Date range covered: 04/01/2020 to 06/30/2020

## Schlumberger N.V.

**Meeting Date:** 04/01/2020

**Country:** Curacao **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Patrick de La Chevardiere	Mgmt	For	For
1b	Elect Director Miguel M. Galuccio	Mgmt	For	For
1c	Elect Director Olivier Le Peuch	Mgmt	For	For
1d	Elect Director Tatiana A. Mitrova	Mgmt	For	For
1e	Elect Director Lubna S. Olayan	Mgmt	For	For
1f	Elect Director Mark G. Papa	Mgmt	For	For
1g	Elect Director Leo Rafael Reif	Mgmt	For	For
1h	Elect Director Henri Seydoux	Mgmt	For	For
1i	Elect Director Jeff W. Sheets	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Adopt and Approve Financials and Dividends	Mgmt	For	For
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For

## **Turkiye Petrol Rafinerileri AS**

Meeting Date: 04/01/2020

Country: Turkey
Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt		
1	Open Meeting and Elect Presiding Council of Meeting	Mgmt	For	For
2	Accept Board Report	Mgmt	For	For
3	Accept Audit Report	Mgmt	For	For
4	Accept Financial Statements	Mgmt	For	For
5	Approve Discharge of Board	Mgmt	For	For
6	Approve Allocation of Income	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# **Turkiye Petrol Rafinerileri AS**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
7	Elect Directors	Mgmt	For	For
8	Approve Remuneration Policy and Director Remuneration for 2019	Mgmt	For	For
9	Approve Director Remuneration	Mgmt	For	Against
	Blended Rationale: [LN-M0100-001] Poor disclosure.			
10	Ratify External Auditors	Mgmt	For	For
11	Approve Upper Limit of Donations for 2020 and Receive Information on Donations Made in 2019	Mgmt	For	Against
	Blended Rationale: [LN-M0100-001] Poor disclosure.			
12	Receive Information on Guarantees, Pledges and Mortgages Provided to Third Parties	Mgmt		
13	Grant Permission for Board Members to Engage in Commercial Transactions with Company and Be Involved with Companies with Similar Corporate Purpose	Mgmt	For	For
14	Wishes	Mgmt		

## **Fabege AB**

Meeting Date: 04/02/2020

**Country:** Sweden **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Open Meeting	Mgmt		
2	Elect Chairman of Meeting	Mgmt	For	For
3	Prepare and Approve List of Shareholders	Mgmt	For	For
4	Approve Agenda of Meeting	Mgmt	For	For
5	Designate Inspector(s) of Minutes of Meeting	Mgmt	For	For
6	Acknowledge Proper Convening of Meeting	Mgmt	For	For
7	Receive Financial Statements and Statutory Reports	Mgmt		
8.a	Accept Financial Statements and Statutory Reports	Mgmt	For	For
8.b	Approve Allocation of Income and Dividends of SEK 3.20 Per Share	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# Fabege AB

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
8.c	Approve Discharge of Board and President	Mgmt	For	For
8.d	Approve Record Dates for Dividend Payment	Mgmt	For	For
9	Determine Number of Members (6) and Deputy Members (0) of Board; Receive Nominating Committee's Report	Mgmt	For	For
10	Approve Remuneration of Directors in the Amount of SEK 550,000 for Chairman and SEK 240,000 for Other Directors; Approve Remuneration for Committee Work; Approve Remuneration of Auditors	Mgmt	For	For
11	Reelect Anette Asklin, Martha Josefsson, Jan Litborn (Chair), Per-Ingemar Persson and Mats Qviberg as Directors; Elect Emma Henriksson as New Director	Mgmt	For	For
	Blended Rationale: [LN-M0201-006] As chairman of the [SF-M0201-019] Vote against for serving on over an exsubstantial concerns about the director's ability to exerc	cessive number of public of	company boards which we believe raises	
12	Ratify Deloitte as Auditor	Mgmt	For	For
13	Authorize Representatives of Four of Company's Largest Shareholders to Serve on Nominating Committee	Mgmt	For	For
14	Approve Remuneration Policy And Other Terms of Employment For Executive Management	Mgmt	For	For
15	Authorize Share Repurchase Program and Reissuance of Repurchased Shares	Mgmt	For	For
16	Other Business	Mgmt		
17	Close Meeting	Mgmt		

### **Telia Co. AB**

Meeting Date: 04/02/2020

**Country:** Sweden **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Elect Chairman of Meeting	Mgmt	For	For
2	Prepare and Approve List of Shareholders	Mgmt	For	For
3	Approve Agenda of Meeting	Mgmt	For	For
4	Designate Inspector(s) of Minutes of Meeting	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

### **Telia Co. AB**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Acknowledge Proper Convening of Meeting	Mgmt	For	For
6	Receive Financial Statements and Statutory Reports; Receive Report by Chairman of the Board; Receive CEO's report	Mgmt		
7	Accept Financial Statements and Statutory Reports	Mgmt	For	For
8	Approve Allocation of Income and Dividends of SEK 2.45 Per Share	Mgmt	For	For
9	Approve Discharge of Board and President	Mgmt	For	For
10	Determine Number of Directors (9) and Deputy Directors (0) of Board	Mgmt	For	For
11	Approve Remuneration of Directors in the Amount of SEK 1.9 Million to Chair, SEK 890,000 to Vice Chair and SEK 630,000 to Other Directors; Approve Remuneration for Committee Work	Mgmt	For	For
12.1	Elect Ingrid Bonde as New Director	Mgmt	For	Against
	Blended Rationale: [SF-M0201-019] Nominee serves on raises substantial concerns about the director's ability to			
12.2	Reelect Rickard Gustafson as Director	Mgmt	For	For
12.3	Reelect Lars-Johan Jarnheimer as Director	Mgmt	For	For
12.4	Elect Jeanette Jager as New Director	Mgmt	For	For
12.5	Reelect Nina Linander as Director	Mgmt	For	For
12.6	Reelect Jimmy Maymann as Director	Mgmt	For	For
12.7	Reelect Anna Settman as Director	Mgmt	For	For
12.8	Reelect Olaf Swantee as Director	Mgmt	For	For
12.9	Reelect Martin Tiveus as Director	Mgmt	For	For
13.1	Reelect Lars-Johan Jarnheimer as Board Chairman	Mgmt	For	For
13.2	Elect Ingrid Bonde as Vice Chairman	Mgmt	For	Against
	Blended Rationale: [SF-M0201-019] Nominee serves on raises substantial concerns about the director's ability to			
14	Determine Number of Auditors (1) and Deputy Auditors (0)	Mgmt	For	For
15	Approve Remuneration of Auditors	Mgmt	For	For
16	Ratify Deloitte as Auditors	Mgmt	For	For
17	Elect Daniel Kristiansson, Jan Andersson, Patricia Hedelius and Javiera Ragnartz as Members of Nominating Committee	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

### **Telia Co. AB**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
18	Approve Remuneration Policy And Other Terms of Employment For Executive Management	Mgmt	For	For
19	Authorize Share Repurchase Program and Reissuance of Repurchased Shares	Mgmt	For	For
20.1	Approve Performance Share Program 2020/2023 for Key Employees	Mgmt	For	For
20.2	Approve Transfer of Shares in Connection with Performance Share Program	Mgmt	For	For
21	Approve up to SEK 394.7 Million Reduction in Share Capital via Share Cancellation; Approve Capitalization of Reserves of SEK 394.7 Million	Mgmt	For	For
	Shareholder Proposal Submitted by Carl Axel Bruno	Mgmt		
22	Company Shall Review its Routines around that Letters Shall be Answered within Two Months from the Date of Receipt	SH	None	Against
	Blended Rationale: [RU-S0000-001] Proposal is not in si	hareholders' best interests	5.	
	Shareholder Proposals Submitted by Thorwald Arvidsson	Mgmt		
23.1	Instruct Board to Work for the Swedish Companies Act to be Amended so the Possibility of Differentiation of Voting Rights is Abolished	SH	None	Against
	Blended Rationale: [RU-S0000-001] Proposal is not in si	hareholders' best interests	3.	
23.2	Instruct Board to Prepare a Proposal for Representation of Small and Medium-Sized Shareholders in the Board and Nominating Committee	SH	None	Against
	Blended Rationale: [RU-S0000-001] Proposal is not in si	hareholders' best interests	5.	
24	Close Meeting	Mgmt		

## **The Toronto-Dominion Bank**

Meeting Date: 04/02/2020 Country: Canada

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Amy W. Brinkley	Mgmt	For	For
1.2	Elect Director Brian C. Ferguson	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

### **The Toronto-Dominion Bank**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.3	Elect Director Colleen A. Goggins	Mgmt	For	For
1.4	Elect Director Jean-Rene Halde	Mgmt	For	For
1.5	Elect Director David E. Kepler	Mgmt	For	For
1.6	Elect Director Brian M. Levitt	Mgmt	For	For
1.7	Elect Director Alan N. MacGibbon	Mgmt	For	For
1.8	Elect Director Karen E. Maidment	Mgmt	For	For
1.9	Elect Director Bharat B. Masrani	Mgmt	For	For
1.10	Elect Director Irene R. Miller	Mgmt	For	For
1.11	Elect Director Nadir H. Mohamed	Mgmt	For	For
1.12	Elect Director Claude Mongeau	Mgmt	For	For
1.13	Elect Director S. Jane Rowe	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
	Shareholder Proposals	Mgmt		
4	SP A: Disclose Equity Ratio Used By the Compensation Committee In Determining Compensation	SH	Against	Against
	Blended Rationale: [SF-S0500-102] Executive compen which can be held accountable for its decisions throug			
5	SP B: Set a Diversity Target of More than 40% for the Composition of its Board of Directors for the Next Five Years	SH	Against	Against
	Blended Rationale: [SF-S4578-106] Company already	has policies in place to add	dress these issues.	
6	SP C: Request to Adopt Targets for Reducing Greenhouse Gas (GHG) Emissions Associated with the Company's Underwriting and Lending Activities	SH	Against	Against
	Blended Rationale: [SF-S4578-106] Company already	has policies in place to add	dress these issues.	

Blended Rationale: [SF-S4578-106] Company already has policies in place to address these issues.

#### **Carnival Plc**

Meeting Date: 04/06/2020Country: United KingdomMeeting Type: Annual

Date range covered: 04/01/2020 to 06/30/2020

### **Carnival Plc**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Re-elect Micky Arison as Director of Carnival Corporation and as a Director of Carnival plc	Mgmt	For	For
2	Re-elect Sir Jonathon Band as Director of Carnival Corporation and as a Director of Carnival plc	Mgmt	For	For
3	Re-elect Jason Cahilly as Director of Carnival Corporation and as a Director of Carnival plc	Mgmt	For	For
4	Re-elect Helen Deeble as Director of Carnival Corporation and as a Director of Carnival plc	Mgmt	For	For
5	Re-elect Arnold Donald as Director of Carnival Corporation and as a Director of Carnival plc	Mgmt	For	For
6	Re-elect Richard Glasier as Director of Carnival Corporation and as a Director of Carnival plc	Mgmt	For	For
7	Re-elect Katie Lahey as Director of Carnival Corporation and as a Director of Carnival plc	Mgmt	For	For
8	Re-elect Sir John Parker as Director of Carnival Corporation and as a Director of Carnival plc	Mgmt	For	For
9	Re-elect Stuart Subotnick as Director of Carnival Corporation and as a Director of Carnival plc	Mgmt	For	For
10	Re-elect Laura Weil as Director of Carnival Corporation and as a Director of Carnival plc	Mgmt	For	For
11	Re-elect Randall Weisenburger as Director of Carnival Corporation and as a Director of Carnival plc	Mgmt	For	For
12	Advisory Vote to Approve Executive Compensation	Mgmt	For	For
13	Approve Remuneration Report	Mgmt	For	For
14	Approve Remuneration Policy	Mgmt	For	For
15	Reappoint PricewaterhouseCoopers LLP as Independent Auditors of Carnival plc; Ratify the Selection of the U.S. Firm of PricewaterhouseCoopers LLP as the Independent Registered Public Accounting Firm of Carnival Corporation	Mgmt	For	For
16	Authorise the Audit Committee of Carnival plc to Fix Remuneration of Auditors	Mgmt	For	For
17	Accept Financial Statements and Statutory Reports	Mgmt	For	For
18	Authorise Issue of Equity	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

