem

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ISSUER	CUSIP / SEDOL	MEETING DATE (MM/DD/YY)	LOCATION OF MEETING	SUBJECT OF VOTE DESCRIPTION	PROPOSED MANAGEMENT SHAREHOLDERS
Satyam Computers Limited	62418580	07/25/03	Hyderabad	Accept Profit and Loss Statement, Balance Sheet, Report of the Directors and Auditors.	Managem
				Declare a final dividend on equity.	Managem
				Appoint (or reappoint) a Director I in place of Mr. V. P. Rama Rao.	Managem
				Appoint auditors for one year term under fixed remuneration.	Managem
				Appoint from Additional Director to Director, Mr. Vinod K. Dham.	Managem
				Earmark addition shares for Employee Stock Ownership Plan under established plan guidelines.	Managem
				Consent to the payment of the Directors who are not under Wholetime employment, by way of commission as may be decided by the board.	Managem
State Bank of India	6100799	7/24/03	Mumbai	Accept Profit and Loss Statement, Balance Sheet, Report of the Directors and Auditors.	Managem
Bajaj Auto	6124142	07/26/03	Pune	Accept Profit and Loss	Managem

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Limited

Statement, Balance Sheet, Report of the Directors and Auditors.

Declare dividend.

Managem

Appoint (or reappoint) a Director in place of Mr. SH Kahn.

Managem

Appoint (or reappoint) a Director in place of Mr. DJ Rao.

Managem

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ISSUER	CUSIP / SEDOL	MEETING DATE (MM/DD/YY)	LOCATION OF MEETING	SUBJECT OF VOTE DESCRIPTION	PROPOSED MANAGEMENT SHAREHO
Bajaj Auto Limited (Cont.)	6124142	07/26/03	Pune	Appoint auditors for 1 year term under fixed remuneration.	Managem
				Appoint N Chandra as Director of the company.	Managem
				Appoint N Pamnani as Director of the company.	Managem
				Reappoint DS Mehta as whole-time Director for a 5 year term.	Managem
				Amend Articles of Association.	Managem
				Delisting from the Delhi Stock Exchange.	Managem
Keysoram Textiles Limited	6100658	07/28/03	Kolkata	Accept Profit and Loss Statement, Balance Sheet, Report of the Directors and Auditors.	Managem
				Appoint (or reappoint) a Director in place of Shri Surendra Kumar Birla.	Managem
				Appoint auditors for 1 year term under fixed remuneration.	Managem
				Allow Directors to borrow	Managem

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from the business for the business of the Company.

Mahindra & Mahindra Limited	6100186	07/28/03	Mumbai	Accept Profit and Loss Statement, Balance sheet Report of the Directors and Auditors.	Management
				Declare a final dividend on equity.	Management
				Appoint (or reappoint) a Director in place of Mr. Deepak S. Parekh.	Management

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ISSUER	CUSIP / SEDOL	MEETING DATE (MM/DD/YY)	LOCATION OF MEETING	SUBJECT OF VOTE DESCRIPTION	PROPOSED MANAGEMENT SHAREHOLDERS
Mahindra & Mahindra Limited (Cont.)	6100186	07/28/03	Mumbai	Appoint (or reappoint) a Director in place of Mr. Naranyan Vaghul.	Management
				Appoint (or reappoint) a Director in place of Mr. K. J. Davasia.	Management
				Appoint (or reappoint) a Director in place of Mr. A.K. Nanda.	Management
				Appoint (or reappoint) a Director in place of Mr. Bharat Doshi.	Management
				Appoint auditors for one year term under fixed remuneration.	Management
				Amend Clause 3 of the Memorandum of Association of the Company.	Management
				Approve commencement of new business as provided in sub-clauses of Clause 3 of the Memorandum of Association of the company.	Management
				Change the registrar of the company, thus having all records kept with new	Management

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registrar.

De-list ordinary shares of the company from the following stock exchanges: Delhi Stock Exchange Association, at

Managem

Hindustan
Lever
Limited

6261674 07/29/03

Mumbai

Transfer of Edible Oils and Fats Undertaking of the company engaged in the business of manufacture and sale of Vanaspati, refined oils, bakery fats, etc. to Bunge Agribusiness India Pvt. Limited or any other associate or affiliate of Bunge Group.

Managem

Bank of Baroda

6099778 07/29/03

Vadodara

Approve the balance sheet, profit and loss account, report of directors and the auditors' report.

Managem

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ISSUER	CUSIP / SEDOL	MEETING DATE (MM/DD/YY)	LOCATION OF MEETING	SUBJECT OF VOTE DESCRIPTION	PROPOSED MANAGEMENT SHAREHO
Bank of Baroda (Cont.)	6099778	07/29/03	Vadodara	To consider the return of capital of up to Rs 91.90 by reducing paid up capital of the bank.	Managem
Hindalco Industries Limited	61001420	07/31/03	Mumbai	Accept Profit and Loss Statement, Balance Sheet, Report of the Directors and Auditors.	Managem
				Declare a final dividend on equity.	Managem
				Appoint (or reappoint) a Director in place of Shri T.K. Sethi.	Managem
				Appoint (or reappoint) a Director in place of Smt. Rajashree Birla.	Managem
				Appoint (or reappoint) a Director in place of Shri C.M. Maniar.	Managem

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Appoint Shri D. Batterchaya as Director from the position of Additional Director.	Managem
Appoint branch auditors for the Company.	Managem
Authorize the board to mortgage and or charge properties of the company in favor of State Bank of India as Trustees for Debenture holders.	Managem
Give consent of the company to the Board for mortgaging or changing on such condition with such ranking for priority as seen fit and needed.	Managem
Consent of the company be given to pay revised remuneration to Shri A. K. Agarwala and to revise said remuneration as the board sees fit.	Managem
De-list equity shares of the company from Madras, Delhi and Calcutta.	Managem

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ISSUER	CUSIP / SEDOL	MEETING DATE (MM/DD/YY)	LOCATION OF MEETING	SUBJECT OF VOTE DESCRIPTION	PROPOSED MANAGEMENT SHAREHOLDERS
Thermax Limited	6121433	07/31/03	Pune	Accept Profit and Loss Statement, Balance Sheet, Report of the Directors and Auditors.	Managem
				Declare a final dividend on equity.	Managem
				Resolve that the vacancy of Director by Mr. Vallabh Bhanshali, not renewing not be filled by the company.	Managem
				Appoint (or reappoint) a Director in place of Mr. Ravi Ventkatasan.	Managem

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Appoint auditors and fix remuneration.	Managem
Appoint Dr. Jaiam Varadaraj as Director from the position of Additional Director.	Managem
Pay a remuneration of commission to Directors of the company for a period of 5 years.	Managem
Authorize existing company shares to be reclassified and reassigned into equity shares and redeemable preference shares.	Managem
Alter articles of Association of the Company.	Managem
More alteration of Association of the Company.	Managem
More alteration of Association of the Company.	Managem
More alteration of Association of the Company.	Managem

13

ISSUER	CUSIP / SEDOL	MEETING DATE (MM/DD/YY)	LOCATION OF MEETING	SUBJECT OF VOTE DESCRIPTION	PROPOSED MANAGEMENT SHAREHOLDERS
Rashtriya Chemicals & Fertilizers Limited	6101101	07/31/03	Mumbai	Accept Profit and Loss Statement, Balance Sheet, Report of the Directors and Auditors.	Managem
				Fix remuneration of auditors.	Managem
				Appoint (or reappoint) a Director in place of Shri US Jha.	Managem
				Appoint Shri KP Fabian as	Managem

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				Director of the company.	
				Appoint Pro Ashok Misra as Director of the company.	Managem
				Appoint Dr. H Santhanam as Director of the company.	Managem
				Appoint Sanjay Kaushik as Director of the company.	Managem
				Appoint M Sundararaman as Director of the company.	Managem
				Appoint Lt Gen (Ret) MS Bhullar as Director of the company.	Managem
				Amend Articles of Association.	Managem
				De-list from Calcutta, Delhi and Madras Stock exchanges.	Managem
Hero Honda Motors Limited	6327327	08/01/03	Delhi	Accept Profit and Loss Statement, Balance Sheet, Report of the Directors and Auditors.	Managem
				Declare a dividend on equity shares.	Managem
				Appoint (or reappoint) a Director in place of Mr. N.N. Vohra.	Managem
				Appoint (or reappoint) a Director in place of Mr. Pradeep Dinodia.	Managem

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ISSUER	CUSIP / SEDOL	MEETING DATE (MM/DD/YY)	LOCATION OF MEETING	SUBJECT OF VOTE DESCRIPTION	PROPOSED MANAGEMENT SHAREHOLDERS
Hero Honda Motors Limited (Cont.)	6327327	08/01/03	Delhi	Appoint (or reappoint) a Director in place of Mr. V.P. Malik.	Managem
				Appoint (or reappoint) a Director in place of Mr. Brijmohan Lall Mungal.	Managem

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				Appoint Chartered accountants for 1 year term under fixed remuneration.	Managem
				Appointment of Mr. Yukihiro shima as Director and Whole-Term Director.	Managem
				Get the securities of the company delisted from the stock exchanges in Delhi, Calcutta, Ludhiana, and Ahmedated.	Managem
				Increase salaries of Executive Directors for the remaining period of their respective tenure.	Managem
Grasim Industries Limited	6099927	08/02/03	Madhya Pradesh	Accept Profit and Loss Statement, Balance Sheet, Report of the Directors and Auditors.	Managem
				Declare a dividend on equity shares.	Managem
				Appoint (or reappoint) a Director in Place of Mr. Rajeshree Birla.	Managem
				Appoint (or reappoint) a Director in place of Mr. M.C. Bagrodia.	Managem
				Appoint (or reappoint) a Director in place of Mr. R.C. Bhargava.	Managem
				Appoint Chartered auditors for 1 year term under fixed remuneration.	Managem
				Appoint Chartered accountants for 1 year term under fixed remuneration.	Managem

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ISSUER	CUSIP / SEDOL	MEETING DATE (MM/DD/YY)	LOCATION OF MEETING	SUBJECT OF VOTE DESCRIPTION	PROPOSED MANAGEMENT SHAREHOLDERS
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Grasim Industries Limited (Cont.)	6099927	08/02/03	Madhya Pradesh	Appoint branch auditors for 1 year term under fixed remuneration.	Managem
				Revise salary for Mr. Shailendra K. Jain as per prior partial modification.	Managem
				Give permission for the Board to mortgage out properties in the future. De-list shares of the company from all stock exchanges where they are listed.	Managem
Indian Rayon & Industries Limited	6100421	08/1/03	Gujarat	Accept Profit and Loss Statement, Balance Sheet, Report of the Directors and Auditors.	Managem
				Declare a dividend on equity shares.	Managem
				Appoint (or reappoint) a Director in place of Mr. P Murari.	Managem
				Appoint (or reappoint) a Director in place of Mr. BR Gupta.	Managem
				Appoint (or reappoint) a Director in place of Mr. Kumar Birla.	Managem
				Appoint Chartered auditors for 1 year term under fixed remuneration.	Managem
				Appointment of branch auditors of the Company.	Managem
Delisting of share from Delhi and Calcutta Stock Exchange.	Managem				
Indo Gulf Fertilizers Limited	6100432	08/02/03	Uttar Pradesh	Accept Profit and Loss Statement, Balance Sheet, Report of the Directors and Auditors.	Managem
				Declare a dividend on equity shares.	Managem