### **Carnival Plc**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
19	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
20	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For
21	Approve Stock Plan	Mgmt	For	For
22	Approve UK Employee Share Purchase Plan	Mgmt	For	For

# **IQVIA Holdings Inc.**

Meeting Date: 04/06/2020

Country: USA

Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Carol J. Burt	Mgmt	For	For
1.2	Elect Director Colleen A. Goggins	Mgmt	For	For
1.3	Elect Director Ronald A. Rittenmeyer	Mgmt	For	Withhold
	Blended Rationale: [LN-M0201-001] Nominee serves as structured arrangements.	chair of the remuneration	committee, which is responsible for poorly	
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Blended Rationale: 1- [LN-M0550-001] Remuneration ar setting.2- [SD-M0550-002] Remuneration arrangements peers.			
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For

#### **Swisscom AG**

**Meeting Date:** 04/06/2020

Country: Switzerland

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
1.2	Approve Remuneration Report	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

### **Swisscom AG**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
Number	Proposal Text	Proponent	myint Rec	Tilsti uction
2	Approve Allocation of Income and Dividends of CHF 22 per Share	Mgmt	For	For
3	Approve Discharge of Board and Senior Management	Mgmt	For	For
4.1	Reelect Roland Abt as Director	Mgmt	For	For
4.2	Reelect Alain Carrupt as Director	Mgmt	For	For
4.3	Reelect Frank Esser as Director	Mgmt	For	For
4.4	Reelect Barbara Frei as Director	Mgmt	For	Against
	Blended Rationale: [SF-M0201-019] Nominee serves on raises substantial concerns about the director's ability to	•		
4.5	Reelect Sandra Lathion-Zweifel as Director	Mgmt	For	For
4.6	Reelect Anna Mossberg as Director	Mgmt	For	For
4.7	Reelect Michael Rechsteiner as Director	Mgmt	For	For
4.8	Reelect Hansueli Loosli as Director	Mgmt	For	For
4.9	Reelect Hansueli Loosli as Board Chairman	Mgmt	For	For
5.1	Reappoint Roland Abt as Member of the Compensation Committee	Mgmt	For	For
5.2	Reappoint Frank Esser as Member of the Compensation Committee	Mgmt	For	For
5.3	Reappoint Barbara Frei as Member of the Compensation Committee	Mgmt	For	Against
	Blended Rationale: [SF-M0201-019] Nominee serves on raises substantial concerns about the director's ability to			
5.4	Reappoint Hansueli Loosli as Member of the Compensation Committee	Mgmt	For	For
5.5	Reappoint Renzo Simoni as Member of the Compensation Committee	Mgmt	For	For
6.1	Approve Remuneration of Directors in the Amount of CHF 2.5 Million	Mgmt	For	For
6.2	Approve Remuneration of Executive Committee in the Amount of CHF 8.7 Million	Mgmt	For	For
7	Designate Reber Rechtsanwaelte KIG as Independent Proxy	Mgmt	For	For
8	Ratify PricewaterhouseCoopers AG as Auditors	Mgmt	For	For
9	Transact Other Business (Voting)	Mgmt	For	Abstain

Blended Rationale: [SF-M0105-001] The information provided is insufficient to make an informed voting decision.

Date range covered: 04/01/2020 to 06/30/2020

#### Subsea 7 SA

Meeting Date: 04/07/2020

**Country:** Luxembourg **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt		
1	Receive Board's and Auditor's Reports	Mgmt		
2	Approve Financial Statements	Mgmt	For	For
3	Approve Consolidated Financial Statements	Mgmt	For	For
4	Approve Allocation of Income	Mgmt	For	For
5	Approve Discharge of Directors	Mgmt	For	For
6	Renew Appointment of Ernst & Young as Auditor	Mgmt	For	For
7	Reelect Jean Cahuzac as Director	Mgmt	For	For
8	Reelect Niels Kirk as Director	Mgmt	For	For
9	Reelect David Mullen as Director	Mgmt	For	Against

Blended Rationale: [LN-M0201-009] As nomination committee member, responsible for lack of diversity.

#### **The Bank of Nova Scotia**

**Meeting Date:** 04/07/2020

**Country:** Canada **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Nora A. Aufreiter	Mgmt	For	For
1.2	Elect Director Guillermo E. Babatz	Mgmt	For	For
1.3	Elect Director Scott B. Bonham	Mgmt	For	For
1.4	Elect Director Charles H. Dallara	Mgmt	For	For
1.5	Elect Director Tiff Macklem	Mgmt	For	For
1.6	Elect Director Michael D. Penner	Mgmt	For	For
1.7	Elect Director Brian J. Porter	Mgmt	For	For
1.8	Elect Director Una M. Power	Mgmt	For	For
1.9	Elect Director Aaron W. Regent	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

### **The Bank of Nova Scotia**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.10	Elect Director Indira V. Samarasekera	Mgmt	For	For
1.11	Elect Director Susan L. Segal	Mgmt	For	For
1.12	Elect Director L. Scott Thomson	Mgmt	For	For
1.13	Elect Director Benita M. Warmbold	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
	Shareholder Proposals	Mgmt		
4	SP 1: Disclose the Compensation Ratio (Equity Ratio) Used by the Compensation Committee	SH	Against	Against
	Blended Rationale: [SF-S0500-102] Executive comper which can be held accountable for its decisions throug		•	
5	SP 2: Upgrade Computer Systems to Increase Competitiveness while Ensuring Greater Protection of Personal Information	SH	Against	Against
	Blended Rationale: [SF-S4578-108] Corporate policy of shareholders by prior board action or inaction. The bodirectors.			
6	SP 3: Set a Diversity Target of More than 40% of the Board Members for the Next Five Years	SH	Against	Against
	Blended Rationale: [SF-S4578-106] Company already	has policies in place to add	dress these issues.	
7	SP 4: Revise Human Rights Policies	SH	Against	Against
	Blended Rationale: [SF-S4578-106] Company already	has policies in place to add	dress these issues.[SF-S4578-111] Upon	

Engagement Decided to Support Management

## **Canadian Imperial Bank of Commerce**

Meeting Date: 04/08/2020 Country: Canada

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Brent S. Belzberg	Mgmt	For	For
1.2	Elect Director Charles J. G. Brindamour	Mgmt	For	For
1.3	Elect Director Nanci E. Caldwell	Mgmt	For	For
1.4	Elect Director Michelle L. Collins	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

## **Canadian Imperial Bank of Commerce**

	Elect Director Patrick D. Daniel			
1.6 E		Mgmt	For	For
	Elect Director Luc Desjardins	Mgmt	For	For
1.7 E	Elect Director Victor G. Dodig	Mgmt	For	For
1.8 E	Elect Director Kevin J. Kelly	Mgmt	For	For
1.9 E	Elect Director Christine E. Larsen	Mgmt	For	For
1.10 E	Elect Director Nicholas D. Le Pan	Mgmt	For	For
1.11 E	Elect Director John P. Manley	Mgmt	For	For
1.12 E	Elect Director Jane L. Peverett	Mgmt	For	For
1.13 E	Elect Director Katharine B. Stevenson	Mgmt	For	For
1.14 E	Elect Director Martine Turcotte	Mgmt	For	For
1.15 E	Elect Director Barry L. Zubrow	Mgmt	For	For
2 F	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
S	Shareholder Proposals	Mgmt		
	SP 1: Approve Disclosure of Compensation Ratio	SH	Against	Against
	llended Rationale: [SF-S0500-102] Executive compensat which can be held accountable for its decisions through t		to the board's compensation committee,	
4	SP 2: Adopt a Diversity Target Higher than 40% for the Composition of the Board of Directors for the Next Five Years	SH	Against	Against
Ble	ellended Rationale: [SF-S4578-106] Company already has	s policies in place to addre	ess these issues.	
C	SP 3: Update Computer Systems to Increase Competitiveness while Enhancing Privacy Protection	SH	Against	Against

## **Rio Tinto Plc**

Meeting Date: 04/08/2020Country: United KingdomMeeting Type: Annual

Date range covered: 04/01/2020 to 06/30/2020

### **Rio Tinto Plc**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Resolutions 1 to 20 will be Voted on by Rio Tinto plc and Rio Tinto Limited Shareholders as a Joint Electorate	Mgmt		
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Remuneration Report for UK Law Purposes	Mgmt	For	For
3	Approve Remuneration Report for Australian Law Purposes	Mgmt	For	For
4	Approve the Potential Termination of Benefits for Australian Law Purposes	Mgmt	For	For
5	Elect Hinda Gharbi as Director	Mgmt	For	For
6	Elect Jennifer Nason as Director	Mgmt	For	For
7	Elect Ngaire Woods as Director	Mgmt	For	For
8	Re-elect Megan Clark as Director	Mgmt	For	For
9	Re-elect David Constable as Director	Mgmt	For	For
10	Re-elect Simon Henry as Director	Mgmt	For	For
11	Re-elect Jean-Sebastien Jacques as Director	Mgmt	For	For
12	Re-elect Sam Laidlaw as Director	Mgmt	For	For
13	Re-elect Michael L'Estrange as Director	Mgmt	For	For
14	Re-elect Simon McKeon as Director	Mgmt	For	For
15	Re-elect Jakob Stausholm as Director	Mgmt	For	For
16	Re-elect Simon Thompson as Director	Mgmt	For	For
17	Appoint KPMG LLP as Auditors	Mgmt	For	For
18	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For
19	Authorise EU Political Donations and Expenditure	Mgmt	For	For
20	Amend Articles of Association Re: General Updates and Changes	Mgmt	For	For
	Resolution 21 will be Voted on by Rio Tinto plc and Rio Tinto Limited Shareholders Voting as Separate Electorate	Mgmt		
21	Amend Articles of Association Re: Hybrid and Contemporaneous General Meetings	Mgmt	For	For
	Resolutions 22 to 25 will be Voted on by Rio Tinto plc Shareholders Only	Mgmt		

Date range covered: 04/01/2020 to 06/30/2020

### **Rio Tinto Plc**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
22	Authorise Issue of Equity	Mgmt	For	For
23	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
24	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For
25	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For

# **Royal Bank of Canada**

**Meeting Date:** 04/08/2020

Country: Canada

Meeting Type: Annual

Proposal				Vote
Number	Proposal Text	Proponent	Mgmt Rec	Instruction
1.1	Elect Director Andrew A. Chisholm	Mgmt	For	For
1.2	Elect Director Jacynthe Cote	Mgmt	For	For
1.3	Elect Director Toos N. Daruvala	Mgmt	For	For
1.4	Elect Director David F. Denison	Mgmt	For	For
1.5	Elect Director Alice D. Laberge	Mgmt	For	For
1.6	Elect Director Michael H.McCain	Mgmt	For	For
1.7	Elect Director David McKay	Mgmt	For	For
1.8	Elect Director Heather Munroe-Blum	Mgmt	For	For
1.9	Elect Director Kathleen Taylor	Mgmt	For	For
1.10	Elect Director Maryann Turcke	Mgmt	For	For
1.11	Elect Director Bridget A. van Kralingen	Mgmt	For	For
1.12	Elect Director Thierry Vandal	Mgmt	For	For
1.13	Elect Director Frank Vettese	Mgmt	For	For
1.14	Elect Director Jeffery Yabuki	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
	Shareholder Proposals	Mgmt		

Date range covered: 04/01/2020 to 06/30/2020

## **Royal Bank of Canada**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction	
4	SP 1: Update Computer Systems to Increase Competitiveness while Enhancing Privacy Protection	SH	Against	Against	
	Blended Rationale: [SF-S4578-108] Corporate policy shareholders by prior board action or inaction. The directors.				
5	SP 2: Adopt a Diversity Target Higher than	SH	Against	Against	

# **Scentre Group**

Meeting Date: 04/08/2020

**Country:** Australia **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Approve Remuneration Report	Mgmt	For	For
3	Elect Andrew Harmos as Director	Mgmt	For	For
4	Elect Michael Wilkins as Director	Mgmt	For	For
5	Approve Grant of Performance Rights to Peter Allen	Mgmt	For	For
6	Approve Change to Terms of Grant of Performance Rights to Peter Allen	Mgmt	For	For

### **Adobe Inc.**

**Meeting Date:** 04/09/2020

Country: USA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Amy L. Banse	Mgmt	For	For
1b	Elect Director Frank A. Calderoni	Mgmt	For	For
1c	Elect Director James E. Daley	Mgmt	For	For
1d	Elect Director Laura B. Desmond	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

### **Adobe Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1e	Elect Director Charles M. Geschke	Mgmt	For	For
1f	Elect Director Shantanu Narayen	Mgmt	For	For
1g	Elect Director Kathleen Oberg	Mgmt	For	For
1h	Elect Director Dheeraj Pandey	Mgmt	For	For
1i	Elect Director David A. Ricks	Mgmt	For	For
1j	Elect Director Daniel L. Rosensweig	Mgmt	For	For
1k	Elect Director John E. Warnock	Mgmt	For	For
2	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For
3	Ratify KPMG LLP as Auditors	Mgmt	For	For
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
5	Report on Gender Pay Gap	SH	Against	Against

Blended Rationale: 1- [SF-S4578-106] Company already has policies in place to address these issues.

#### Dow Inc.

Meeting Date: 04/09/2020

Country: USA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Samuel R. Allen	Mgmt	For	For
1b	Elect Director Ajay Banga	Mgmt	For	For
1c	Elect Director Jacqueline K. Barton	Mgmt	For	For
1d	Elect Director James A. Bell	Mgmt	For	For
1e	Elect Director Wesley G. Bush	Mgmt	For	For
1f	Elect Director Richard K. Davis	Mgmt	For	For
1g	Elect Director Jeff M. Fettig	Mgmt	For	For
1h	Elect Director Jim Fitterling	Mgmt	For	For
1i	Elect Director Jacqueline C. Hinman	Mgmt	For	For
1j	Elect Director Jill S. Wyant	Mgmt	For	For
1k	Elect Director Daniel W. Yohannes	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

### Dow Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
4	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

# **Smith & Nephew Plc**

Meeting Date: 04/09/2020

**Country:** United Kingdom **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Remuneration Policy	Mgmt	For	For
3	Approve Remuneration Report	Mgmt	For	For
4	Approve Final Dividend	Mgmt	For	For
5	Re-elect Graham Baker as Director	Mgmt	For	For
6	Re-elect Vinita Bali as Director	Mgmt	For	Abstain
	Blended Rationale: [SF-M0201-019] Vote against for ser believe raises substantial concerns about the director's a			
7	Re-elect Baroness Virginia Bottomley as Director	Mgmt	For	For
8	Re-elect Roland Diggelmann as Director	Mgmt	For	For
9	Re-elect Erik Engstrom as Director	Mgmt	For	For
10	Re-elect Robin Freestone as Director	Mgmt	For	For
11	Re-elect Marc Owen as Director	Mgmt	For	For
12	Re-elect Angie Risley as Director	Mgmt	For	For
13	Re-elect Roberto Quarta as Director	Mgmt	For	For
14	Reappoint KPMG LLP as Auditors	Mgmt	For	For
15	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For
16	Approve Global Share Plan 2020	Mgmt	For	For
17	Authorise Issue of Equity	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# **Smith & Nephew Plc**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
18	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
19	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For
20	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For
21	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For

## **Fifth Third Bancorp**

**Meeting Date:** 04/14/2020

Country: USA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Nicholas K. Akins	Mgmt	For	For
1.2	Elect Director B. Evan Bayh, III	Mgmt	For	For
1.3	Elect Director Jorge L. Benitez	Mgmt	For	For
1.4	Elect Director Katherine B. Blackburn	Mgmt	For	For
1.5	Elect Director Emerson L. Brumback	Mgmt	For	For
1.6	Elect Director Jerry W. Burris	Mgmt	For	For
1.7	Elect Director Greg D. Carmichael	Mgmt	For	For
1.8	Elect Director C. Bryan Daniels	Mgmt	For	For
1.9	Elect Director Thomas H. Harvey	Mgmt	For	For
1.10	Elect Director Gary R. Heminger	Mgmt	For	For
1.11	Elect Director Jewell D. Hoover	Mgmt	For	For
1.12	Elect Director Eileen A. Mallesch	Mgmt	For	For
1.13	Elect Director Michael B. McCallister	Mgmt	For	For
1.14	Elect Director Marsha C. Williams	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year

Date range covered: 04/01/2020 to 06/30/2020

## A. O. Smith Corporation

Meeting Date: 04/15/2020

Country: USA

Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director William P. Greubel	Mgmt	For	For
1.2	Elect Director Ilham Kadri	Mgmt	For	For
1.3	Elect Director Idelle K. Wolf	Mgmt	For	For
1.4	Elect Director Gene C. Wulf	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
4	Amend Omnibus Stock Plan	Mgmt	For	For

# The Bank of New York Mellon Corporation

Meeting Date: 04/15/2020

Country: USA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Linda Z. Cook	Mgmt	For	For
1b	Elect Director Joseph J. Echevarria	Mgmt	For	For
1c	Elect Director Thomas P. "Todd" Gibbons	Mgmt	For	For
1d	Elect Director Jeffrey A. Goldstein	Mgmt	For	For
1e	Elect Director Edmund F. "Ted" Kelly	Mgmt	For	For
<b>1</b> f	Elect Director Jennifer B. Morgan	Mgmt	For	For
1g	Elect Director Elizabeth E. Robinson	Mgmt	For	For
1h	Elect Director Samuel C. Scott, III	Mgmt	For	For
<b>1</b> i	Elect Director Frederick O. Terrell	Mgmt	For	For
1j	Elect Director Alfred W. "AI" Zollar	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify KPMG LLP as Auditors	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

## **The Bank of New York Mellon Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Report on Gender Pay Gap	SH	Against	Against
	Blended Rationale: [SF-S4578-106] Company already ha	as policies in place to addr	ess these issues.	
5	Require Shareholder Approval of Bylaw Amendments Adopted by the Board of Directors	SH	Against	Against
	Blended Rationale: [SF-S4578-106] Company already ha	as policies in place to addr	ess these issues.	

#### **Aker BP ASA**

Meeting Date: 04/16/2020

**Country:** Norway **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruct
1	Open Meeting; Registration of Attending Shareholders and Proxies	Mgmt		
2	Elect Chairman of Meeting; Designate Inspector(s) of Minutes of Meeting	Mgmt	For	Do Not Vote
3	Approve Notice of Meeting and Agenda	Mgmt	For	Do Not Vote
4	Accept Financial Statements and Statutory Reports	Mgmt	For	Do Not Vote
5	Approve Remuneration Policy And Other Terms of Employment For Executive Management	Mgmt	For	Do Not Vote
	Blended Rationale: [LN-M0550-001] Poorly structu. committee discretion regarding the grant of a one- provide shareholders with a clear understanding of	off award.[SF-M0550-00	02] We find the report lacking in sui	
6	Approve Remuneration of Auditors for 2019	Mgmt	For	Do Not Vote
7	Approve Remuneration of Directors	Mgmt	For	Do Not Vote
8	Approve Remuneration of Nomination Committee	Mgmt	For	Do Not Vote
9	Elect Directors	Mgmt	For	Do Not Vote
	Blended Rationale: [LN-M0201-008] As chairman of chairman of the board, responsible for the poor comember, responsible for poorly structured remune.	mposition of the commit	,	-
10	Elect Chair of Nominating Committee	Mgmt	For	Do Not Vote

Date range covered: 04/01/2020 to 06/30/2020

### **Aker BP ASA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction		
11	Approve Creation of NOK 18 Million Pool of Capital without Preemptive Rights	Mgmt	For	Do Not Vote		
	Blended Rationale: [LN-M0653-001] Authority has anti-takeover potential.					
12	Authorize Share Repurchase Program and Reissuance of Repurchased Shares	Mgmt	For	Do Not Vote		
13	Authorize Board to Distribute Dvidends	Mgmt	For	Do Not Vote		

#### **Ferrari NV**

**Meeting Date:** 04/16/2020

**Country:** Netherlands **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instructi
	Annual Meeting Agenda	Mgmt		
1	Open Meeting	Mgmt		
2.a	Receive Director's Board Report (Non-Voting)	Mgmt		
2.b	Receive Explanation on Company's Reserves and Dividend Policy	Mgmt		
2.c	Approve Remuneration Report	Mgmt	For	Against
	Blended Rationale: [LN-M0550-001] Remuneration a	arrangements are poor	ly structured.	
2.d	Adopt Financial Statements and Statutory Reports	Mgmt	For	For
2.e	Approve Dividends of EUR 1.13 Per Share	Mgmt	For	For
2.f	Approve Discharge of Directors	Mgmt	For	For
3.a	Reelect John Elkann as Executive Director	Mgmt	For	Against
	Blended Rationale: [RU-M0201-018] Nominee is an committee.	executive director on a	board that fulfills responsibilities of a key	,
3.b	Reelect Louis C. Camilleri as Executive Director	Mgmt	For	For
3.c	Reelect Piero Ferrari as Non-Executive Director	Mgmt	For	Against
	Blended Rationale: [SD-M0550-002] Remuneration a	arrangements and rem	uneration committee are poorly structured	1.
3.d	Reelect Delphine Arnault as Non-Executive Director	Mgmt	For	Against

Date range covered: 04/01/2020 to 06/30/2020

### **Ferrari NV**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction			
3.e	Reelect Eduardo H. Cue as Non-Executive Director	Mgmt	For	For			
	Blended Rationale: [LN-M0201-001] As remuneration committee member, responsible for poorly structured remuneration arrangements.						
3.f	Reelect Sergio Duca as Non-Executive Director	Mgmt	For	For			
	Blended Rationale: [LN-M0201-006] As chairman of the	e board, responsible for th	he poor composition of the committees.				
3.g	Reelect Maria Patrizia Grieco as Non-Executive Director	Mgmt	For	Against			
	Blended Rationale: [SF-M0201-019] Nominee serves or raises substantial concerns about the director's ability is						
3.h	Reelect Adam Keswick as Non-Executive Director	Mgmt	For	For			
	Blended Rationale: [SF-M0201-019] Vote against for so believe raises substantial concerns about the director's	-					
3.i	Elect Francesca Bellettini as Non-Executive Director	Mgmt	For	Against			
	Blended Rationale: [SF-M0201-019] Nominee serves or raises substantial concerns about the director's ability is						
3.j	Elect Roberto Cingolani as Non-Executive Director	Mgmt	For	For			
3.k	Elect John Galantic as Non-Executive Director	Mgmt	For	For			
4	Appoint Ernst & Young Accountants LLP as Auditors	Mgmt	For	For			
5	Amend Remuneration Policy	Mgmt	For	Against			
	Blended Rationale: [LN-M0550-001] Remuneration arra	angements are poorly stru	ictured.				
6.1	Grant Board Authority to Issue Shares Up To 10 Percent of Issued Capital Plus Additional 10 Percent in Case of Takeover/Merger	Mgmt	For	For			
	Blended Rationale: [LN-M0300-003] Potential to be exc	cessively dilutive to existir	ng shareholders.				
6.2	Authorize Board to Exclude Preemptive Rights from Share Issuances	Mgmt	For	For			
	Blended Rationale: [LN-M0300-003] Potential to be excessively dilutive to existing shareholders.						
6.3	Grant Board Authority to Issue Special Voting Shares	Mgmt	For	Against			
	Blended Rationale: [RU-M0300-007] Proposal has the	potential to perpetuate un	nequal voting structures.				
7	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For			
8	Approve Awards to Chairman	Mgmt	For	Against			
	Blended Rationale: [LN-M0550-001] Remuneration arra	angements are poorly stru	uctured.				
9	Close Meeting	Mgmt					