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ISSUER	CUSIP / SEDOL	MEETING DATE (MM/DD/YY)	LOCATION OF MEETING	SUBJECT OF VOTE DESCRIPTION	PROPOSED MANAGEMENT SHAREHOLDERS
Indo Gulf Fertilizers Limited (Cont.)	6100432	08/02/03	Uttar Pradesh	Appoint (or reappoint) a Director in place of Mr. Kumar Managalam Birla.	Management
				Appoint (or reappoint) a Director in place of Mr. Rajeshree Birla.	Management
				Appoint (or reappoint) a Director in place of Mr. M.C. Bagrodia.	Management
				Appoint (or reappoint) a Director in place of Mr. D. Bhattechaya.	Management
				Appoint Mr. Sanjiv Nair to Director from Associate Director.	Management
				Appoint Mr. V.T. Purswani to Director from Associate Director.	Management
				Appoint Mr. V.N. Nadkarni to Director from Associate Director.	Management
				Appoint Mr. D.C. Gami to Director from Associate Director.	Management
				Appoint Mr. A.R. Ghandi to Director from Associate Director.	Management
				Appoint Chartered auditors for 1 year term under fixed remuneration.	Management
Appointment and terms of new Managing Director, Mr. Bhattacharya.	Management				
De-list company shares from all Stock exchanges where they are listed.	Management				
Alter wording in Articles of Association.	Management				

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ISSUER	CUSIP / SEDOL	MEETING DATE (MM/DD/YY)	LOCATION OF MEETING	SUBJECT OF VOTE DESCRIPTION	PROPOSED MANAGEMENT SHAREHOLDERS
Punjab National Bank	6526759	08/04/03	New Delhi	Accept Profit and Loss Statement, Balance Sheet, Report of the Directors and Auditors.	Management
				Return a part of the part of the paid up capital of the Bank shares of nominal value as agreed upon by the Board.	Management
Tata Power Company Limited	6124335	08/4/03	Mumbai	Accept Profit and Loss Statement, Balance Sheet, Report of the Directors and Auditors.	Management
				Declare a dividend on equity shares.	Management
				Appoint (or reappoint) a Director in place of Mr. CP Mistry.	Management
				Appoint (or reappoint) a Director in place of Mr. Syamal Gupta.	Management
				Appoint Mr. FA Vandrevalla as Managing Director.	Management
				Appoint Mr. PK Kukde as Director.	Management
				Appoint Mr. PK Kukde as Executive Director.	Management
				Remuneration to Directors	Management
				Delisting of equity shares from Delhi, Pune and Ahmedabad.	Management
Appoint auditors until the conclusion of the next AGM.	Management				
Appointment of branch auditors.	Management				

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ISSUER	CUSIP / SEDOL	MEETING DATE (MM/DD/YY)	LOCATION OF MEETING	SUBJECT OF VOTE DESCRIPTION	PROPOSED MANAGEMENT SHAREHOLDERS
Bharat Petroleum Limited	6099723	08/18/03	Mumbai	Accept Profit and Loss Statement, Balance Sheet, Report of the Directors and Auditors.	Management
				Declare a dividend on equity shares.	Management
				Appoint (or reappoint) a Director in place of Shri Ashok Sinha.	Management
				Appoint (or reappoint) a Director in place of Mr. S.A. Narayan.	Management
				Appoint (or reappoint) a Director in place of Dr. B. Mohanty.	Management
				Fix the remuneration of the Statutory Auditors.	Management
				Appoint Shri M.S. Srinivasan as Director.	Management
				Appoint Shri S. Radhakrishnan Director.	Management
Balaji Telefilms Limited	6545538	08/21/03	Mumbai	Appoint Shri M. Rohatgi as Director.	Management
				Accept Profit and Loss Statement, Balance Sheet, Report of the Directors and Auditors.	Management
				Declare a dividend on equity shares.	Management
				Appoint (or reappoint) a Director in place of Mr. Jeetendra Kapoor.	Management
				Appoint Chartered auditors for 1 year term under fixed remuneration.	Management
Appoint Mr. Dhruv Kaji as Director.	Management				
				Approve increase in	Management

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remuneration for Managing Director / CEO.

19

ISSUER	CUSIP / SEDOL	MEETING DATE (MM/DD/YY)	LOCATION OF MEETING	SUBJECT OF VOTE DESCRIPTION	PROPOSED MANAGEMENT SHAREHOLDERS
Balaji Telefilms Limited (Cont.)	6545538	08/21/03	Mumbai	Approve increase in remuneration for Creative Director.	Management
				Approve payment of commission to the Chairman and payable for .90% of net profit for next 5 years.	Management
				Approve payment of commission to all Non Executive Directors. Payment shall not exceed 10% of net profits and shall be divided among them by the Board for 5 years.	Management
Larsen & Toubro Limited	6100164	08/22/03	Mumbai	Accept Profit and Loss Statement, Balance Sheet, Report of the Directors and Auditors.	Management
				Declare a dividend on equity shares.	Management
				Appoint (or reappoint) a Director in place of BP Deshmukh.	Management
				Appoint (or reappoint) a Director in place of Mr. S Rajgopal.	Management
				Appoint (or reappoint) a Director in place of Mr. JP Nayak.	Management
				Appoint (or reappoint) a Director in place of Mr. YM Deosthalee.	Management
Dr. A Armbruster who has	Management				

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not sought reappointment,
not be filled in at this
meeting.

Appoint a director in
place of Mr Kranti Sinha
who was appointed as an
additional Director and
holds office until the
ensuing AGM.

Managem

20

ISSUER	CUSIP / SEDOL	MEETING DATE (MM/DD/YY)	LOCATION OF MEETING	SUBJECT OF VOTE DESCRIPTION	PROPOSED MANAGEMENT SHAREHOLDERS
Larsen & Toubro Limited (Cont.)	6100164	08/22/03	Mumbai	Delisting from Madras, Delhi, Calcutta, Mangalore, Bangalore, Pune, and Ahmedabad stock exchanges.	Managem
				Board is authorized to create, issue, offer and allot at any time, for the benefit of such person or persons who are in the permanent employment of the company not exceeding 5% of share capital of the company.	Managem
				Reappoint auditors and fix remuneration.	Managem
Industrial Development Bank of India	6099552	08/22/03	Mumbai	To discuss and adopt the Balance Sheet and the Profit and Loss Statement.	Managem
				To discuss and adopt the report on the working of IDBI for the year ended 3/31/03.	Managem
				To discuss and adopt the Auditors Report.	Managem
				The discuss and adopt the personal Declaration of dividend for the year.	Managem
				To elect two directors to fill up vacancies caused by the expiry of term of Dr K Parikh and	Managem

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					resignation of Dr JJ Irani.	
					Appoint the auditors.	Managem
					Delisting of equity shares from the Delhi, Madras and Calcutta Stock Exchanges.	Managem
Dr. Reddy's Laboratories Limited	6410959	08/25/03	Hyderabad		Accept Profit and Loss Statement, Balance Sheet, Report of the Directors and Auditors.	Managem
					Declare a dividend on equity shares.	Managem

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ISSUER	CUSIP / SEDOL	MEETING DATE (MM/DD/YY)	LOCATION OF MEETING	SUBJECT OF VOTE DESCRIPTION	PROPOSED MANAGEMENT SHAREHOLDERS
Dr. Reddy's Laboratories Limited (Cont.)	6410959	08/25/03	Hyderabad	Appoint (or reappoint) a Director in place of Dr. Omkar Goswami.	Managem
				Appoint (or reappoint) a Director in place of Dr. V. Mohna.	Managem
				Take note of retirement of Dr. A. Venkareswarlu as Director.	Managem
				Appoint Statutory auditors for 1 year term under fixed remuneration.	Managem
				De-list company shares from all Stock exchanges where they are listed.	Managem
				Give The Board approval to dispose of Moveable and immovable properties of Company's formulations factory situated in Thiruvandarkoil, Mannvipet, and Pondicherry as the board sees fit.	Managem
ETC Networks Limited	6326573	08/22/03	Mumbai	Accept Profit and Loss Statement, Balance Sheet, Report of the Directors and Auditors.	Managem

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Declare a dividend on equity shares.	Managem
Appoint (or reappoint) a Director in place of Mr. Samesh R. Sathe.	Managem
Appoint (or reappoint) a Director in place of Mr. Samesh R. Sathe.	Managem
Appoint auditors and fix remuneration.	Managem
Appoint Mr. Surjiit Banga as Director from the position of Additional Director.	Managem
Appoint C.R. Mehta as Director from the position of Additional Director.	Managem

22

ISSUER	CUSIP / SEDOL	MEETING DATE (MM/DD/YY)	LOCATION OF MEETING	SUBJECT OF VOTE DESCRIPTION	PROPOSE MANAGEM SHAREHO
ETC Networks Limited (Cont.)	6326573	08/22/03	Mumbai	Amend Articles of Association of the Company.	Managem
ICICI Bank Limited	6100368	08/25/03	Vadodra	Accept Profit and Loss Statement, Balance Sheet, Report of the Directors and Auditors.	Managem
				Declare a dividend on preference shares.	Managem
				Declare a dividend on equity shares.	Managem
				Appoint (or reappoint) a Director in place of Mr. Samesh R. Sathe.	Managem
				Appoint (or reappoint) a Director in place of Mr. Anumpum Puri.	Managem
				Appoint (or reappoint) a Director in place of Prof. Marti G. Subrahmanyam.	Managem

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Appoint (or reappoint) a Director in place of Ms. Kaipona Morpana.	Managem
Appoint Statutory auditors for 1 year term under fixed remuneration.	Managem
Appoint branch auditors for 1 year term under fixed remuneration.	Managem
Appoint Mr. P.C. Ghohs as Director.	Managem
Appoint Mr. M.K. Sharma as Director.	Managem
Appoint Ms. Lalita Gupte as new joint Managing Director under new remuneration.	Managem
Delist company shares from all Stock exchanges where they are listed.	Managem

23

ISSUER	CUSIP / SEDOL	MEETING DATE (MM/DD/YY)	LOCATION OF MEETING	SUBJECT OF VOTE DESCRIPTION	PROPOSED MANAGEMENT SHAREHOLDERS
Trent Limited	6261878	08/27/03	Mumbai	Accept Profit and Loss Statement, Balance Sheet, Report of the Directors and Auditors.	Managem
				Declare a dividend on equity shares.	Managem
				Appoint (or reappoint) a Director in place of Mrs. S.N. Tata.	Managem
				Appoint (or reappoint) a Director in place of Mr. K.N. Suntook.	Managem
				Increase share amounts by creation of unclassified shares.	Managem
				Alter articles of Association of the	Managem

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ISSUER	CUSIP / SEDOL	MEETING DATE (MM/DD/YY)	LOCATION OF MEETING	SUBJECT OF VOTE DESCRIPTION	PROPOSED MANAGEMENT SHAREHOLDER
				Company.	
				Appoint auditors and fix remuneration.	Management
Sun Pharmaceuticals Limited	6582483	09/01/03	Mumbai	Amend 4 articles in the articles of Association.	Management
Bongaigaon Refineries & Petrochemicals Limited	6313939	09/10/03	Assam	Accept Profit and Loss Statement, Balance Sheet, Report of the Directors and Auditors.	Management
				Declare a dividend on equity shares.	Management
				Appoint (or reappoint) a Director in place of Shri N.K. Singh.	Management
				Appoint (or reappoint) a Director in place of Shri P.S. Rao.	Management
				Appoint (or reappoint) a Director in place of Shri P.K. Atreya.	Management
				Appoint (or reappoint) a Director in place of Shri P.K. Chakranbony.	Management

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ISSUER	CUSIP / SEDOL	MEETING DATE (MM/DD/YY)	LOCATION OF MEETING	SUBJECT OF VOTE DESCRIPTION	PROPOSED MANAGEMENT SHAREHOLDER
Bongaigaon Refineries & Petrochemicals Limited (Cont.)	6313939	09/10/03	Assam	Allow Board to donate money on behalf of the company to charities that are not directly related to the business or its employees.	Management
				De-list company shares from exchanges in Delhi, Calcutta, and Madras.	Management
				Amend the Articles of Association of the Company	Management
Jyoti	6135650	09/05/03	Mumbai	Accept Profit and Loss	Management

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Structures
Limited

Statement, Balance Sheet,
Report of the Directors
and Auditors.