Date range covered: 04/01/2020 to 06/30/2020

## **FLIR Systems, Inc.**

Meeting Date: 04/16/2020

Country: USA

Meeting Type: Annual

Proposal	Program Took	<b>D</b>	Marrie Bara	Vote
Number	Proposal Text	Proponent	Mgmt Rec	Instruction
1a	Elect Director James J. Cannon	Mgmt	For	For
1b	Elect Director John D. Carter	Mgmt	For	For
1c	Elect Director William W. Crouch	Mgmt	For	For
1d	Elect Director Catherine A. Halligan	Mgmt	For	For
1e	Elect Director Earl R. Lewis	Mgmt	For	For
1f	Elect Director Angus L. Macdonald	Mgmt	For	For
1g	Elect Director Michael T. Smith	Mgmt	For	For
1h	Elect Director Cathy A. Stauffer	Mgmt	For	For
<b>1</b> i	Elect Director Robert S. Tyrer	Mgmt	For	For
1j	Elect Director John W. Wood, Jr.	Mgmt	For	For
1k	Elect Director Steven E. Wynne	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
4	Change State of Incorporation Oregon to Delaware	Mgmt	For	For

### **IHS Markit Ltd.**

**Meeting Date:** 04/16/2020

Country: Bermuda

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Lance Uggla	Mgmt	For	For
1b	Elect Director John Browne	Mgmt	For	For
1c	Elect Director Ruann F. Ernst	Mgmt	For	For
1d	Elect Director William E. Ford	Mgmt	For	For
1e	Elect Director Jean-Paul L. Montupet	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

### **IHS Markit Ltd.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1f	Elect Director Deborah K. Orida	Mgmt	For	For
1g	Elect Director James A. Rosenthal	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

# **PPG Industries, Inc.**

Meeting Date: 04/16/2020

Country: USA

Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Stephen F. Angel	Mgmt	For	For
1.2	Elect Director Hugh Grant	Mgmt	For	For
1.3	Elect Director Melanie L. Healey	Mgmt	For	For
2.1	Elect Director Kathleen A. Ligocki	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
4	Declassify the Board of Directors	Mgmt	For	For
5	Reduce Supermajority Vote Requirement	Mgmt	For	For
6	Ratify PricewaterhouseCoopers LLP as Auditor	Mgmt	For	For

#### **CNP Assurances SA**

Meeting Date: 04/17/2020

Country: France

Meeting Type: Annual/Special

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Business	Mgmt		
1	Approve Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

#### **CNP Assurances SA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Approve Allocation of Income and Absence of Dividends	Mgmt	For	For
4	Approve Transaction with Caixa Economica Federal, Caixa Seguridade, CSH and CNP Re: Brazil Partnership	Mgmt	For	For
5	Approve Transaction with BPCE and CNP Assurances RE: Extending their Partnership	Mgmt	For	For
6	Approve Auditors' Special Report on Related-Party Transactions	Mgmt	For	For
7	Approve Remuneration Policy of Chairman of the Board	Mgmt	For	For
8	Approve Remuneration Policy of CEO	Mgmt	For	For
9	Approve Remuneration Policy of Directors	Mgmt	For	For
10	Approve Compensation of Corporate Officers	Mgmt	For	For
11	Approve Compensation of Jean-Paul Faugere, Chairman of the Board	Mgmt	For	For
12	Approve Compensation of Antoine Lissowski, CEO	Mgmt	For	For
13	Reelect Marcia Campbell as Director	Mgmt	For	For
14	Reelect Stephane Pallez as Director	Mgmt	For	Against
	Blended Rationale: [SD-M0201-005] Nominee is not ind Non-independent director on inadequately independent		key committee.[LN-M0201-005]	
15	Ratify Appointement of Christiane Marcellier as Director	Mgmt	For	For
16	Reelect Christiane Marcellier as Director	Mgmt	For	For
17	Ratify Appointement of Yves Brassart as Director	Mgmt	For	For
18	Ratify Appointement of Catherine Charrier-Leflaive as Director	Mgmt	For	For
19	Ratify Appointment of Francois Geronde as Director	Mgmt	For	For
20	Ratify Appointment of Sonia de Demandolx as Director	Mgmt	For	For
21	Reelect Sonia de Demandolx as Director	Mgmt	For	For
22	Ratify Appointment of Tony Blanco as Director	Mgmt	For	Against
	Blended Rationale: [SD-M0201-005] Nominee is not ind	lependent and serves on a	key committee.	
23	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

### **CNP Assurances SA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
24	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of EUR 137,324,000	Mgmt	For	For
25	Approve Issuance of Equity or Equity-Linked Securities for up to 10 Percent of Issued Capital Per Year for Private Placements	Mgmt	For	For
	Blended Rationale: [LN-M0301-004] The authority has a at an excessive discount.	potential to be used as a	n anti-takeover device or allows capital issue	
26	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	For
27	Amend Article 17 of Bylaws Re: Age Limit of Chairman of the Board Fixed at 70	Mgmt	For	For
28	Amend Article 18 of Bylaws Re: Board Members Deliberation via Written Consultation	Mgmt	For	For
29	Amend Article 15 of Bylaws Re: Board Composition	Mgmt	For	For
30	Amend Article 21 of Bylaws Re: Board Members Remuneration	Mgmt	For	For
31	Amend Article 23 of Bylaws Re: Related-Party Transactions	Mgmt	For	For
32	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For

### **OZ Minerals Ltd.**

Meeting Date: 04/17/2020

**Country:** Australia **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2a	Elect Rebecca McGrath as Director	Mgmt	For	For
2b	Elect Tonianne Dwyer as Director	Mgmt	For	For
2c	Elect Richard Seville as Director	Mgmt	For	For
3	Approve Remuneration Report	Mgmt	For	For
4a	Approve Grant of 128,287 Performance Rights to Andrew Cole	Mgmt	For	For
4b	Approve Grant of 25,319 Performance Rights to Andrew Cole	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

### **OZ Minerals Ltd.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Approve Renewal of the Company's Proportional Takeover Approval Provisions	Mgmt	For	For

## **Swiss Re AG**

Meeting Date: 04/17/2020

**Country:** Switzerland **Meeting Type:** Annual

Proposal				Vote
Number	Proposal Text	Proponent	Mgmt Rec	Instruction
1.1	Approve Remuneration Report	Mgmt	For	For
1.2	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Allocation of Income and Dividends of CHF 5.90 per Share	Mgmt	For	For
3	Approve Variable Short-Term Remuneration of Executive Committee in the Amount of CHF 14.1 Million	Mgmt	For	For
4	Approve Discharge of Board and Senior Management	Mgmt	For	For
5.1.a	Reelect Walter Kielholz as Director and Board Chairman	Mgmt	For	For
5.1.b	Reelect Raymond Ch'ien as Director	Mgmt	For	For
5.1.c	Reelect Renato Fassbind as Director	Mgmt	For	For
5.1.d	Reelect Karen Gavan as Director	Mgmt	For	For
5.1.e	Reelect Jay Ralph as Director	Mgmt	For	For
5.1.f	Reelect Joerg Reinhardt as Director	Mgmt	For	For
5.1.g	Reelect Philip Ryan as Director	Mgmt	For	For
5.1.h	Reelect Paul Tucker as Director	Mgmt	For	For
5.1.i	Reelect Jacques de Vaucleroy as Director	Mgmt	For	For
5.1.j	Reelect Susan Wagner as Director	Mgmt	For	For
5.1.k	Reelect Larry Zimpleman as Director	Mgmt	For	For
5.1.l	Elect Sergio Ermotti as Director	Mgmt	For	For
5.1.m	Elect Joachim Oechslin as Director	Mgmt	For	For
5.1.n	Elect Deanna Ong as Director	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

### **Swiss Re AG**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5.2.1	Reappoint Raymond Ch'ien as Member of the Compensation Committee	Mgmt	For	For
5.2.2	Reappoint Renato Fassbind as Member of the Compensation Committee	Mgmt	For	For
5.2.3	Reappoint Joerg Reinhardt as Member of the Compensation Committee	Mgmt	For	For
5.2.4	Reappoint Jacques de Vaucleroy as Member of the Compensation Committee	Mgmt	For	For
5.2.5	Appoint Karen Gavan as Member of the Compensation Committee	Mgmt	For	For
5.3	Designate Proxy Voting Services GmbH as Independent Proxy	Mgmt	For	For
5.4.1	Ratify PricewaterhouseCoopers Ltd as Auditors for Fiscal 2020	Mgmt	For	For
5.4.2	Ratify KPMG Ltd as Auditors for Fiscal 2021	Mgmt	For	For
6.1	Approve Remuneration of Directors in the Amount of CHF 10.3 Million	Mgmt	For	For
6.2	Approve Fixed and Variable Long-Term Remuneration of Executive Committee in the Amount of CHF 37.7 Million	Mgmt	For	For
7	Approve CHF 990,739 Reduction in Share Capital via Cancellation of Registered Shares	Mgmt	For	For
8	Authorize Repurchase of up to CHF 1 Billion of Issued Share Capital	Mgmt	For	For
9	Transact Other Business (Voting)	Mgmt	For	Abstain

Blended Rationale: [SF-M0105-001] The information provided is insufficient to make an informed voting decision.

### **Vivendi SA**

Meeting Date: 04/20/2020 Country: France

Meeting Type: Annual/Special

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Business	Mgmt		
1	Approve Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For
3	Approve Allocation of Income and Dividends of EUR 0.60 per Share	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

### **Vivendi SA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Reelect Yannick Bollore as Supervisory Board Member	Mgmt	For	Against
	Blended Rationale: [SF-M0201-123] We believe that director on this board given his/her past performance		terests of shareholders to have this particular	
5	Elect Laurent Dassault as Supervisory Board Member	Mgmt	For	For
6	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
7	Approve Auditors' Special Report on Related-Party Transactions	Mgmt	For	Against
	Blended Rationale: [LN-M0550-002] Poor use of rem	nuneration committee d	liscretion.	
8	Approve Compensation Report of Corporate Officers	Mgmt	For	Against
	Blended Rationale: [SF-M0550-002] We find the repunderstanding of the company's approach to paying discretion.	-		
9	Approve Compensation of Yannick Bollore, Chairman of the Supervisory Board	Mgmt	For	Against
	Blended Rationale: [SF-M0550-002] We find the repunderstanding of the company's approach to paying discretion regarding the grant of a one-off award.	-	•	
10	Approve Compensation of Arnaud de Puyfontaine, Chairman of the Management Board	Mgmt	For	Against
	Blended Rationale: [SF-M0550-002] We find the rep understanding of the company's approach to paying	-	detail to provide shareholders with a clear	
11	Approve Compensation of Gilles Alix, Management Board Member	Mgmt	For	Against
	Blended Rationale: [SF-M0550-002] We find the rep understanding of the company's approach to paying discretion.	-	-	
12	Approve Compensation of Cedric de Bailliencourt, Management Board Member	Mgmt	For	Against
	Blended Rationale: [SF-M0550-002] We find the repunderstanding of the company's approach to paying discretion.			
13	Approve Compensation of Frederic Crepin, Management Board Member	Mgmt	For	Against
	Blended Rationale: [SF-M0550-002] We find the rep understanding of the company's approach to paying	-	detail to provide shareholders with a clear	
14	Approve Compensation of Simon Gillham, Management Board Member	Mgmt	For	Against
	Blended Rationale: [SF-M0550-002] We find the ren	ort lacking in sufficient	detail to provide shareholders with a clear	

Blended Rationale: [SF-M0550-002] We find the report lacking in sufficient detail to provide shareholders with a clear understanding of the company's approach to paying its executives.