Appoint (or reappoint) a
Director in place of Mr.
S.H. Mirchandani.

Managem

Appoint (or reappoint) a
Director in place of
Mr. K.R. Thakur.

Managem

Appoint auditors and fix
their remuneration.

Managem

Appoint Chartered
accountants for year and
fix remuneration.

Managem

Appoint branch auditors
and fix remuneration.

Managem

Appoint Shri S.D.
Kshirsagar to full term
Director.

Managem

Appoint Shri A.J. Khan to
full term Director.

Managem

Appoint Shri G.L. Valecha
to full term Director.

Managem

Accord the Board to offer,
issue and allot shares up
to 20,000 at face value
for cash.

Managem

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ISSUER	CUSIP / SEDOL	MEETING DATE (MM/DD/YY)	LOCATION OF MEETING	SUBJECT OF VOTE DESCRIPTION	PROPOSED MANAGEMENT SHAREHOLDERS
Jyothi Structures Limited (Cont.)	6135650	09/05/03	Mumbai	Delist company shares from Delhi and Ahmedabad.	Managem
Matrix Laboratories Limited	6652416	09/5/03	Secunderabad	Receive and approve all financial statements. Declare dividend Reappoint Mr. M Velagapudi as Director who retires by rotation and offers	Managem Managem

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himself for reappointment.

Appoint auditors and fix their remuneration. Management

Appoint PV Indiresan as Director. Management

Alteration of Articles of Association. Management

Revision of remuneration for N Prakesh. Management

Revision of remuneration for N Prasad. Management

Revision of remuneration for C Satyanahayana. Management

Revision of remuneration for M Ravindar. Management

Revision of remuneration for P Mishoro. Management

Appointment and revision of remuneration for R. Sunders Rajon. Management

Appointment and Revision of remuneration for C Ramakrishna. Management

Enhancement of borrowing powers. Management

Authorization to mortgage properties of the company. Management

Payment of commission to non-executive Directors. Management

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ISSUER	CUSIP / SEDOL	MEETING DATE (MM/DD/YY)	LOCATION OF MEETING	SUBJECT OF VOTE DESCRIPTION	PROPOSED MANAGEMENT SHAREHOLDERS
SB&T Jewellers Limited	6372576	09/12/03	Mumbai	Receive and approve all financial statements.	Management
				Declare dividend.	Management

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				Reappoint Mr. Vivek Tharaney as Director.	Managem
				Reappoint Mr. Nalin Kumar Sethi as Director.	Managem
				Appoint joint statutory auditors and fix their remuneration.	Managem
				Appoint joint statutory auditors and fix their remuneration.	Managem
				Appoint Mr. Surenda Kumar Sethi as a Joint Managing Director for 5 years.	Managem
				Appoint Mr. Vanij Sethi as Managing Director for 5 years.	Managem
Electrosteel Casting Limited	6314987	09/15/03	Orissa	Receive and approve all financial statements.	Managem
				Declare dividend.	Managem
				Reappoint Mr. V.K. Lamba as Director.	Managem
				Reappoint Mr. Binod Khaitan as Director.	Managem
				Appoint auditors and fix their remuneration.	Managem
				Elect Shri Udhav Kejriwal as Director from Additional Director.	Managem
				Appoint Shri Uddhav Kejriwal as Whole Term Director for 5 years with fixed remuneration.	Managem

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ISSUER	CUSIP / SEDOL	MEETING DATE (MM/DD/YY)	LOCATION OF MEETING	SUBJECT OF VOTE DESCRIPTION	PROPOSED MANAGEMENT SHAREHOLDERS
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Electrosteel Casting Limited (Cont.)	6314987	09/15/03	Orissa	Pay sum not exceeding 1% annual net profits to the Directors.	Managem
				De-list equity shares from local exchanges.	Managem
ING Vysya Bank Limited	6140137	09/15/03	Bangalore	Receive and approve all financial statements.	Managem
				Reappoint Mr. K. Balasubramanian as Director.	Managem
				Appoint auditors and fix their remuneration.	Managem
				Approve Mr. Bart Hellemans as Whole Term Director to Managing Director and CEO for 3 years with fixed remuneration.	Managem
				Appoint Mr. K.R. Ramamoorthy as Director from Additional Director.	Managem
				Elect Mr. K.R.V. Subrahmanian as Director.	Managem
				Elect Mr. Joseph Kestemont as Director.	Managem
				Appoint Mr. Ramsay Alexander as Director from Additional Director.	Managem
				Appoint Mr. David Wood Hudson as Director from Additional Director.	Managem
				Appoint Mr. Anand Suryadutt Bhatt as Director from Additional Director.	Managem
Appoint Mr. Ryan Andrew Padgett as Director from Additional Director.	Managem				
Appoint Mr. Arun Thiagarajan as Director from Additional Director.	Managem				

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	/ SEDOL	DATE (MM/DD/YY)	OF MEETING	OF VOTE DESCRIPTION	MANAGEMENT SHAREHOLDERS
ING Vysya Bank Limited (Cont.)	6140137	09/15/03	Bangalore	Appoint Dr. Prakash G Apte as Director from Additional Director.	Management
				Delist company shares on local exchanges	Management
Flat Products Equipments Limited	6341952	09/16/03	Mumbai	Receive and approve all financial statements.	Management
				Declare dividend.	Management
				Reappoint Mr. S. Ananthapadmanabhan as Director.	Management
				Reappoint Mr. Durgadas Sengupta as Director.	Management
				Appoint auditors and fix their remuneration.	Management
				Appoint Mr. Krishnamurthi Tamamirthm as Director from Additional Director.	Management
				Appoint Mr. Narayan Sitaram Dater as Director from Additional Director.	Management
				Appoint Shri Tilak Raj Metha as Managing Director for 5 years.	Management
Niko Resources Limited (Postal)	2639554	09/18/03	Calgary	Fix number of Directors to be elected at 5.	Management
				Elect nominees to Directors as mentioned in the Management Information Circular.	Management
				Appoint Chartered Accountants.	Management
				Approve new stock option plan of the Company and amend current stock plan.	Management

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ISSUER	CUSIP / SEDOL	MEETING DATE (MM/DD/YY)	LOCATION OF MEETING	SUBJECT OF VOTE DESCRIPTION	PROPOSED MANAGEMENT SHAREHOLDERS
Pritish Nandy Communications Limited (NOT VOTED IN TIME)	6417994	09/19/03	Mumbai	Receive and approve all financial statements.	Management
				Declare dividend.	Management
				Reappoint Mr. Palayb Bhattechaya as Director.	Management
				Appoint auditors and fix their remuneration.	Management
				Appoint Ms. Rina Pritish Nandy as Director and Executive Producer.	Management
Nicholas Piramal India Limited	6135746	09/19/03	Mumbai	Debiting to the share premium account the carrying costs of shares of Guarat Glass.	Management
				Give Board of Directors discretionary action to act upon resolution.	Management
Godfrey Phillips India Limited	6374803	09/26/03	Mumbai	Receive and approve all financial statements.	Management
				Declare dividend.	Management
				Reappoint Mr. R.A. Shah as Director	Management
				Reappoint Mr. S.V. Shanbhag as Director.	Management
				Reappoint Mr. C.M. Maniar as Director.	Management
				Appoint auditors and fix their remuneration.	Management
				Approve the terms of reappointment and remuneration for Mr. K.K. Modi as Managing Director for 3 years.	Management

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ISSUER	CUSIP / SEDOL	MEETING DATE (MM/DD/YY)	LOCATION OF MEETING	SUBJECT OF VOTE DESCRIPTION	PROPOSED MANAGEMENT SHAREHOLDERS
Godfrey Phillips Limited (Cont.)	6374803	09/26/03	Mumbai	De-list equity shares from local exchanges.	Management
				Adjust remuneration paid to the Directors.	Management
Hughes Software Systems Limited	6282868	09/29/03	Delhi	Receive and approve all financial statements.	Management
				Declare dividend.	Management
				Reappoint Mr. Amal Ganghuli as Director.	Management
				Reappoint Mr. Vijay Other as Director.	Management
				Reappoint Mr. Jack Shaw as Director.	Management
				Reappoint Mr. James Lucchesse as Director.	Management
				Appoint auditors and fix their remuneration	Management
Container Corporation of India Limited	6100982	09/29/03	Delhi	De-list equity shares from local exchanges.	Management
				Approve terms of reappointment of Mr Arun Kumar as President and Managing Director.	Management
				Receive and approve all financial statements.	Management
				Declare dividend.	Management
				Reappoint Shri P.G. Thaygarajan as Director.	Management
				Reappoint Shri Rakesh Mehrotra as Director.	Management

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ISSUER	CUSIP / SEDOL	MEETING DATE	LOCATION OF	SUBJECT OF VOTE	PROPOSED MANAGEMENT
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	SEDOL	(MM/DD/YY)	MEETING	DESCRIPTION	SHAREHO
Container Corporation of India Limited (Cont.)	6100982	09/29/03	Delhi	Reappoint Shri S.C. Misra as Director.	Managem
				Appoint auditors and fix their remuneration.	Managem
				Approve terms and remuneration for Shri K.K. Agarwal as Part Time Chairman of the company.	Managem
				Approve terms and remuneration for Shri R.K. Narang as Director of the company.	Managem
				Approve terms and remuneration for Dr. P. S. Sama as Director of the company.	Managem
Hindustan Petroleum Limited	6100476	09/24/03	Mumbai	Approve terms and remuneration for Dr. D. Babu Paul as Director of the company.	Managem
				Receive and approve all financial statements.	Managem
				Declare dividend.	Managem
				Reappoint Shri S. Vijayaraghaven as Director.	Managem
				Reappoint Dr. B. Mohanty as Director.	Managem
				Reappoint Shri Rajesh V. Shah as Director.	Managem
Reappoint Shri N.K. Puri as Director.	Managem				
				Appoint auditors and fix their remuneration.	Managem