Date range covered: 04/01/2020 to 06/30/2020

### **Vivendi SA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction			
15	Approve Compensation of Herve Philippe, Management Board Member	Mgmt	For	Against			
	Blended Rationale: [SF-M0550-002] We find the report understanding of the company's approach to paying its	-	to provide shareholders with a clear				
16	Approve Compensation of Stephane Roussel, Management Board Member	Mgmt	For	Against			
	Blended Rationale: [SF-M0550-002] We find the report understanding of the company's approach to paying its	-	to provide shareholders with a clear				
17	Approve Remuneration Policy of Chairman and Members of Supervisory Board	Mgmt	For	Against			
	Blended Rationale: [SF-M0550-002] We find the report understanding of the company's approach to paying its	-	to provide shareholders with a clear				
18	Approve Remuneration Policy of Chairman of Management Board	Mgmt	For	Against			
	Blended Rationale: [LN-M0550-001] Remuneration arran	ngements are poorly struc	tured.				
19	Approve Remuneration Policy of Management Board Members	Mgmt	For	Against			
	Blended Rationale: [LN-M0550-003] Poor use of remune Remuneration arrangements are poorly structured.	eration committee discreti	on regarding increases. [LN-M0550-001]				
20	Approve Additional Pension Scheme Agreement with Arnaud de Puyfontaine, Chairman of the Management Board	Mgmt	For	Against			
	Blended Rationale: [LN-M0550-001] Remuneration arrai	ngements are poorly struc	tured.				
21	Approve Additional Pension Scheme Agreement with Gilles Alix, Management Board Member	Mgmt	For	Against			
	Blended Rationale: [LN-M0550-001] Remuneration arrai	ngements are poorly struc	ctured.				
22	Approve Additional Pension Scheme Agreement with Cedric de Bailliencourt, Management Board Member	Mgmt	For	Against			
	Blended Rationale: [LN-M0550-001] Remuneration arrangements are poorly structured.						
23	Approve Additional Pension Scheme Agreement with Frederic Crepin, Management Board Member	Mgmt	For	Against			
	Blended Rationale: [LN-M0550-001] Remuneration arrai	ngements are poorly struc	tured.				
24	Approve Additional Pension Scheme Agreement with Simon Gillham, Management Board Member	Mgmt	For	Against			
	Blended Rationale: [LN-M0550-001] Remuneration arrai	ngements are poorly struc	ctured.				
25	Approve Additional Pension Scheme Agreement with Herve Philippe, Management Board Member	Mgmt	For	Against			
	Blended Rationale: [LN-M0550-001] Remuneration arrai	ngements are poorly struc	tured.				

Date range covered: 04/01/2020 to 06/30/2020

### **Vivendi SA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
26	Approve Additional Pension Scheme Agreement with Stephane Roussel, Management Board Member	Mgmt	For	Against
	Blended Rationale: [LN-M0550-001] Remuneration arra	ngements are poorly struc	tured.	
	Extraordinary Business	Mgmt		
27	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For
28	Authorize Specific Buyback Program and Cancellation of Repurchased Share	Mgmt	For	Against
	Blended Rationale: [SF-M0105-001] The information pro	ovided is insufficient to ma	ake an informed voting decision.	
29	Amend Article 8 of Bylaws Re: Employee Representative	Mgmt	For	For
30	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For

# **Domino's Pizza, Inc.**

Meeting Date: 04/21/2020

Country: USA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director David A. Brandon	Mgmt	For	For
1.2	Elect Director Richard E. Allison, Jr.	Mgmt	For	For
1.3	Elect Director C. Andrew Ballard	Mgmt	For	For
1.4	Elect Director Andrew B. Balson	Mgmt	For	For
1.5	Elect Director Corie S. Barry	Mgmt	For	For
1.6	Elect Director Diana F. Cantor	Mgmt	For	For
1.7	Elect Director Richard L. Federico	Mgmt	For	For
1.8	Elect Director James A. Goldman	Mgmt	For	For
1.9	Elect Director Patricia E. Lopez	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditor	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

#### **Flutter Entertainment Plc**

Meeting Date: 04/21/2020 Country: Ireland

Meeting Type: Special

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve All-share Combination of Flutter Entertainment plc and The Stars Group Inc	Mgmt	For	For
2	Authorise Issue of Equity in Connection with the Combination	Mgmt	For	For
3	Increase the Maximum Number of Directors to Fifteen	Mgmt	For	For
4	Approve Capitalisation of Merger Reserve	Mgmt	For	For
5	Approve Capital Reduction	Mgmt	For	For
6	Amend Articles of Association Re: Quorum Requirements	Mgmt	For	For

## **ICA Gruppen AB**

**Meeting Date:** 04/21/2020

**Country:** Sweden **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Open Meeting	Mgmt		
2	Elect Chairman of Meeting	Mgmt	For	For
3	Prepare and Approve List of Shareholders	Mgmt	For	For
4	Approve Agenda of Meeting	Mgmt	For	For
5	Designate Inspector(s) of Minutes of Meeting	Mgmt	For	For
6	Acknowledge Proper Convening of Meeting	Mgmt	For	For
7	Receive Report on Operations	Mgmt		
8	Receive Report on Board's Work	Mgmt		
9	Receive Financial Statements and Statutory Reports	Mgmt		
10	Accept Financial Statements and Statutory Reports	Mgmt	For	For
11	Approve Allocation of Income and Dividends of SEK 12.00 Per Share	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

## **ICA Gruppen AB**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
12	Approve Discharge of Board and President	Mgmt	For	For
13	Receive Report on Nominating Committee's Work	Mgmt		
14	Determine Number of Members (10) and Deputy Members (0) of Board; Determine Number of Auditors (1) and Deputy Auditors (0)	Mgmt	For	For
15	Approve Remuneration of Directors in the Amount of SEK 1.2 Million for Chairman and SEK 580,000 for Other Directors; Approve Remuneration for Committee Work; Approve Remuneration of Auditors	Mgmt	For	For
16	Reelect Cecilia Daun Wennborg, Lennart Evrell, Andrea Gisle Joosen, Fredrik Hagglund, Jeanette Jager, Magnus Moberg, Fredrik Persson, Bo Sandstrom, Claes-Goran Sylven (Chair) and Anette Wiotti as Directors	Mgmt	For	Against
	Blended Rationale: [LN-M0201-002] Nominee serves as board. [SF-M0201-020] Vote against compensation com and/or peers. [SF-M0201-125] Vote against sitting CEO we believe raises substantial concerns about his/her abi	mittee member because p for serving on an excessiv	pay is not properly aligned with performance we number of public company boards which	
17	Ratify KPMG as Auditors	Mgmt	For	For
18	Authorize Chairman of Board and Representatives of Three of Company's Largest Shareholders to Serve on Nominating Committee	Mgmt	For	For
19	Approve Remuneration Policy And Other Terms of Employment For Executive Management	Mgmt	For	Against
	Blended Rationale: [LN-M0550-001] Remuneration array provide sufficient understanding of the company's remu company performance.			
20	Amend Articles of Association	Mgmt	For	For
21	Close Meeting	Mgmt		

## **London Stock Exchange Group Plc**

Meeting Date: 04/21/2020 Country: United Kingdom

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# **London Stock Exchange Group Plc**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Approve Final Dividend	Mgmt	For	For
3	Approve Remuneration Report	Mgmt	For	For
4	Approve Remuneration Policy	Mgmt	For	For
5	Re-elect Jacques Aigrain as Director	Mgmt	For	For
6	Re-elect Marshall Bailey as Director	Mgmt	For	For
7	Re-elect Kathleen DeRose as Director	Mgmt	For	For
8	Re-elect Cressida Hogg as Director	Mgmt	For	For
9	Re-elect Raffaele Jerusalmi as Director	Mgmt	For	For
10	Re-elect Stephen O'Connor as Director	Mgmt	For	For
11	Re-elect Val Rahmani as Director	Mgmt	For	For
12	Re-elect Don Robert as Director	Mgmt	For	For
13	Re-elect David Schwimmer as Director	Mgmt	For	For
14	Re-elect Andrea Sironi as Director	Mgmt	For	For
15	Re-elect David Warren as Director	Mgmt	For	For
16	Elect Dominic Blakemore as Director	Mgmt	For	For
17	Reappoint Ernst & Young LLP as Auditors	Mgmt	For	For
18	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For
19	Authorise Issue of Equity	Mgmt	For	For
20	Authorise EU Political Donations and Expenditure	Mgmt	For	For
21	Approve Deferred Bonus Plan	Mgmt	For	For
22	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
23	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For
24	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For
25	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For

## **Moody's Corporation**

Meeting Date: 04/21/2020 Country: USA

Date range covered: 04/01/2020 to 06/30/2020

# **Moody's Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Basil L. Anderson	Mgmt	For	For
1b	Elect Director Jorge A. Bermudez	Mgmt	For	For
1c	Elect Director Therese Esperdy	Mgmt	For	For
1d	Elect Director Vincent A. Forlenza	Mgmt	For	For
1e	Elect Director Kathryn M. Hill	Mgmt	For	For
1f	Elect Director Raymond W. McDaniel, Jr.	Mgmt	For	For
1g	Elect Director Henry A. McKinnell, Jr.	Mgmt	For	For
1h	Elect Director Leslie F. Seidman	Mgmt	For	For
1i	Elect Director Bruce Van Saun	Mgmt	For	For
2a	Eliminate Supermajority Vote Requirements to Amend Charter and Bylaws	Mgmt	For	For
2b	Eliminate Supermajority Vote Requirement to Remove Directors	Mgmt	For	For
2c	Eliminate Supermajority Vote Requirement for Filling Open Board Seats	Mgmt	For	For
3	Ratify KPMG LLP as Auditors	Mgmt	For	For
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

#### Sika AG

**Meeting Date:** 04/21/2020

**Country:** Switzerland **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Allocation of Income and Dividends of CHF 2.30 per Share	Mgmt	For	For
3	Approve Discharge of Board of Directors	Mgmt	For	For
4.1.1	Reelect Paul Haelg as Director	Mgmt	For	For
4.1.2	Reelect Frits van Dijk as Director	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

### Sika AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4.1.3	Reelect Monika Ribar as Director	Mgmt	For	For
4.1.4	Reelect Daniel Sauter as Director	Mgmt	For	For
4.1.5	Reelect Christoph Tobler as Director	Mgmt	For	For
4.1.6	Reelect Justin Howell as Director	Mgmt	For	For
4.1.7	Reelect Thierry Vanlancker as Director	Mgmt	For	For
4.1.8	Reelect Viktor Balli as Director	Mgmt	For	For
4.2	Reelect Paul Haelg as Board Chairman	Mgmt	For	For
4.3.1	Appoint Daniel Sauter as Member of the Nomination and Compensation Committee	Mgmt	For	For
	Blended Rationale: .			
4.3.2	Appoint Justin Howell as Member of the Nomination and Compensation Committee	Mgmt	For	For
	Blended Rationale: .			
4.3.3	Appoint Thierry Vanlancker as Member of the Nomination and Compensation Committee	Mgmt	For	For
4.4	Ratify Ernst & Young AG as Auditors	Mgmt	For	For
4.5	Designate Jost Windlin as Independent Proxy	Mgmt	For	For
5.1	Approve Remuneration Report (Non-Binding)	Mgmt	For	For
5.2	Approve Remuneration of Directors in the Amount of CHF 3.3 Million	Mgmt	For	For
5.3	Approve Remuneration of Executive Committee in the Amount of CHF 19.5 Million for Fiscal 2021	Mgmt	For	For
6	Transact Other Business (Voting)	Mgmt	For	Abstain
	Blended Rationale: [LN-M0100-001] Poor disclosure.			

Blended Rationale: [LN-M0100-001] Poor disclosure.

# **AMN Healthcare Services, Inc.**

Meeting Date: 04/22/2020 Country: USA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Mark G. Foletta	Mgmt	For	For
1b	Elect Director Teri G. Fontenot	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# **AMN Healthcare Services, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1c	Elect Director R. Jeffrey Harris	Mgmt	For	For
1d	Elect Director Michael M.E. Johns	Mgmt	For	For
1e	Elect Director Daphne E. Jones	Mgmt	For	For
1f	Elect Director Martha H. Marsh	Mgmt	For	For
1g	Elect Director Susan R. Salka	Mgmt	For	For
1h	Elect Director Douglas D. Wheat	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify KPMG LLP as Auditors	Mgmt	For	For
4	Reduce Ownership Threshold for Shareholders to Call Special Meeting	Mgmt	For	For
5	Approve Reduction of Threshold to Call Special Meetings to 10% of Outstanding Shares	SH	Against	Against

Blended Rationale: [SF-S0235-101] We do not believe the proposed threshold to call special meetings is sufficient to avoid waste of corporate resources.