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ISSUER	CUSIP / SEDOL	MEETING DATE (MM/DD/YY)	LOCATION OF MEETING	SUBJECT OF VOTE DESCRIPTION	PROPOSED MANAGEM SHAREHO
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Hindustan Petroleum Limited (Cont.)	6100476	09/24/03	Mumbai	Appoint Shri M.S. Srinivasan as Director from Additional Director.	Managem
				Appoint Shri C. Ramula as Director from Additional Director.	Managem
				Approve of company undertaking any activities in upstream segment of the energy sector as the board sees fit.	Managem
Bharat Electronics Limited	6139715	09/22/03	Bangalore	Receive and approve all financial statements.	Managem
				Declare dividend.	Managem
				Reappoint Mr. V. Ammineedu as Director.	Managem
				Reappoint Mr. S.C, Khanna as Director.	Managem
				Reappoint Mr. Abijit Basu as Director.	Managem
Zee Telefilms Limited	6188535	09/26/03	Mumbai	Reappoint Mr. N. Divicar as Director.	Managem
				Appoint Mrs. Rita Memon as Director from Additional Director	Managem
				Receive and approve all financial statements.	Managem
				Declare dividend.	Managem
				Reappoint Mr. Nemi Chan Jain as Director.	Managem
				Reappoint Mr. B.K. Syngai as Director.	Managem

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ISSUER	CUSIP / SEDOL	MEETING DATE (MM/DD/YY)	LOCATION OF MEETING	SUBJECT OF VOTE DESCRIPTION	PROPOSED MANAGEMENT SHAREHO
Zee Limited (Cont.)	6188535	09/26/03	Mumbai	Appoint auditors and fix their remuneration.	Managem

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				Appoint Mr. Suban Chandra as Managing Director.	Managem
				Reappoint Mr. Satya Pal Talwar as Director.	Managem
				De-list equity shares on local exchanges.	Managem
Geodesic Information Systems Limited	6701374	09/26/03	Mumbai	Receive and approve all financial statements.	Managem
				Declare dividend.	Managem
				Appoint a director in place of Pankaj Kumar.	Managem
				Appoint a director in place of Kiran Kulkarni.	Managem
				Appoint the auditors of the company until the conclusion of the next AGM.	Managem
				Mahesh Murphy appointed as director, liable to retire by rotation.	Managem
				Shashikan Kelkar appointed as director, liable to retire by rotation.	Managem
				Kiran Kulkarni redesignated as Managing Director.	Managem
				Revise the Articles of Association.	Managem
Indian Oil Corporation Limited	6253767	09/29/03	Mumbai	Receive and approve all financial statements.	Managem
				Declare dividend.	Managem

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ISSUER	CUSIP / SEDOL	MEETING DATE (MM/DD/YY)	LOCATION OF MEETING	SUBJECT OF VOTE DESCRIPTION	PROPOSED MANAGEMENT SHAREHOLDERS
Indian Oil Corporation Limited (Cont.)	6253767	09/29/03	Mumbai	Appoint a director in place of SK Barua who retires by rotation.	Managem
				Appoint a director in place of SV Nayyar who	Managem

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retires by rotation.

Appoint a director in place of P Sugavanam who retires by rotation.

Managem

Appoint a director in place of AM Upienchwan who retires by rotation.

Managem

Appoint a director in place of PK Agarwal who retires by rotation.

Managem

Appoint Shri NK Nayyar as Director of the corporation.

Managem

Appoint MS Srinivasan as Director of the corporation.

Managem

Appoint NR Raje as Director of the corporation.

Managem

Appoint SJ Singh as Director of the corporation.

Managem

Appoint SP Das as Director of the corporation.

Managem

Appoint V Ranganathan as Director of the corporation.

Managem

Appoint Shri VK Agarwal as Director of the corporation.

Managem

Appoint Shri PM Sinha as Director of the corporation.

Managem

Delist shares from Delhi, Caluctta and Madras exchanges.

Managem

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ISSUER	CUSIP / SEDOL	MEETING DATE (MM/DD/YY)	LOCATION OF MEETING	SUBJECT OF VOTE DESCRIPTION	PROPOSED MANAGEMENT SHAREHOLDERS
Shyam	6230373	09/27/03	Jaipur	Receive and approve all	Managem

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Telecom
Limited

financial statements.

Appoint a director in place of Ajay Khanna who retires by rotation.

Managem

Appoint a director in place of Arun Khanna who retires by rotation.

Managem

Appoint a director in place of A Garg who retires by rotation.

Managem

Appoint the auditors of the company until the conclusion of the next AGM.

Managem

De-list shares from Delhi, Caluctta, Saurashtra and Ahmedabad exchanges.

Managem

Approve Rajiv Mehrotra as Managing Director.

Managem

Oil & Natural
Gas Corporation
Limited

6139362

09/29/03

New Delhi

Approve financial statements. Managem

Declare dividend.

Managem

Appoint a director in place of Shri JM Mauskar who retires by rotation and being eligible, offers reappointment.

Managem

Appoint a director in place of Shri RS Sharma who retires by rotation and being eligible, offers reappointment.

Managem

Appoint a director in place of Shri N Lal who retires by rotation and being eligible, offers reappointment.

Managem

Appoint a director in place of Shri Atul Chandra who retires by rotation and being eligible, offers reappointment.

Managem

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ISSUER

CUSIP
/

MEETING
DATE

LOCATION
OF

SUBJECT
OF VOTE

PROPOSED
MANAGEMENT

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	SEDOL	(MM/DD/YY)	MEETING	DESCRIPTION	SHAREHO
Oil & Natural Gas Corporation Limited (Cont.)	6139362	09/29/03	New Delhi	Appoint a director in place of Shri NK Nayyar who retires by rotation and being eligible, offers reappointment.	Managem
				Fix remuneration of the auditors.	Managem
Swaraj Engines Limited	6140074	09/30/03	Punjab	Approve financial statements.	Managem
				Declare dividend.	Managem
				Appoint a director in place of Shri SK Tuteja who retires by rotation and being eligible, offers reappointment.	Managem
				Appoint a director in place of Shri Gautam Kulkarni who retires by rotation and being eligible, offers reappointment.	Managem
				Appoint and fix remuneration of the auditors.	Managem
				De-list shares from Delhi, Ludiana and Ahmedabad exchanges.	Managem
Vans Information Limited	6258643	09/30/03	Mumbai	Receive and approve financial statements.	Managem
				Appoint a director in place of Clive Wing who retires by rotation.	Managem
				Appoint a director in place of Dilip Muzumdar who retires by rotation.	Managem
				Appoint the auditors of the company until the conclusion of the next AGM.	Managem
				Reduce the share premium from Rs 1342.8 Lacs to 38.85 Lacs.	Managem

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ISSUER	CUSIP / SEDOL	MEETING DATE (MM/DD/YY)	LOCATION OF MEETING	SUBJECT OF VOTE DESCRIPTION	PROPOSED MANAGEMENT SHAREHOLDERS
Vans Information Limited (Cont.)	6258643	09/30/03	Mumbai	Authorize the company, in addition to amount already invested, to invest a sum not exceeding Rs 175 Lacs to acquire securities of indiancookery.com by subscription, purchase or otherwise.	Management
				Reappoint Shr Anant Guwande as Managing Director for 5 years.	Management
				Set remuneration of Managing Director.	Management
Bharat Heavy Electricals Limited	6129523	09/30/03	New Delhi	Approve financial statements.	Management
				Declare dividend.	Management
				Appoint a director in place of Shri AC Wadhawan who retires by rotation and being eligible, offers reappointment.	Management
				Appoint a director in place of Shri Anand Patkar who retires by rotation and being eligible, offers reappointment.	Management
				Appoint a director in place of Shri GP Gupta who retires by rotation and being eligible, offers reappointment fix remuneration of the auditors.	Management
				Shri Ishan Shankar is appointed Director of the company.	Management
				Shri A Didar Singh is appointed Director of the company.	Management
Sun Pharmaceuticals Limited	6582483	09/30/03	Vadodara	Approve financial statements.	Management
				Declare a dividend on preference shares.	Management

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Appoint a director in place of Dilip Shanghvi who retires by rotation and being eligible, offers reappointment.

Managem

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ISSUER	CUSIP / SEDOL	MEETING DATE (MM/DD/YY)	LOCATION OF MEETING	SUBJECT OF VOTE DESCRIPTION	PROPOSED MANAGEMENT SHAREHOLDERS
Sun Pharmaceuticals Limited (Cont.)	6582483	09/30/03	Vadodara	Appoint a director in place of HS Shah who retires by rotation and being eligible, offers reappointment.	Managem
				Appoint and fix remuneration of the auditors.	Managem
				Appoint Mr Keki Mistry as Director.	Managem
				Appoint Mr Sudhir Valia as whole-time Director for 5 years.	Managem
				Appoint Mr Sailesh Desai as whole-time Director for 5 years.	Managem
				De-list shares from Vadadora Stock Exchange.	Managem
				Consent for directors to contribute to charitable, social, benevolent, public or general or other funds not directly related to the business of the company. May not exceed Rs 50,000 or 5% of avg net profits.	Managem
Gujarat Ambuja Cements Limited	6100119	10/06/03	Gujarat	Receive and approve all financial statements.	Managem
				Declare dividend.	Managem
				Reappoint Mr. Suresh Neotia as Director.	Managem
				Reappoint Mr Vinod Neotia as Director.	Managem

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Reappoint M.L. Bhakta as Director. Management

Reappoint Mr. M.T. Patel as Director. Management

Reappoint Mr. Rajendra Chitale as Director. Management

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ISSUER	CUSIP / SEDOL	MEETING DATE (MM/DD/YY)	LOCATION OF MEETING	SUBJECT OF VOTE DESCRIPTION	PROPOSED MANAGEMENT SHAREHOLDERS
Gujarat Ambuja Cements Limited (Cont.)	6100119	10/06/03	Gujarat	Appoint auditors and fix their remuneration.	Management
				Appoint accountants and fix their remuneration.	Management
				Create Stock Option plan for employees.	Management
				Give company discretion to include previous and subsidiary employees in Stock plan.	Management
				Approve reappointment and terms for Mr. Narotam Sekhsaria as Managing Director.	Management
Pfizer Limited	6124960	10/24/03	Mumbai	Delist equity shares from local exchanges.	Management
				Receive and approve all financial statements.	Management
				Reappoint Mr. R.A. Shah as Director.	Management
				Appoint auditors and fix their remuneration.	Management
				Decrease the sitting strength of the company from 11 to 6 to take effect immediately.	Management
Make a partial modification to the resolution involving	Management				

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remuneration for Managing Director as advised.

Approve appointment and terms of Mr. Kewal Handa to Executive Director. from 10/2002 to 02/2003.

Managem

Approve appointment and terms of Mr. Kewal Handa to Executive Director. from 02/2003 onward.