## **ASML Holding NV**

Meeting Date: 04/22/2020

**Country:** Netherlands **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt		
1	Open Meeting	Mgmt		
2	Discuss the Company's Business, Financial Situation and Sustainability	Mgmt		
3.a	Approve Remuneration Report	Mgmt	For	For
3.b	Adopt Financial Statements and Statutory Reports	Mgmt	For	For
3.c	Receive Clarification on Company's Reserves and Dividend Policy	Mgmt		
3.d	Approve Dividends of EUR 2.40 Per Share	Mgmt	For	For
4.a	Approve Discharge of Management Board	Mgmt	For	For
4.b	Approve Discharge of Supervisory Board	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# **ASML Holding NV**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Approve Number of Shares for Management Board	Mgmt	For	For
6	Approve Certain Adjustments to the Remuneration Policy for Management Board	Mgmt	For	For
7	Approve Remuneration Policy for Supervisory Board	Mgmt	For	For
8.a	Announce Vacancies on the Supervisory Board	Mgmt		
8.b	Opportunity to Make Recommendations	Mgmt		
8.c	Announce Intention to Reappoint A.P. Aris and Appoint D.W.A. East and D.M. Durcan to Supervisory Board	Mgmt		
8.d	Reelect A.P. (Annet) Aris to Supervisory Board	Mgmt	For	For
8.e	Elect D.M. (Mark) Durcan to Supervisory Board	Mgmt	For	For
8.f	Elect D.W.A. (Warren) East to Supervisory Board	Mgmt	For	For
8.g	Receive Information on the Composition of the Supervisory Board	Mgmt		
9	Ratify KPMG as Auditors	Mgmt	For	For
10.a	Grant Board Authority to Issue Shares Up to 5 Percent of Issued Capital for General Purposes	Mgmt	For	For
10.b	Authorize Board to Exclude Preemptive Rights from Share Issuances under Item 10.a	Mgmt	For	For
10.c	Grant Board Authority to Issue or Grant Rights to Subscribe for Ordinary Shares Up to 5 Percent in Case of Merger or Acquisition	Mgmt	For	For
10.d	Authorize Board to Exclude Preemptive Rights from Share Issuances under Item 10.c	Mgmt	For	For
11.a	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
11.b	Authorize Additional Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
	Blended Rationale: [LN-M0346-001] Excessive repurcha	se authority.		
12	Authorize Cancellation of Repurchased Shares	Mgmt	For	For
13	Other Business (Non-Voting)	Mgmt		
14	Close Meeting	Mgmt		

Date range covered: 04/01/2020 to 06/30/2020

# **Bank of America Corporation**

Meeting Date: 04/22/2020

Country: USA

roposal umber	Proposal Text	Proponent	Mgmt Rec	Vote Instruc
1a	Elect Director Sharon L. Allen	Mgmt	For	For
1b	Elect Director Susan S. Bies	Mgmt	For	For
1c	Elect Director Jack O. Bovender, Jr.	Mgmt	For	For
1d	Elect Director Frank P. Bramble, Sr.	Mgmt	For	For
1e	Elect Director Pierre J.P. de Weck	Mgmt	For	For
1f	Elect Director Arnold W. Donald	Mgmt	For	For
1g	Elect Director Linda P. Hudson	Mgmt	For	For
1h	Elect Director Monica C. Lozano	Mgmt	For	For
1i	Elect Director Thomas J. May	Mgmt	For	For
1j	Elect Director Brian T. Moynihan	Mgmt	For	For
1k	Elect Director Lionel L. Nowell, III	Mgmt	For	For
11	Elect Director Denise L. Ramos	Mgmt	For	For
1m	Elect Director Clayton S. Rose	Mgmt	For	For
1n	Elect Director Michael D. White	Mgmt	For	For
10	Elect Director Thomas D. Woods	Mgmt	For	For
1p	Elect Director R. David Yost	Mgmt	For	For
1q	Elect Director Maria T. Zuber	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
4	Amend Proxy Access Right	SH	Against	Against
	Blended Rationale: [SF-S0221-102] Shareholders certain conditions. We do not believe the proposal non-hostile and limited situations.		· · · · · · · · · · · · · · · · · · ·	
5	Provide Right to Act by Written Consent	SH	Against	Against
	Blended Rationale: [SF-50238-002] Shareholders shareholder meeting. At this company, sharehold	_	- , ,	a
6	Report on Gender Pay Gap	SH	Against	Against

Date range covered: 04/01/2020 to 06/30/2020

## **Bank of America Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
7	Review of Statement of the Purpose of a Corporation and Report on Recommended Changes to Governance Documents, Policies, and Practices	SH	Against	Against

Blended Rationale: [SF-S4578-108] Corporate policy decisions are best left to the board absent demonstrable harm to shareholders by prior board action or inaction. The board can be held accountable for its decisions through the election of directors.

# **Cigna Corporation**

Meeting Date: 04/22/2020

Country: USA

Meeting Type: Annual

Proposal				
Number	Proposal Text	Proponent	Mgmt Rec	Instruct
1.1	Elect Director David M. Cordani	Mgmt	For	For
1.2	Elect Director William J. DeLaney	Mgmt	For	For
1.3	Elect Director Eric J. Foss	Mgmt	For	For
1.4	Elect Director Elder Granger	Mgmt	For	For
1.5	Elect Director Isaiah Harris, Jr.	Mgmt	For	For
1.6	Elect Director Roman Martinez, IV	Mgmt	For	For
1.7	Elect Director Kathleen M. Mazzarella	Mgmt	For	For
1.8	Elect Director Mark B. McClellan	Mgmt	For	For
1.9	Elect Director John M. Partridge	Mgmt	For	For
1.10	Elect Director William L. Roper	Mgmt	For	For
1.11	Elect Director Eric C. Wiseman	Mgmt	For	For
1.12	Elect Director Donna F. Zarcone	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
4	Reduce Ownership Threshold for Shareholders to Call Special Meeting	SH	Against	Against
	Blended Rationale: SF-S0235-101] We do not belia waste of corporate resources.	eve the proposed thresh	old to call special meetings is suffi	icient to avoid
5	Report on Gender Pay Gap	SH	Against	Against

Blended Rationale: 1- [SF-S4578-106] Company already has policies in place to address these issues.

Date range covered: 04/01/2020 to 06/30/2020

## **The Coca-Cola Company**

Meeting Date: 04/22/2020

Country: USA

Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Herbert A. Allen	Mgmt	For	For
1.2	Elect Director Marc Bolland	Mgmt	For	For
1.3	Elect Director Ana Botin	Mgmt	For	For
1.4	Elect Director Christopher C. Davis	Mgmt	For	For
1.5	Elect Director Barry Diller	Mgmt	For	For
1.6	Elect Director Helene D. Gayle	Mgmt	For	For
1.7	Elect Director Alexis M. Herman	Mgmt	For	For
1.8	Elect Director Robert A. Kotick	Mgmt	For	For
1.9	Elect Director Maria Elena Lagomasino	Mgmt	For	For
1.10	Elect Director James Quincey	Mgmt	For	For
1.11	Elect Director Caroline J. Tsay	Mgmt	For	For
1.12	Elect Director David B. Weinberg	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify Ernst & Young LLP as Auditor	Mgmt	For	For
4	Report on the Health Impacts and Risks of Sugar in the Company's Products	SH	Against	Against

Blended Rationale: [SF-S4578-111] Upon Engagement Decided to Support Management

# **The Sherwin-Williams Company**

Meeting Date: 04/22/2020

Country: USA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kerrii B. Anderson	Mgmt	For	For
1.2	Elect Director Arthur F. Anton	Mgmt	For	For
1.3	Elect Director Jeff M. Fettig	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# **The Sherwin-Williams Company**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.4	Elect Director Richard J. Kramer	Mgmt	For	For
1.5	Elect Director Susan J. Kropf	Mgmt	For	For
1.6	Elect Director John G. Morikis	Mgmt	For	For
1.7	Elect Director Christine A. Poon	Mgmt	For	For
1.8	Elect Director Michael H. Thaman	Mgmt	For	For
1.9	Elect Director Matthew Thornton, III	Mgmt	For	For
1.10	Elect Director Steven H. Wunning	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

#### **Akzo Nobel NV**

Meeting Date: 04/23/2020

**Country:** Netherlands **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt		
1	Open Meeting	Mgmt		
2.a	Receive Report of Management Board (Non-Voting)	Mgmt		
3.a	Adopt Financial Statements	Mgmt	For	For
3.b	Discuss on the Company's Dividend Policy	Mgmt		
3.c	Approve Dividends of EUR 1.90 Per Share	Mgmt	For	For
3.d	Approve Remuneration Report	Mgmt	For	For
4.a	Approve Discharge of Management Board	Mgmt	For	For
4.b	Approve Discharge of Supervisory Board	Mgmt	For	For
5	Reelect P. Kirby to Supervisory Board	Mgmt	For	For
6.a	Amend Remuneration Policy for Management Board	Mgmt	For	For
6.b	Amend Remuneration Policy for Supervisory Board	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

## **Akzo Nobel NV**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
7	Amend Articles Re: Implementation of the Act on the Conversion of BearerShares and the Dutch Provisions Implementing the Shareholder Rights Directive II	Mgmt	For	For
8.a	Grant Board Authority to Issue Shares Up to 10 Percent of Issued Capital	Mgmt	For	For
8.b	Authorize Board to Exclude Preemptive Rights from Share Issuances	Mgmt	For	For
9	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
10	Authorize Cancellation of Repurchased Shares	Mgmt	For	For
11	Close Meeting	Mgmt		

# **Aptiv PLC**

Meeting Date: 04/23/2020

**Country:** Jersey **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instructio	
1	Elect Director Kevin P. Clark	Mgmt	For	For	
2	Elect Director Nancy E. Cooper	Mgmt	For	For	
3	Elect Director Nicholas M. Donofrio	Mgmt	For	For	
4	Elect Director Rajiv L. Gupta	Mgmt	For	For	
	Blended Rationale: [SF-M0201-019] Nominee serves on an excessive number of public company boards, which we believe raises substantial concerns about the director's ability to exercise sufficient oversight on this board.				
5	Elect Director Joseph L. Hooley	Mgmt	For	For	
6	Elect Director Sean O. Mahoney	Mgmt	For	For	
7	Elect Director Paul M. Meister	Mgmt	For	For	
	Blended Rationale: [SF-M0201-019] Nominee serves on raises substantial concerns about the director's ability to				
8	Elect Director Robert K. Ortberg	Mgmt	For	For	
9	Elect Director Colin J. Parris	Mgmt	For	For	
10	Elect Director Ana G. Pinczuk	Mgmt	For	For	
11	Elect Director Lawrence A. Zimmerman	Mgmt	For	For	
12	Approve Ernst & Young LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For	

Date range covered: 04/01/2020 to 06/30/2020

# **Aptiv PLC**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
13	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

# **Atlas Copco AB**

Meeting Date: 04/23/2020

**Country:** Sweden **Meeting Type:** Annual

roposal lumber	Proposal Text	Proponent	Mgmt Rec	Vote Instruct
1	Opening of Meeting; Elect Chairman of Meeting	Mgmt	For	For
2	Prepare and Approve List of Shareholders	Mgmt	For	For
3	Approve Agenda of Meeting	Mgmt	For	For
4	Designate Inspector(s) of Minutes of Meeting	Mgmt	For	For
5	Acknowledge Proper Convening of Meeting	Mgmt	For	For
6	Receive Financial Statements and Statutory Reports	Mgmt		
7	Receive CEO's Report; Questions	Mgmt		
8.a	Accept Financial Statements and Statutory Reports	Mgmt	For	For
8.b	Approve Discharge of Board and President	Mgmt	For	For
8.c	Approve Allocation of Income and Dividends of SEK 3.50 Per Share	Mgmt	For	For
8.d	Approve Record Date for Dividend Payment	Mgmt	For	For
9.a	Determine Number of Members (9) and Deputy Members of Board (0)	Mgmt	For	For
9.b	Determine Number of Auditors (1) and Deputy Auditors (0)	Mgmt	For	For
10.a	Reelect Staffan Bohman, Tina Donikowski, Johan Forssell, Sabine Neuss, Mats Rahmstrom, Hans Straberg and Peter Wallenberg Jr as Directors; Elect AnnaOhlsson-Leijon and Gordon Riske as New Directors	Mgmt	For	Against
	Blended Rationale: [SF-M0201-019] Vote against for selieve raises substantial concerns about the director Vote against compensation committee member becau	's ability to exercise su	ufficient oversight on this board.][SF-M	10201-020]
10.b	Elect Hans Straberg as Board Chairman	Mgmt	For	Against

Blended Rationale: [LN-M0201-006] As chairman of the board, responsible for the poor composition of the committees.

Date range covered: 04/01/2020 to 06/30/2020

# **Atlas Copco AB**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
10.c	Ratify Ernst & Young as Auditors	Mgmt	For	For
11.a	Approve Remuneration of Directors in the Amount of SEK 2.3 Million to Chair and SEK 740,000 to Other Directors; Approve Remuneration for Committee Work; Approve Receiving Part of Remuneration in form of Synthetic Shares	Mgmt	For	For
11.b	Approve Remuneration of Auditors	Mgmt	For	For
12.a	Approve Remuneration Policy And Other Terms of Employment For Executive Management	Mgmt	For	For
12.b	Approve Performance Based Stock Option Plan 2020 for Key Employees	Mgmt	For	Against
	Blended Rationale: [LN-M0500-001] Incentive arrangem	ents are poorly structured	1.	
13.a	Acquire Class A Shares Related to Personnel Option Plan for 2020	Mgmt	For	Against
	Blended Rationale: [LN-M0500-001] Incentive arrangem	ents are poorly structured	1.	
13.b	Acquire Class A Shares Related to Remuneration of Directors in the Form of Synthetic Shares	Mgmt	For	For
13.c	Transfer Class A Shares Related to Personnel Option Plan for 2020	Mgmt	For	Against
	Blended Rationale: [LN-M0500-001] Incentive arrangem	ents are poorly structured		
13.d	Sell Class A Shares to Cover Costs Related to Synthetic Shares to the Board	Mgmt	For	For
13.e	Sell Class A and B Shares to Cover Costs in Relation to the Performance Related Personnel Option Plans for 2015, 2016 and 2017	Mgmt	For	For
14	Close Meeting	Mgmt		

# **Avery Dennison Corporation**

Meeting Date: 04/23/2020 Country: USA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Bradley A. Alford	Mgmt	For	For
1b	Elect Director Anthony K. Anderson	Mamt	For	For

Date range covered: 04/01/2020 to 06/30/2020

## **Avery Dennison Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1c	Elect Director Peter K. Barker	Mgmt	For	For
1d	Elect Director Mark J. Barrenechea	Mgmt	For	Against
	Blended Rationale: [SF-M0201-019] Vote against this na CEO, which we believe raises substantial concerns ab	_		
1e	Elect Director Mitchell R. Butier	Mgmt	For	For
1f	Elect Director Ken C. Hicks	Mgmt	For	For
1g	Elect Director Andres A. Lopez	Mgmt	For	For
1h	Elect Director Patrick T. Siewert	Mgmt	For	For
1i	Elect Director Julia A. Stewart	Mgmt	For	For
1j	Elect Director Martha N. Sullivan	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For

# **Bank of the Philippine Islands**

Meeting Date: 04/23/2020

**Country:** Philippines **Meeting Type:** Annual

roposal umber	Proposal Text	Proponent	Mgmt Rec	Vote Instruction	
1	Approve Minutes of Previous Meeting	Mgmt	For	For	
2	Approve Annual Report	Mgmt	For	For	
3	Ratify Acts of the Board of Directors and Officers	Mgmt	For	For	
	Elect 15 Directors by Cumulative Voting	Mgmt			
4.1	Elect Jaime Augusto Zobel de Ayala as Director	Mgmt	For	For	
Blended Rationale: [RU-M0201-017] Nominee is a non-independent director on nominations committee.[SF-M0201-019] Vote against for serving on over an excessive number of public company boards which we believe raises substantial concerns about the director's ability to exercise sufficient oversight on this board.					
4.2	Elect Fernando Zobel de Ayala as Director	Mgmt	For	Withhold	

Blended Rationale: [HK-M0201-012] Chair of Remuneration Committee not independent[HK-M0201-013] Remuneration Committee without majority independence

Date range covered: 04/01/2020 to 06/30/2020

# **Bank of the Philippine Islands**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4.3	Elect Romeo L. Bernardo as Director	Mgmt	For	Withhold
	Blended Rationale: [RU-M0201-017] Nominee is a not a nominations committee which is not majority-indep	•	nominations committee. Serves as the Chair of	
4.4	Elect Ignacio R. Bunye as Director	Mgmt	For	For
4.5	Elect Cezar P. Consing as Director	Mgmt	For	For
4.6	Elect Ramon R. del Rosario, Jr. as Director	Mgmt	For	For
4.7	Elect Octavio V. Espiritu as Director	Mgmt	For	For
4.8	Elect Rebecca G. Fernando as Director	Mgmt	For	For
4.9	Elect Jose Teodoro K. Limcaoco as Director	Mgmt	For	For
4.10	Elect Xavier P. Loinaz as Director	Mgmt	For	For
4.11	Elect Aurelio R. Montinola III as Director	Mgmt	For	For
	Blended Rationale: [HK-M0201-013] Remuneration C non-independent director on nominations committee		independence[RU-M0201-017] Nominee is a	
4.12	Elect Mercedita S. Nolledo as Director	Mgmt	For	For
4.13	Elect Antonio Jose U. Periquet as Director	Mgmt	For	Withhold
	Blended Rationale: [SF-M0201-019] Vote against for believe raises substantial concerns about the director	-		
4.14	Elect Eli M. Remolona, Jr. as Director	Mgmt	For	For
4.15	Elect Maria Dolores B. Yuvienco as Director	Mgmt	For	For
5	Elect Isla Lipana & Co. as Independent Auditors and Fix Their Remuneration	Mgmt	For	For
6	Approve Other Matters	Mgmt	For	Against
	Blended Rationale: [SF-M0125-001] We oppose givin	g companies our proxy to	vote on matters where we are notgiven the	

Blended Rationale: [SF-M0125-001] We oppose giving companies our proxy to vote on matters where we are notgiven the opportunity to review and understand those measures and carry out an appropriatelevel of shareholder oversight.

## **Bouygues SA**

Meeting Date: 04/23/2020

Country: France

Meeting Type: Annual/Special

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Business	Mgmt		
1	Approve Financial Statements and Statutory Reports	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# **Bouygues SA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction		
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For		
3	Approve Allocation of Income and Absence of Dividend	Mgmt	For	For		
4	Approve Auditors' Special Report on Related-Party Transactions	Mgmt	For	Against		
	Blended Rationale: [RU-M0000-003] Proposal is not in s	hareholders' best interest	s.			
5	Approve Remuneration Policy of Corporate Officers	Mgmt	For	Against		
	Blended Rationale: [LN-M0550-003] Poor use of remunduse of remuneration committee discretion.	eration committee discreti	ion regarding increases.[LN-M0550-002] Poor			
6	Approve Remuneration Policy of Directors	Mgmt	For	For		
7	Approve Compensation Report of Corporate Officers	Mgmt	For	Against		
	Blended Rationale: [SF-M0550-002] We find the report understanding of the company's approach to paying its arrangements.	-	•			
8	Approve Compensation of Martin Bouygues	Mgmt	For	Against		
	Blended Rationale: [SF-M0550-002] We find the report understanding of the company's approach to paying its arrangements.	-	•			
9	Approve Compensation of Olivier Bouygues	Mgmt	For	Against		
	Blended Rationale: [SF-M0550-002] We find the report understanding of the company's approach to paying its arrangements.	-	•			
10	Approve Compensation of Philippe Marien	Mgmt	For	Against		
	Blended Rationale: [SF-M0550-002] We find the report understanding of the company's approach to paying its arrangements.	-	•			
11	Approve Compensation of Olivier Roussat	Mgmt	For	Against		
	Blended Rationale: [SF-M0550-002] We find the report lacking in sufficient detail to provide shareholders with a clear understanding of the company's approach to paying its executives. [LN-M0550-001] Poorly structured remuneration arrangements.					
12	Reelect Alexandre de Rothschild as Director	Mgmt	For	For		
13	Elect Benoit Maes as Director	Mgmt	For	For		
14	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	Against		
	Blended Rationale: [LN-M0318-001] Share repurchase v	vith anti-takeover potentia	71.			
	Extraordinary Business	Mgmt				
15	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For		

Date range covered: 04/01/2020 to 06/30/2020

# **Bouygues SA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
16	Authorize Board to Issue Free Warrants with Preemptive Rights During a Public Tender Offer	Mgmt	For	Against
	Blended Rationale: [LN-M0609-001] The authority has a	potential to be used as a	takeover device.	
17	Amend Articles 4, 8, 13, 12, 14, 15 and 16 of Bylaws to Comply with Legal Changes	Mgmt	For	For
18	Delegate Power to the Board of Directors to Amend the Bylaws to Comply with Legal Changes	Mgmt	For	For
19	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For

# **Citizens Financial Group, Inc.**

Meeting Date: 04/23/2020

Country: USA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Bruce Van Saun	Mgmt	For	For
1.2	Elect Director Christine M. Cumming	Mgmt	For	For
1.3	Elect Director William P. Hankowsky	Mgmt	For	For
1.4	Elect Director Howard W. Hanna, III	Mgmt	For	For
1.5	Elect Director Leo I. ("Lee") Higdon	Mgmt	For	For
1.6	Elect Director Edward J. ("Ned") Kelly, III	Mgmt	For	For
1.7	Elect Director Charles J. ("Bud") Koch	Mgmt	For	For
1.8	Elect Director Robert G. Leary	Mgmt	For	For
1.9	Elect Director Terrance J. Lillis	Mgmt	For	For
1.10	Elect Director Shivan Subramaniam	Mgmt	For	For
1.11	Elect Director Wendy A. Watson	Mgmt	For	For
1.12	Elect Director Marita Zuraitis	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
4	Provide Right to Call Special Meeting	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# **Citizens Financial Group, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Amend Certificate of Incorporation to Remove Non-Operative Provisions	Mgmt	For	For

# **CRH Plc**

Meeting Date: 04/23/2020

**Country:** Ireland **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Final Dividend	Mgmt	For	For
3	Approve Remuneration Report	Mgmt	For	For
4a	Re-elect Richie Boucher as Director	Mgmt	For	For
4b	Elect Johan Karlstrom as Director	Mgmt	For	For
4c	Elect Shaun Kelly as Director	Mgmt	For	For
4d	Re-elect Heather McSharry as Director	Mgmt	For	For
4e	Re-elect Albert Manifold as Director	Mgmt	For	For
4f	Re-elect Senan Murphy as Director	Mgmt	For	For
4g	Re-elect Gillian Platt as Director	Mgmt	For	For
4h	Re-elect Mary Rhinehart as Director	Mgmt	For	For
4i	Re-elect Lucinda Riches as Director	Mgmt	For	For
4j	Re-elect Siobhan Talbot as Director	Mgmt	For	For
5	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For
6	Ratify Deloitte Ireland LLP as Auditors	Mgmt	For	For
7	Authorise Issue of Equity	Mgmt	For	For
8	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
9	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For
10	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For
11	Authorise Reissuance of Treasury Shares	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