Managem

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ISSUER	CUSIP / SEDOL	MEETING DATE (MM/DD/YY)	LOCATION OF MEETING	SUBJECT OF VOTE DESCRIPTION	PROPOSED MANAGEMENT SHAREHOLDERS
Praj Industries Limited	6100915	11/28/03	Pune	Receive and adopt Balance Sheet as of 31st March, 2003 and Profit and Loss Account on that date.	Managem
				To appoint a director in place of Mr. Berjis Desai, he being also eligible for reappointment.	Managem
				To appoint auditors and fix their remuneration.	Managem
				Appointment of Mr. Sivaramakrishnan S. Iyer as director.	Managem
				To de-list company shares from Pune Stock Exchange and Ahmedabad Stock Exchange.	Managem
				Approve commission payment to directors, who are neither in the wholetime employment nor the managing director.	Managem
				To authorize Board of directors to borrow money from banks, institutions, or persons up to Rs. 50 Crores.	Managem
Lupin Limited	6143761	12/05/03	Mumbai	To appoint Dr. K. K. Sharma as Managing Director of company for 5	Managem

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years from Sept 29, 2003 and to fix his remuneration.

To increase salary of Dr. D B Gupta, Chairman, from Rs. 300,000 per month to Rs. 525,000 per month.

To amend Articles of Association.

To permit foreign institutional investment up to 33% of paid up equity share capital of Co.

Managem

Managem

Managem

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ISSUER	CUSIP / SEDOL	MEETING DATE (MM/DD/YY)	LOCATION OF MEETING	SUBJECT OF VOTE DESCRIPTION	PROPOSED MANAGEM SHAREHO
Lupin Limited (Cont.)	6143761	12/05/03	Mumbai	To approve terms and conditions of employees Stock Options Plan for eligible employees.	Managem
				To de-list the shares of company from the Stock Exchanges at Ahmedabad, Delhi, Jaipur, and Kolkata.	Managem
Geodesic Information Systems Limited	6701374	12/05/03	Mumbai	To increase authorized capital of company from Rs. 10 crores to Rs. 20 crores and to amend company's Articles and Memorandum of Association to reflect this and to authorize board to execute necessary documents.	Managem
				To approve issue of 149000 warrants to Girvan Holdings, LLC which are convertible into fully paid equity shares, on one equity share for one warrant basis within period of 18 months at a price of Rs. 218 per warrant.	Managem

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				To amend Articles 77 and 105 of Articles of Association of company.	Managem
Tata Chemicals Limited	6101167	12/15/03	Mumbai	Receive and adopt Balance Sheet as of 31st March 2003 and Profit and Loss Account, together with reports of the Board of Directors and Auditors.	Managem
				To confirm payment of Interim dividend.	Managem
				To appoint a director in place of Mr R N Tata, who retires by rotation and is eligible for reappointment.	Managem
				To appoint a director in place of Mr Keshub Management Mahindra, who retires by rotation and is eligible for reappointment.	Managem

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ISSUER	CUSIP / SEDOL	MEETING DATE (MM/DD/YY)	LOCATION OF MEETING	SUBJECT OF VOTE DESCRIPTION	PROPOSED MANAGEMENT SHAREHO
Tata Chemicals Limited (Cont.)	6101167	12/15/03	Mumbai	To appoint a director in place of Mr D M Ghia, who retires by rotation and is eligible for reappointment.	Managem
				Reappointment of auditors up to the conclusion of the next AGM.	Managem
				Payment and distribution of a sum not exceeding one percent per annum of the net profits of the company calculated in accordance with the provisions of the Companies Act of 1956, by way of commission to and amongst the directors of the company, who are neither in the the whole-time employment of the company nor managing /executive directors / in	Managem

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Omax Autos Limited	6659075	12/26/03	Haryana	such amounts of proportions and in such a manner and in all respects as may be determined by the board of directors from time to time.	
				Receive and adopt Balance Sheet as of 31st March, 2003 and Profit and Loss Account, together with Reports of the Board of Directors and Auditors.	Management
				To declare a dividend for the year.	Management
				To appoint a director in place of Dr Ramesh C. Vaish, who retires by rotation and is eligible for re-appointment.	Management
				To appoint a director in place of Sh. Sali Bhandari, who retires by rotation and is eligible for reappointment.	Management
To appoint auditors from the conclusion of this Annual General Meeting till the conclusion of the next Annual General meeting and to fix their remunerations.	Management				

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ISSUER	CUSIP / SEDOL	MEETING DATE (MM/DD/YY)	LOCATION OF MEETING	SUBJECT OF VOTE DESCRIPTION	PROPOSED MANAGEMENT SHAREHOLDERS
Omax Autos Limited (Cont.)	6659075	12/26/03	Haryana	Mr Atul Raheja, who was appointed as an additional director of the company during the year and whose term of office will expire be and is hereby appointed as director of the company and be liable to retire by rotation.	Management
				Authorize the board on behalf of the company to create, offer, issue and	Management

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allot to or for the benefit of such person or persons as are in the pertinent employment and the directors (including whole time directors) of the company from time to time 2,000,000 options in the aggregate under the employee stock option scheme of the company, each option shall be exercisable for one equity share of Rs. 10 each fully paid up of the company on payment of such price.

Authorize on behalf of the company to offer, issue and allot on rights basis, such number of equity shares of Rs. 10 each up to a value of Rs. 25 Crores and to issue and allot shares in the event of over subscription as may be permitted by the concerned authorities and in accordance with law, out of the unissued share capital of the company, at any price that is not in excess of Rs 90 per share to the existing equity shareholders of the company and such rights issues shall be made on such date as determined by the Board of Directors.

Managem

Approve sitting fees up to a maximum of Rs 20,000 to be paid for attending each meeting of the company to every non-executive director of the company on or after October 1, 2003.

Managem

ISSUER	CUSIP / SEDOL	MEETING DATE (MM/DD/YY)	LOCATION OF MEETING	SUBJECT OF VOTE DESCRIPTION	PROPOSED MANAGEMENT SHAREHOLDERS
Sterlite Industries	6289494	01/20/04	Aurangabad	Approve the company to acquire equity shares or	Managem

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(India)
Limited

other securities in Bharat Aluminium Co. up to an amount not exceeding Rs 1200 crores.

Approve the Vendanta Resources Long Term Incentive Plan as amended by the India Sub Plan. Management

Change the authorized share capital in the Company from 8mn equity shares at Rs 5 to 12 mn equity shares at Rs 5. Management

Alter the Articles of Association. Management

Bonus issue of 1 share of Rs 5 for 1 share of Rs 5. Management

Siemens
Limited

6099659 01/21/04 Mumbai

Receive and adopt Balance Sheet as of 30st September, 2003 and Profit and Loss account on that date. Management

Confirm 35% dividend on equity shares. Management

Declare a final dividend on equity shares. Management

To appoint a director in place of Mr. H Singh, he being also eligible for reappointment. Management

To appoint a director in place of Mr. H Gelis, he being also eligible for reappointment. Management

To appoint a director in place of Mr. NJ Jhaveri, he being also eligible for reappointment. Management

To appoint auditors and fix their remuneration. Management

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ISSUER

CUSIP /
SEDOL MEETING
DATE
(MM/DD/YY) LOCATION
OF
MEETING

SUBJECT
OF VOTE
DESCRIPTION

PROPOSED
MANAGEMENT
SHAREHOLDERS

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Siemens Limited (Cont.)	6099659	01/21/04	Mumbai	Reappointment of M Singh and payment of remuneration to him.	Managem
				Reappointment of OP Narula and payment of remuneration to him.	Managem
				Appointment of Mr Deepak S Parekh as a director.	Managem
				Voluntary Delisting from Delhi, Calcutta and Madras Stock Exchange.	Managem
Matrix Laboratories Limited	6652416	01/28/04	Hyderabad/ Secunderabad	Authorize to allow foreign investment by FIIs that shall not exceed 49%.	Managem
				Issuing 1,125,000 equity shares of Rs 10 to each Newbridge Capital and Temasek Holdings Limited aggregating in equity shares not exceeding 2,250,000 at Rs 10 each at a price of Rs 1500/share.	Managem
Monnet Ispat Limited	6327372	01/27/04	Raipur	Issue, offer and allot 3,527,373 equity shares of Rs 10/- each at a premium of Rs. 90 per share to CVC international (a division of Citigroup Global Investments).	Managem
				Approve an amendment to the Articles of Association by way of special resolution.	Managem
Praj Industries Limited	6100915	02/11/04	Pune	Approve an alteration in the Articles of Association of the company to enable the Company to be involved with bio-products to develop, sell, licence and export technology designs.	Managem

ISSUER	CUSIP / SEDOL	MEETING DATE (MM/DD/YY)	LOCATION OF MEETING	SUBJECT OF VOTE DESCRIPTION	PROPOSED MANAGEMENT SHAREHOLDERS
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Larsen & Toubro Limited	6100164	02/3/04	Mumbai	Approve the scheme of arrangement between Ultra Tech Cem Co. and their respective shareholders and creditors and Grasim Industries.	Managem
				Reduction in the share capital by Rs 2,238,656,318 by reducing the face value of equity shares from Rs 10 to Rs 1 per share.	Managem
Mercator Lines Limited	6351371	02/14/04	Mumbai	Alteration of the articles of association to enable company to issue warrants or other instruments.	Managem
				Be accorded for foreign institutional investment in the equity share capital or any other securities of the company, by foreign direct investment, purchase or acquisition from the market under portfolio investment or any other scheme shall not exceed 40% of total paid-up value.	Managem
				Accord the board to offer, issue and allot in one or more lots (not exceeding 5% of paid up capital of company) to promoters of the Company on private placement or preferential basis, not exceeding 820,000 shares at face value of Rs 10/- each with a premium but not less than Rs 275/- per share.	Managem
				Authorize the board to offer, issue and allot in one or more lots on a private placement or preferential basis to promoters, basis to promoters, not exceeding 270,000 warrants carrying an option to subscribe to equivalent number of equity shares on a future date, not exceeding 18 months from the date of	Managem

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issue of such warrants.

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ISSUER	CUSIP / SEDOL	MEETING DATE (MM/DD/YY)	LOCATION OF MEETING	SUBJECT OF VOTE DESCRIPTION	PROPOSED MANAGEMENT SHAREHOLDERS
Teledata Informatics Limited	6722018	02/10/04	Chennai	Increase share capital from 30mn share at Rs 10/- per share to 50mn shares at Rs 10/- per share.	Management
				Amend Capital Clause of Memorandum of Association reflect change in share capital.	Management
				Amend Articles of Association to reflect change in share capital.	Management
				To consider issuing ADRs, GDRs, ECBs, FCCBs or SPN not exceeding \$50mn with a green shoe option of 15%.	Management
				Increase FII limit in the paid up capital of the company to a max of 100%.	Management
Ashok Leyland Limited	6141679	02/28/04	Chennai	Issue through a public issue or private placement equity shares in the form of GDRs or securities convertible into equity shares total amount raised should not exceed \$100mn.	Management
				Preferential allotment to promoters' LRLIK Limited as to enable them to maintain their percentage of equity holding at present levels held in the company.	Management
				Reduce the face value of shares from Rs 10/- per share to Rs 1/- per share.	Management
				Amend the Memorandum of Association to reflect the change in par value of shares.	Management

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				Amend the Articles of Association to reflect the change in par value of shares.	Managem
Larsen & Toubro Limited	6100164	02/25/04 (due date)	Postal Ballot	Proposal to sell/dispose of the glass container business undertaking.	Managem

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ISSUER	CUSIP / SEDOL	MEETING DATE (MM/DD/YY)	LOCATION OF MEETING	SUBJECT OF VOTE DESCRIPTION	PROPOSED MANAGEMENT SHAREHOLDERS
ICICI Bank Limited	6100368	03/12/04	Vadodara	Authorize the board to create, issue, offer and allot shares in the course of one or more offerings, equity share or securities convertible into equity shares up to 10% of the paid up capital of the Bank.	Managem
				Remuneration of Directors.	Managem
GlaxoSmithKline Pharmaceuticals Limited	6117982	03/10/04	Mumbai	Receive and approve financial statements.	Managem
				Declare a dividend on equity shares.	Managem
				Appoint a director in place of SJ Scarff who retires by rotation and being eligible offers reappointment.	Managem
				Appoint a director in place of MB Kapadia who retires by rotation and being eligible offers reappointment.	Managem
				Appoint a director in place of a Banerjee who retires by rotation and being eligible offers reappointment.	Managem
				Appoint the auditors of the company until the conclusion of the next	Managem

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AGM.

Appoint PV Nayak as Director. Management

Appointment of A Banderjee as a whole-time director for a period of 5 years. Management

Matrix Laboratories Limited	6652416	03/26/04	Hyderabad	Approve the board to offer, issue, allot and deliver on a private placement or preferential basis up to 2,250,000 shares of face value Rs 10/- each to India Newbridge Investments Limited and Maxwell Pte Limited, an investment vehicle of Temasek Holdings at a price of Rs 1500/- per share.	Management
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ISSUER	CUSIP / SEDOL	MEETING DATE (MM/DD/YY)	LOCATION OF MEETING	SUBJECT OF VOTE DESCRIPTION	PROPOSED MANAGEMENT SHAREHOLDERS
Tata Motors Limited	6101509	04/8/04	Mumbai	Approve the board to offer, issue, allot and deliver on a private placement or preferential basis, securities, secured or unsecured, not exceeding Rs 2250 crores or equivalent to US\$ 500mn.	Management
ABB Limited	6124540	04/27/04	Postal Ballot	Sale of control valve business.	Management
Wockhardt Limited	6231600	04/22/04	Mumbai	Receive and approve financial statements. Declare a dividend on equity shares.	Management Management
				Appoint a director in place of Mr Bharat Patel who retires by rotation and being eligible offers reappointment.	Management

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Appoint a director in place of Aman Mahta who retires by rotation and being eligible offers reappointment.	Managem
Appoint the auditors of the company until the conclusion of the next AGM.	Managem
De-list shares from Ahmedabad Stock Exchange.	Managem
Change par value of shares from 6mn shares at Rs 10/- to 12mn shares at Rs 5/- each.	Managem
Amend Articles of Association to reflect the change in par value of shares.	Managem
The board, may up to 50% of the paid up capital, capitalize out of the capital redemption reserve of the company and appropriate to members of the company in proportion to their held equity shares.	Managem

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ISSUER	CUSIP / SEDOL	MEETING DATE (MM/DD/YY)	LOCATION OF MEETING	SUBJECT OF VOTE DESCRIPTION	PROPOSED MANAGEMENT SHAREHOLDERS
Mahindra & Mahindra Limited	6100186	04/29/04	Mumbai	Authorize the board to issue/allot shares up to US \$100mn.	Managem
Pfizer Limited	6124960	04/29/04	Mumbai	Receive and approve financial statements.	Managem
				Declare a dividend on equity shares.	Managem
				Appoint a director in place of Mr Pradip Shah who retires by rotation and being eligible offers reappointment.	Managem
				Appoint the auditors of	Managem

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					the company until the conclusion of the next AGM.	
					Authorize that the Register of Member, Index copies of all annual returns be kept at office of Tata Consultancy Services.	Managem
					Fix remuneration of non-executive Directors.	Managem
ABB Limited	6124540	04/27/04	Bangalore		Receive and approve financial statements.	Managem
					Declare a dividend on equity shares.	Managem
					Appoint a director in place of Mr Peter Smits who retires by rotation and being eligible offers re-appointment.	Managem
					Appoint a director in place of Mr Nasswe Munjee who retires by rotation and being eligible offers reappointment.	Managem
					Appoint the auditors of the company until the conclusion of the next AGM.	Managem

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ISSUER	CUSIP / SEDOL	MEETING DATE (MM/DD/YY)	LOCATION OF MEETING	SUBJECT OF VOTE DESCRIPTION	PROPOSED MANAGEMENT SHAREHOLDERS
ABB Limited (POSTAL)	6124540	04/27/04	Bangalore	Appoint Mr RN Bhardwaj as director due to the demise of Mr. A Ramamurthy.	Managem
				Authorize sale of company's control valve business for no less than Rs 85mn.	Managem
Sun Pharmaceutical Limited	6582483	05/06/04	Mumbai	Subject to all regulatory approvals, to authorize the Board of Directors to issue convertible bonds or	Managem

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equity shares or foreign currency convertible bonds or global depository receipts or American depository receipts or financial derivatives or any combination of above for an aggregate amount not exceeding USD 350 million.

To authorize the board to borrow from time to time the sums of monies exceed the aggregate paid up capital of company but not exceeding Rs.30,000 million.

Managem

To authorize the board to make investments in securities of other corporate bodies in excess of 60% of paid up capital and free reserves or 100% of free reserves, whichever is more, up to maximum of Rs.25,750 million.

Managem

Subject to all regulatory approvals, To approve the scheme of amalgamation/

Managem

Merger of Hindustan Antibiotics Limited.

Subject to all regulatory approvals, to authorize the board to issue one equity share of Rs.5 each of the company to the shareholders of HAL in exchange of all shares held by them in HAL in proportion to be decided by Board of Industrial and financial Reconstruction/National Company Law Tribunal.

Managem

ISSUER	CUSIP / SEDOL	MEETING DATE (MM/DD/YY)	LOCATION OF MEETING	SUBJECT OF VOTE DESCRIPTION	PROPOSED MANAGEMENT SHAREHOLDERS
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Sun Pharmaceutical Limited (Cont.)	6582483	05/06/04	Mumbai	To appoint Mr. Ashwin Dani as director of the company.	Managem
Bharti Tele-Ventures Limited	6442327	05/08/04	New Delhi	Raising of funds through issue of Foreign Currency Convertible Bonds. To invest in equity shares of Hexacom India Limited. To issue convertible securities of the Company to the existing shareholders of Hexacom India Limited.	Managem
Welspun India India Limited	6948104	04/30/04	Valsad	To authorize the board to issue and allot equity shares and warrants carrying option to subscribe for equity shares at a later date as per suggested scheme. To authorize to secure loan of the sum not exceeding Rs.1000 crores. To authorize the board to make borrowals in excess of Paid up capital and free reserves up to maximum of Rs.1000 crores. To delist the shares of company from Ammedabad stock exchange and The Delhi Stock Exchange Association.	Managem
Matrix Laboratoires Limited	6652416	05/15/04	Secunderabad	Issue further equity shares on a preferential basis up to 1,125,000 shares to India Newbridge Limited up to 1,125,000 shares to Maxwell Limited. Amend the Articles of Association of the Company.	Managem

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	/ SEDOL	DATE (MM/DD/YY)	OF MEETING	OF VOTE DESCRIPTION	MANAGEMENT SHAREHOLDERS
Mphasis BFL Limited	6151593	05/12/04	Bangalore	<p>Increase the authorized share capital of the company.</p> <p>Approve allotment of shares partly for consideration towards acquisition by the company of the minority interest of Msource Corp. USA.</p> <p>Issue under an employee stock option plan 593,126 equity shares to the option holders of MsourceE Corp.</p> <p>Equity share holding of an FII not to exceed 10%.</p> <p>Company will contribute a corpus of Rs 70mn into a pension fund/plan from which Chairman and Managing Director</p> <p>Authorize issue of ADRs or GDRs.</p> <p>Issue under an employee stock option plan 1,169,389 equity shares to the option holders of Kshema Technologies.</p> <p>Issuance of bonus shares of Rs 10/- each to holders of existing equity shares.</p>	Management
HDFC Bank Limited	6100131	05/26/04	Mumbai	<p>Receive and approve financial statements.</p> <p>Declare dividend.</p> <p>To reappoint Dr VR Gadwal as director.</p> <p>To reappoint Renu Kamad as director.</p> <p>Appoint the auditors of the company until the conclusion of the next AGM.</p> <p>Appoint Bobby Parikh as Director of the Bank.</p>	Management

ISSUER	CUSIP / SEDOL	MEETING DATE (MM/DD/YY)	LOCATION OF MEETING	SUBJECT OF VOTE DESCRIPTION	PROPOSED MANAGEMENT SHAREHOLDERS
HDFC Bank Limited (Cont.)	6100131	05/26/04	Mumbai	Appoint Ranjan Kapur as Director of the Bank.	Management
				Reappoint Jagdish Capoor as part-time Chairman of the Bank.	Management
				Reappointment of Aditya Puri as Managing director of the Bank.	Management
				De-list shares from Ahmedabad exchange.	Management
				Authorize the bank to borrow in excess of aggregate of the paid up capital of the bank and its free reserves - not exceeding 5,000 crores over and above the aggregate.	Management
GlaxoSmithKline Pharmaceuticals Limited	6117982	06/10/04	Mumbai	To approve proposed scheme of amalgamation of Burroughs Wellcome (India) Limited with GlaxoSmithKline Pharmaceuticals Limited.	Management
Infosys Technologies Limited	6205122	06/12/04	Bangalore	Receive, approve and adopt the Balance Sheet as at 31 MAR 2004 and the Profit and Loss account as per the Indian GAAP for the YE on that date and the report of the Directors and the Auditors thereon.	Management
				Declare a final dividend and a special one-time dividend.	Management
				Re-elect Mr. Deepak M. Satwalekar as a Director, who retires by rotation.	Management
				Re-elect Professor Marti G. Subrahmanyam as a Director, who retires by rotation.	Management

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Re-elect Mr. S Gopalakrishnan as a Director, who retires by rotation.

Managem

Re-elect Mr. S. D. Shibulal as a Director, who retires by rotation.

Managem

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ISSUER	CUSIP / SEDOL	MEETING DATE (MM/DD/YY)	LOCATION OF MEETING	SUBJECT OF VOTE DESCRIPTION	PROPOSED MANAGEMENT SHAREHOLDERS
Infosys Technologies Limited (Cont.)	6205122	06/12/04	Bangalore	Re-elect Mr. T. V. Mohandas Pai as a Director, who retires by rotation.	Managem
				Appoint Bharat S. Raut & Company, Chartered Accountants, as the Auditors of the Company for the YE 31 MAR 2005, at a fee to be determined by the Board of Directors in consultation with the Auditors which fee may be paid on a progressive billing basis to be agreed between the Auditors and the Board of Directors or such employee of the Company as approved by the Board.	Managem
				Approve, pursuant to the applicable provisions of the Securities and Exchange Board of India Delisting of Securities Guidelines 2003 and subject to the provisions of the Companies Act, 1956, Securities Contracts (Regulation), Act, 1956 and the Rules framed there under, Listing Agreement and all other applicable rules, regulations and guidelines and subject to the approval of stock exchanges where the shares of the Company are listed	Managem

and any other appropriate authority, institutions or regulators as may be necessary and subject to such conditions and modifications, if any, as may be prescribed or imposed by any authority while granting such approvals, permissions and sanctions, which may be agreed to by the Board of Directors of the Company, to de-list the equity shares of the Company from the Bangalore Stock Exchange Limited BGSE at such time as the Board may decide; and authorize, for the purpose of giving effect to this resolution, the Board or any Committee thereof on behalf of the Company to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary for such purpose and with power on behalf of the Company to settle any

ISSUER	CUSIP / SEDOL	MEETING DATE (MM/DD/YY)	LOCATION OF MEETING	SUBJECT OF VOTE DESCRIPTION	PROPOSED MANAGEMENT SHAREHOLDERS
Infosys Technologies Limited (Cont.)	6205122	06/12/04	Bangalore	<p>questions, difficulties or doubts that may arise in this regard without requiring the Board to secure any further consent or approval of the Members of the Company.</p> <p>Approve to pay and distribute, pursuant to the provisions of Section 309 and other applicable provisions, if any, of the Companies Act, 1956, a sum not exceeding 0.5% per annum of the net profits of the Company calculated in accordance with the</p>	Management

provisions of Sections 198, 349 and 350 of the Companies Act, 1956, amongst the Directors of the Company or some or any of them other than the Managing Director and the Executive Directors in such amounts or proportions and in such manner and in all respects as may be directed by the Board of Directors till 31 MAR 2008 and such payments shall be made out of the profits of the Company for each corresponding year.

Approve, pursuant to the provisions of Sections 198; 269, 309, 310 and other applicable provisions, if any, read with Schedule XIII of the Companies Act, 1956, including any statutory modifications or re-enactments thereof, the revision in the terms of remuneration payable to Mr. S. Gopalakrishnan, Mr. T.V. Mohandas Pai, Mr. Srinath Batni and Mr. S.D. Shibulal hereinafter collectively referred to as Executive Directors to the effect that the Executive Directors shall be paid with effect from 01 JUL 2003, till the expiry of their present term of office, remuneration by way of salary, perquisites etc.

Managem

ISSUER	CUSIP / SEDOL	MEETING DATE (MM/DD/YY)	LOCATION OF MEETING	SUBJECT OF VOTE DESCRIPTION	PROPOSED MANAGEMENT SHAREHOLDERS
Infosys Technologies Limited (Cont.)	6205122	06/12/04	Bangalore	Approve, pursuant to the provisions of Sections 198, 269, 309, 310 and other applicable provisions, if any, read	Managem

with Schedule XIII of the Companies Act, 1956, including any statutory modifications or re-enactments thereof, for the time being in force, the revision in the terms of remuneration payable to Mr. N.R. Narayana Murthy, Mr. Nandan M. Nilekani, Mr. S. Gopalakrishnan, Mr. K. Dinesh, Mr. T.V. Mohandas Pai, Mr. Srinath Batni and Mr. S.D. Shibulal hereinafter collectively referred to as Executive Directors to the effect that the Executive Directors shall be paid with effect from 01 APR 2004, till the expiry of their present term of office, remuneration by way of salary, perquisites, etc.

Approve that, in accordance with the provisions of Sections 198, 269, 309 and Schedule XIII and other applicable provisions, if any, of the Companies Act, 1956, Mr. S. Gopalakrishnan be reappointed as the Deputy Managing Director and Chief Operating Officer for a further period of 5 years with effect from 17 OCT 2004, on the terms and conditions as set out in the draft agreement to be executed by Mr. S. Gopalakrishnan, including the remuneration to be paid in the event of loss or inadequacy of profits in any FY during the aforesaid period, submitted to this meeting and for identification initialed by the Company Secretary, with liberty to the Board of Directors, to alter, vary and modify the terms of the said reappointment/remuneration including salary, performance bonus, allowances and perquisites in such a manner as may be

Managemen

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agreed to between the Board of Directors and Mr. S. Gopalakrishnan within and in

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ISSUER	CUSIP / SEDOL	MEETING DATE (MM/DD/YY)	LOCATION OF MEETING	SUBJECT OF VOTE DESCRIPTION	PROPOSED MANAGEMENT SHAREHOLDERS
Infosys Technologies Limited (Cont.)	6205122	06/12/04	Bangalore	<p>accordance with and subject to the limits prescribed in Schedule XIII to the Companies Act, 1956, or any amendment or any statutory modification thereto and conditions, if any, as may be stipulated by the Central Government and as may be agreed to accordingly between the Board of Directors and Mr. S. Gopalakrishnan; and that, notwithstanding anything herein above stated where in any FY closing on and after 31 MAR 2005, the Company incurs a loss or its profits are inadequate, the Company shall pay Mr. S. Gopalakrishnan remuneration by way of salary performance bonus and other allowances not exceeding a sum of INR 24,00,000 per annum or INR 2,00,000 per month and in addition thereto the perquisites not exceeding the limits specified under Paragraph 2 of Section 11, Part II of Schedule XIII to the Companies Act, 1956, or such other limits as may be prescribed by the Government from time to time as minimum remuneration.</p>	Managem
				<p>Approve to increase the authorized share capital of the Company from INR 50,00,00,000 divided into 10,00,00,000 equity shares</p>	

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of INR 5 each to INR 150,00,00,000 divided into 30,00,00,000 equity shares of INR 5 each and consequently the existing Clause V of the Memorandum of Association of the company be altered by deleting the same and substituting in place and instead thereof a new Clause V.

Amend the Articles of Association of the Company by deleting the existing Article 3 and substituting in place and instead thereof a new Article 3.

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ISSUER	CUSIP / SEDOL	MEETING DATE (MM/DD/YY)	LOCATION OF MEETING	SUBJECT OF VOTE DESCRIPTION	PROPOSED MANAGEMENT SHAREHOLDERS
Infosys Technologies Limited (Cont.)	6205122	06/12/04	Bangalore	Approve that, in accordance with the relevant provisions of the Articles of Association of the Company and recommendation of the Board of Directors and subject to the guide lines issued by the Securities and Exchange Board of India and such approvals as may be required in this regard, consent of the members be and is hereby accorded to the Board of Directors of the Company herein after referred to as the Board, which expression shall be deemed to include a Committee of Directors duly authorized in this behalf, for capitalization of such of the general reserves of the Company as may be considered necessary by the Board for the purpose of issue of bonus shares of INR 5 each, credited as fully paid up shares to	Managem

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the holders of the existing equity shares of the Company whose names appear in the Register of Members on such date as may be fixed in this regard, in the proportion of three equity shares for every one existing equity share held by them; consequent to the issue of bonus shares, herein before resolved, in accordance with the relevant provisions of the Articles of Association of the Company and subject to any registration statement to be filed with the Securities and Exchange Commission, USA and any other requirement under any law, consent of the shareholders be accorded to the Board of Directors of the Company hereinafter referred to as the Board, which expression shall be deemed to include a Committee of Directors duly authorized in this behalf for the purpose of issue of.

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ISSUER	CUSIP / SEDOL	MEETING DATE (MM/DD/YY)	LOCATION OF MEETING	SUBJECT OF VOTE DESCRIPTION	PROPOSED MANAGEMENT SHAREHOLDERS
Infosys Technologies Limited (Cont.)	6205122	06/12/04	Bangalore	stock dividend Bonus, credited as fully paid up to the holders of the existing American Depository Shares of the Company whose names appear on such date as may be fixed in this regard, in the proportion of one American Depository Share for every one existing American Depository Share held by them; consequent to the issue of bonus shares and stock dividend in respect of the equity	

shares and American Depositary Shares, the ratio of the equity shares to American Depositary Shares be in the proportion of one American Depositary Share for every one equity share; no allotment letters shall be issued to the allottees of the bonus shares and that the certificates in respect of bonus shares shall be completed and thereafter be dispatched to the allottees thereof within the period prescribed or that may be prescribed in this behalf, from time to time, except in respect of those allottees who opt for issue of shares in dematerialized form; the issue and allotment of the said bonus shares to the extent they relate to Non-Resident Indians NRIs, Persons of Indian Origin PIO / Overseas Corporate Bodies OCBs and other foreign investors of the Company will be subject to the approval of the Reserve Bank of India RBI, as may be necessary; for the purposes of giving effect to the bonus issue of Equity Shares and American Depositary Shares resolved hereinbefore, the issuance of equity shares and / or American Depositary Shares or instruments or securities representing the same, the Board and other designated Officers of the Company be authorized on behalf of the Company to do all such acts, deeds,

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ISSUER	CUSIP / SEDOL	MEETING DATE (MM/DD/YY)	LOCATION OF MEETING	SUBJECT OF VOTE DESCRIPTION	PROPOSED MANAGEMENT SHAREHOLDERS
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Infosys
Technologies
Limited
(Cont.)

6205122 06/12/04 Bangalore

matters and things as it may at its discretion deem necessary or desirable for such purpose, including without limitation, filing a registration statement, if any and other documents with the Securities and Exchange Commission, USA and / or the Securities and Exchange Board of India, listing the additional Equity Shares and/or American Depositary Shares on the Bangalore Stock Exchange, the Stock Exchange, Mumbai, National Stock Exchange of India and the NASDAQ National Market, as the case may be, amending, if necessary the relevant sections of the Agreement entered into between the Company, Bankers Trust Company, New York the Depository to the Company's ADSs and the American Depositary Receipt Holders the Depository Agreement in connection with the Company's ADS offering and listing on the NASDAQ and the entering into of any depository arrangements in regard to any such bonus as it may in its absolute discretion deem fit; and that the Board be authorized to take all other steps as may be necessary to give effect to the aforesaid resolution and determine all other terms and conditions of the issue of bonus shares as the Board may in its absolute discretion deem fit.

Authorize the Trustees of the Infosys Technologies Employees Welfare Trust the Trust to form a new trust for the benefit and welfare of the employees and to transfer or in any other manner convey to such newly created trust, the equity shares which

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have been returned to the Trust or are remaining unutilized with the Trust, pursuant to the Company's 1994 Employee Stock Offer Plan or to

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ISSUER	CUSIP / SEDOL	MEETING DATE (MM/DD/YY)	LOCATION OF MEETING	SUBJECT OF VOTE DESCRIPTION	PROPOSED MANAGEMENT SHAREHOLDERS
Infosys Technologies Bangalore (Cont.)	6205122	06/12/04	Limited	convey the proceeds from any sale of such equity shares to create the corpus for the trust so established; and to determine all other terms and conditions of the formation and operation of the new charitable trust.	
Wipro Limited	6206051	06/11/04	Bangalore	<p>Receive and approve financial statements.</p> <p>Declare a dividend on equity shares.</p> <p>Appoint a director in place of Mr BC Prabhakar who retires by rotation and being eligible offers re-appointment.</p> <p>Appoint a director in place of N Vaghul who retires by rotation and being eligible offers re-appointment.</p> <p>Appoint the auditors of the company until the conclusion of the next AGM.</p> <p>Reappoint Vivek Paul as whole-time Director designated as vice chairman.</p> <p>Change authorized share capital of the Company by issuing 750mn shares.</p> <p>The change in par value of shares.</p>	Managem

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Bonus issue of 2:1 ratio
The board, may up to 50%
of the paid up capital,
capitalize out of the
capital redemption reserve
of the company and
appropriate to members of
the company in proportion
to their held equity
shares.

De-list shares from
Ahmedabad, Cochin, Delhi,
Calcutta and Bangalore
Stock Exchange.

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ISSUER	CUSIP / SEDOL	MEETING DATE (MM/DD/YY)	LOCATION OF MEETING	SUBJECT OF VOTE DESCRIPTION	PROPOSED MANAGEMENT SHAREHOLDERS
Wipro Limited (Cont.)	6206051	06/11/04	Bangalore	To issue, allot or offer shares of stock options convertible into shares linked up to 2mn shares of Rs 2/- each To issue, allot or offer shares of restricted stock units convertible into shares linked up to 2mn shares of Rs 2/- each	
Corporation Bank	6100993	06/25/04	Mangalore	Approve the balance sheet of the Bank as at 31 MAR 2004, Profit and Loss Accounts of the Bank for the YE 31 MAR 2004, the report of the Board of Directors on the working and activities of the Bank for the period covered by the accounts and the Auditors report on the balance sheet and the accounts. Approve the valid nominations received from the shareholders of the Bank and elect one Director representing the shareholders of the Bank other than the Central	Managem

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Government, in the vacancy caused by the resignation of Shri S.B. Mathur, Chairman of Life Insurance Corporation of India, to hold office from the date of assumption of such office till 24 JUL 2005, in terms of Clause 11B of the Nationalized Banks Management and Miscellaneous Provisions Scheme, 1980 read with the Banking Regulation Act, 1949, the Banking Companies Acquisition and Transfer of Undertakings Act, 1980 and Corporation Bank share and meetings Regulations, 1998.

Ranbaxy
Laboratories
Limited

6101071 06/25/04 Punjab

Receive, consider and adopt the Profit and Loss account for the YE 31 DEC 2003 and the balance sheet as at that date and the Reports of the Directors and the Auditors thereon.

Managem

Declare a dividend on equity shares.

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ISSUER	CUSIP / SEDOL	MEETING DATE (MM/DD/YY)	LOCATION OF MEETING	SUBJECT OF VOTE DESCRIPTION	PROPOSED MANAGEMENT SHAREHOLDERS
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Ranbaxy
Laboratories
Limited
(Cont.)

6101071 06/25/04 Punjab

Reappoint Mr. Tejendra Khanna as a Director.

Reappoint Mr. Vivek Bharat Ram as a Director.

Reappoint Mr. Vivek Mehra as a Director.

Reappoint M/s. Walker, Chandiook & Co, as the Auditors of the Company until the conclusion of the next AGM and fix their remuneration.

Appoint Mr. Gurucharan Das

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as a Director of the Company.

Appoint Mr. Malvinder Mohan Singh as a Director of the Company.

Approve to appoint, pursuant to the Sections 198, 269 and 309 read with Schedule XIII of the Companies, Act, 1956 and other applicable provisions, Mr. Malvinder Mohan Singh as President-Pharmaceuticals and Whole-time Director of the Company for a period of 5 years effective 01 JAN 2004, at a specified remuneration and authorize the Board of Directors to take such steps as the Board may consider necessary or expedient to give effect to the resolution.

Approve that subject to requisite approvals, the Directors of the Company other than the Managing and Whole-time Directors may be paid remuneration, by way of commission annually for each of the 5 FY of the Company commencing from 01 JAN 2004 as may be determined by the Board of Directors or a Committee thereof from time to time not exceeding 1% of the net profit of the Company in aggregate for all the Non-Executive Directors in a FY as provided under Section 309(4) of the Companies Act, 1956 or any amendment or modification

ISSUER	CUSIP / SEDOL	MEETING DATE (MM/DD/YY)	LOCATION OF MEETING	SUBJECT OF VOTE DESCRIPTION	PROPOSED MANAGEMENT SHAREHOLDERS
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ISSUER	CUSIP / SEDOL	MEETING DATE (MM/DD/YY)	LOCATION OF MEETING	SUBJECT OF VOTE DESCRIPTION	PROPOSED MANAGEMENT SHAREHOLDERS
Indian Petrochemicals Corporation Limited	6099585	06/12/04	Vadadora	<p>Receive and approve financial statements.</p> <p>Declare a dividend on equity shares.</p> <p>Appoint a director in place of Mr SK Nanavaty who retires by rotation and being eligible offers re-appointment.</p> <p>Appoint a director in place of SL Bhasin who retires by rotation and being eligible offers re-appointment.</p> <p>Appoint a director in place of SS Haribhakti who retires by rotation and being eligible offers re-appointment.</p> <p>Appoint the auditors of the company until the conclusion of the next AGM.</p> <p>Reappoint DS Sandhu as Director of the company.</p>	Managem
Finolex Industries Limited	6139867	06/15/04	Pune	<p>Receive and approve financial statements.</p> <p>Declare a dividend on equity shares.</p> <p>Appoint a director in place of Mr SS Marathe who retires by rotation and being eligible offers re-appointment.</p> <p>Appoint a director in place of Prakash Chhabria who retires by rotation and being eligible offers re-appointment.</p> <p>Appoint a director in place of JS Arora who retires by rotation and being eligible offers re-appointment.</p>	Managem

ISSUER	CUSIP / SEDOL	MEETING DATE (MM/DD/YY)	LOCATION OF MEETING	SUBJECT OF VOTE DESCRIPTION	PROPOSED MANAGEMENT SHAREHOLDERS
Finolex Industries Limited (Cont.)	6139867	06/15/04	Pune	<p>Appoint the auditors of the company until the conclusion of the next AGM.</p> <p>Authorize the board to Mortgage or Charge any part of immovable or movable properties of the company - up to 1000 crores.</p> <p>Authorize the board to borrow money up to 1000 crores.</p> <p>De-list from Delhi, Bangalore, and Pune Stock Exchanges.</p>	
Vijaya Bank	6701686	06/16/04	Bangalore	<p>To discuss and adopt the audited Profit and Loss Account and the Balance Sheet for the financial year ended March 31 2004.</p> <p>To discuss and adopt the report on the board of directors on the workings and activities of the Bank.</p> <p>To discuss and adopt the auditors report on the Balance Sheet and Accounts.</p>	Management
The Jammu & Kashmir Bank Limited	6142917	06/12/04	Srinagar	<p>Receive and approve financial statements.</p> <p>Declare a dividend on equity shares.</p> <p>Appoint a director in place of Mr AM Matto who retires by rotation and being eligible offers re-appointment.</p> <p>Appoint a director in</p>	Management

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place of GO Allaqaband who retires by rotation and being eligible offers re-appointment.

Fix remuneration of the auditors of the company.

Alteration of the Memorandum of Association.

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ISSUER	CUSIP / SEDOL	MEETING DATE (MM/DD/YY)	LOCATION OF MEETING	SUBJECT OF VOTE DESCRIPTION	PROPOSED MANAGEMENT SHAREHOLDERS
The Jammu & Kashmir Bank Limited (Cont.)	6142917	06/12/04	Srinagar	Amendment of the Articles of Association. Exemption from Branch Audit.	
Welspun India Limited	6948104	06/26/04	Gujarat	Approve amendments to the articles of association.	Management
Sakthi Sugars	6778613	06/24/04	Coimbatore	Board is authorized to offer, issue Limited and allot up to 3,641,000 equity shares of face value of Rs 10/- each at a premium of Rs 40/- per share. Enhance foreign investment limit to 50% of Paid up capital of the company.	Management
Reliance Industries Limited	6099626	06/24/04	Mumbai	Approve and adopt the audited balance sheet as at 31 MAR 2004, profit and loss account for the YE on that date and the reports of Board of Directors and the Auditors thereon. Declare a dividend on Equity Shares. Reappoint Shri M. L. Bhakta as a Director, who retires by rotation. Reappoint Dr. D.V. Kapur as a Director, who retires by rotation.	Management Management Management

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Re-appoint Shri M.P. Modi as a Director, who retires by rotation. Management

Appoint Messrs Chaturvedi & Shah, Chartered Accountants, and Messrs Rajendra & Co., Chartered Accountants, the retiring Auditors of the Company, as Joint Auditors, who hold office from the conclusion of this AGM until the conclusion of the next AGM and fix their remuneration. Management

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ISSUER	CUSIP / SEDOL	MEETING DATE (MM/DD/YY)	LOCATION OF MEETING	SUBJECT OF VOTE DESCRIPTION	PROPOSED MANAGEMENT SHAREHOLDERS
Hindustan Lever Limited	6261674	06/29/04	Mumbai	Receive and approve financial statements.	Management
				Declare a dividend on equity shares.	Management
				Elect directors.	Management
				Reappoint auditors.	Management
				Appoint Arun Adhikari as managing Director.	Management
				Appoint S Ravindranath as managing Director.	Management
Tata Power Limited	6124335	06/29/04	Mumbai	Approve board remuneration.	Management
				Approve share option plan.	Management
				To receive, consider and adopt the audited Profit and Loss account for the year ended 31st March 2004 and the Balance Sheet as at that date together with Report of the Directors and Auditors thereon.	Management
				To declare dividend on equity shares.	Management

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To appoint a director in place of Dr. H. S. Vachha who retires by rotation and is eligible for reappointment. Management

To appoint a director in place of Mr. R. N. Tata who retires by rotation and is eligible for reappointment. Management

Appointment of Mr. R. K. Misra as Director. Management

Appointment of Mr. A. J. Engineer as Director. Management

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ISSUER	CUSIP / SEDOL	MEETING DATE (MM/DD/YY)	LOCATION OF MEETING	SUBJECT OF VOTE DESCRIPTION	PROPOSED MANAGEMENT SHAREHOLDERS
Tata Power Limited (Cont.)	6124335	06/29/04	Mumbai	To cancel 7,100,000 Cumulative Redeemable Preference shares of Rs.100 each of the company and to alter Clause VI of Memorandum of Association accordingly. to increase the equityshare capital of company from Rs.2,290,000,000 to Rs.3,000,000,000 and to alter Clause VI of Memorandum of Association accordingly.	Management
				To amend Memorandum of Association for above.	Management
				To authorize Board of Directors to raise additional amount not exceeding US \$500 million in the future and to authorize the board to determine the form, terms and timing.	Management
				To appoint auditors.	Management
				To appoint branch auditors.	Management

SIGNATURES

Pursuant to the requirements of the Investment Company Act of 1940, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Registrant The India Fund, Inc.

By (Signature and Title)* /s/ Bryan McKigney

 Bryan McKigney, Director, President and Chairman
 (Principal Executive Officer)

Date August 16, 2004

*Print the name and title of each signing officer under his or her signature.