## **CRH Plc**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
12	Approve Scrip Dividend	Mgmt	For	For

## **Croda International Plc**

Meeting Date: 04/23/2020

**Country:** United Kingdom **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Remuneration Policy	Mgmt	For	For
3	Approve Remuneration Report	Mgmt	For	For
4	Approve Final Dividend	Mgmt	For	For
5	Re-elect Roberto Cirillo as Director	Mgmt	For	For
6	Re-elect Jacqui Ferguson as Director	Mgmt	For	For
7	Re-elect Steve Foots as Director	Mgmt	For	For
8	Re-elect Anita Frew as Director	Mgmt	For	For
9	Re-elect Helena Ganczakowski as Director	Mgmt	For	For
10	Re-elect Keith Layden as Director	Mgmt	For	For
11	Re-elect Jez Maiden as Director	Mgmt	For	For
12	Elect John Ramsay as Director	Mgmt	For	For
13	Reappoint KPMG LLP as Auditors	Mgmt	For	For
14	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For
15	Authorise EU Political Donations and Expenditure	Mgmt	For	For
16	Authorise Issue of Equity	Mgmt	For	For
17	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
18	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For
19	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For
20	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

## **Croda International Plc**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
21	Amend Performance Share Plan 2014	Mgmt	For	For

#### **Humana Inc.**

Meeting Date: 04/23/2020

Country: USA
Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Kurt J. Hilzinger	Mgmt	For	For
1b	Elect Director Frank J. Bisignano	Mgmt	For	For
1c	Elect Director Bruce D. Broussard	Mgmt	For	For
1d	Elect Director Frank A. D'Amelio	Mgmt	For	For
1e	Elect Director W. Roy Dunbar	Mgmt	For	For
1f	Elect Director Wayne A.I. Frederick	Mgmt	For	For
1g	Elect Director John W. Garratt	Mgmt	For	For
1h	Elect Director David A. Jones, Jr.	Mgmt	For	For
1i	Elect Director Karen W. Katz	Mgmt	For	For
1j	Elect Director William J. McDonald	Mgmt	For	For
1k	Elect Director James J. O'Brien	Mgmt	For	For
11	Elect Director Marissa T. Peterson	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

## **Johnson & Johnson**

**Meeting Date:** 04/23/2020

Country: USA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Mary C. Beckerle	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

#### **Johnson & Johnson**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruct
1b	Elect Director D. Scott Davis	Mgmt	For	For
1c	Elect Director Ian E. L. Davis	Mgmt	For	For
1d	Elect Director Jennifer A. Doudna	Mgmt	For	For
1e	Elect Director Alex Gorsky	Mgmt	For	For
1f	Elect Director Marillyn A. Hewson	Mgmt	For	For
1g	Elect Director Hubert Joly	Mgmt	For	For
1h	Elect Director Mark B. McClellan	Mgmt	For	For
1i	Elect Director Anne M. Mulcahy	Mgmt	For	For
1j	Elect Director Charles Prince	Mgmt	For	For
1k	Elect Director A. Eugene Washington	Mgmt	For	For
11	Elect Director Mark A. Weinberger	Mgmt	For	For
1m	Elect Director Ronald A. Williams	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
4	Amend Certificate of Incorporation to Permit Removal of Directors With or Without Cause	Mgmt	For	For
5	Require Independent Board Chair	SH	Against	Against
	Blended Rationale: [SF-S0107-101] Company has a desrole.	ignated lead director who	fulfills the requirements appropriate to such	
6	Report on Governance Measures Implemented Related to Opioids	SH	Against	Against
	Blended Rationale: [SF-S4578-111] Unon Engagement	Decided to Support Manag	gement	

Blended Rationale: [SF-S4578-111] Upon Engagement Decided to Support Management

## **Lockheed Martin Corporation**

Meeting Date: 04/23/2020

Country: USA
Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Daniel F. Akerson	Mgmt	For	For
1.2	Elect Director David B. Burritt	Mgmt	For	For
1.3	Elect Director Bruce A. Carlson	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

## **Lockheed Martin Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.4	Elect Director Joseph F. Dunford, Jr.	Mgmt	For	For
1.5	Elect Director James O. Ellis, Jr.	Mgmt	For	For
1.6	Elect Director Thomas J. Falk	Mgmt	For	For
1.7	Elect Director Ilene S. Gordon	Mgmt	For	For
1.8	Elect Director Marillyn A. Hewson	Mgmt	For	For
1.9	Elect Director Vicki A. Hollub	Mgmt	For	For
1.10	Elect Director Jeh C. Johnson	Mgmt	For	For
1.11	Elect Director Debra L. Reed-Klages	Mgmt	For	For
1.12	Elect Director James D. Taiclet, Jr.	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
4	Approve Omnibus Stock Plan	Mgmt	For	For
5	Provide Right to Act by Written Consent	SH	Against	Against
	Plandad Batianalas ICE CO220 0021 Chambaldana abasid	d barra 46 a rialek 6a a ak risik	h t ; t i   -	

Blended Rationale: [SF-S0238-002] Shareholders should have the right to act without waiting for the company to call a shareholder meeting. At this company, shareholders already have the right to act by calling a special meeting.

# **MGIC Investment Corporation**

Meeting Date: 04/23/2020

Country: USA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Daniel A. Arrigoni	Mgmt	For	For
1.2	Elect Director C. Edward Chaplin	Mgmt	For	For
1.3	Elect Director Curt S. Culver	Mgmt	For	For
1.4	Elect Director Jay C. Hartzell	Mgmt	For	For
1.5	Elect Director Timothy A. Holt	Mgmt	For	For
1.6	Elect Director Kenneth M. Jastrow, II	Mgmt	For	For
1.7	Elect Director Jodeen A. Kozlak	Mgmt	For	For
1.8	Elect Director Michael E. Lehman	Mgmt	For	For
1.9	Elect Director Melissa B. Lora	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

## **MGIC Investment Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.10	Elect Director Timothy J. Mattke	Mgmt	For	For
1.11	Elect Director Gary A. Poliner	Mgmt	For	For
1.12	Elect Director Sheryl L. Sculley	Mgmt	For	For
1.13	Elect Director Mark M. Zandi	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Approve Omnibus Stock Plan	Mgmt	For	For
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For

#### **Nestle SA**

Meeting Date: 04/23/2020

**Country:** Switzerland **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
1.2	Approve Remuneration Report	Mgmt	For	For
2	Approve Discharge of Board and Senior Management	Mgmt	For	For
3	Approve Allocation of Income and Dividends of CHF 2.70 per Share	Mgmt	For	For
4.1.a	Reelect Paul Bulcke as Director and Board Chairman	Mgmt	For	For
	Blended Rationale: [LN-M0201-006] As chairman of the	board, responsible for the	poor composition of the committees.	
4.1.b	Reelect Ulf Schneider as Director	Mgmt	For	For
4.1.c	Reelect Henri de Castries as Director	Mgmt	For	For
4.1.d	Reelect Renato Fassbind as Director	Mgmt	For	For
4.1.e	Reelect Ann Veneman as Director	Mgmt	For	For
4.1.f	Reelect Eva Cheng as Director	Mgmt	For	For
4.1.g	Reelect Patrick Aebischer as Director	Mgmt	For	For
4.1.h	Reelect Ursula Burns as Director	Mgmt	For	For

Blended Rationale: [SF-M0201-019] Vote against for serving on over an excessive number of public company boards which we believe raises substantial concerns about the director's ability to exercise sufficient oversight on this board.

Date range covered: 04/01/2020 to 06/30/2020

## **Nestle SA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4.1.i	Reelect Kasper Rorsted as Director	Mgmt	For	For
4.1.j	Reelect Pablo Isla as Director	Mgmt	For	For
4.1.k	Reelect Kimberly Ross as Director	Mgmt	For	For
4.1.l	Reelect Dick Boer as Director	Mgmt	For	For
4.1.m	Reelect Dinesh Paliwal as Director	Mgmt	For	For
4.2	Elect Hanne Jimenez de Mora as Director	Mgmt	For	For
4.3.1	Appoint Patrick Aebischer as Member of the Compensation Committee	Mgmt	For	For
4.3.2	Appoint Ursula Burns as Member of the Compensation Committee	Mgmt	For	For
	Blended Rationale: [SF-M0201-019] Vote against for believe raises substantial concerns about the director			rds which we
4.3.3	Appoint Pablo Isla as Member of the Compensation Committee	Mgmt	For	For
4.3.4	Appoint Dick Boer as Member of the Compensation Committee	Mgmt	For	For
4.4	Ratify Ernst & Young AG as Auditors	Mgmt	For	For
4.5	Designate Hartmann Dreyer as Independent Proxy	Mgmt	For	For
5.1	Approve Remuneration of Directors in the Amount of CHF 10 Million	Mgmt	For	For
5.2	Approve Remuneration of Executive Committee in the Amount of CHF 55 Million	Mgmt	For	For
6	Approve CHF 9.5 Million Reduction in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For
7	Transact Other Business (Voting)	Mgmt	Against	Abstain

Blended Rationale: [SF-M0105-001] The information provided is insufficient to make an informed voting decision.

## Pfizer Inc.

**Meeting Date:** 04/23/2020

Country: USA
Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Ronald E. Blaylock	Mgmt	For	For
1.2	Elect Director Albert Bourla	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

## **Pfizer Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.3	Elect Director W. Don Cornwell	Mgmt	For	For
1.4	Elect Director Joseph J. Echevarria	Mgmt	For	For
1.5	Elect Director Scott Gottlieb	Mgmt	For	For
1.6	Elect Director Helen H. Hobbs	Mgmt	For	For
1.7	Elect Director Susan Hockfield	Mgmt	For	For
1.8	Elect Director James M. Kilts	Mgmt	For	For
	Blended Rationale: .			
1.9	Elect Director Dan R. Littman	Mgmt	For	For
1.10	Elect Director Shantanu Narayen	Mgmt	For	For
1.11	Elect Director Suzanne Nora Johnson	Mgmt	For	For
1.12	Elect Director James Quincey	Mgmt	For	For
1.13	Elect Director James C. Smith	Mgmt	For	For
2	Ratify KPMG LLP as Auditor	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
4	Provide Right to Act by Written Consent	SH	Against	Against
	Blended Rationale: [SF-S0238-002] Shareholders should shareholder meeting. At this company, shareholders alre	-		
5	Amend Proxy Access Right	SH	Against	Against
	Blended Rationale: [SF-S4578-106] Company already ha	as policies in place to addr	ess these issues.	
6	Report on Lobbying Payments and Policy	SH	Against	Against
	Blended Rationale: 1- [SF-S4578-106] Company already	has policies in place to ac	ddress these issues.	
7	Require Independent Board Chair	SH	Against	Against
	Blended Rationale: [SF-S0107-101] Company has a designole.	ignated lead director who	fulfills the requirements appropriate to such	
8	Report on Gender Pay Gap	SH	Against	Against
	Blended Rationale: 1- [SF-S4578-106] Company already	has policies in place to ac	ddress these issues.	
9	Elect Director Susan Desmond-Hellmann	Mgmt	For	For

## **RELX Plc**

**Meeting Date:** 04/23/2020 **Country:** United Kingdom

Date range covered: 04/01/2020 to 06/30/2020

## **RELX Plc**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Remuneration Policy	Mgmt	For	For
3	Approve Remuneration Report	Mgmt	For	For
4	Approve Final Dividend	Mgmt	For	For
5	Reappoint Ernst & Young LLP as Auditors	Mgmt	For	For
6	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For
7	Elect Charlotte Hogg as Director	Mgmt	For	For
8	Re-elect Erik Engstrom as Director	Mgmt	For	For
9	Re-elect Sir Anthony Habgood as Director	Mgmt	For	For
10	Re-elect Wolfhart Hauser as Director	Mgmt	For	For
11	Re-elect Marike van Lier Lels as Director	Mgmt	For	For
12	Re-elect Nick Luff as Director	Mgmt	For	For
13	Re-elect Robert MacLeod as Director	Mgmt	For	For
14	Re-elect Linda Sanford as Director	Mgmt	For	For
15	Re-elect Andrew Sukawaty as Director	Mgmt	For	For
16	Re-elect Suzanne Wood as Director	Mgmt	For	For
17	Authorise Issue of Equity	Mgmt	For	For
18	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
19	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For
20	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For
21	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For

## **Schneider Electric SE**

Meeting Date: 04/23/2020 Country: France

Meeting Type: Annual/Special

Date range covered: 04/01/2020 to 06/30/2020

## **Schneider Electric SE**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Business	Mgmt		
1	Approve Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For
3	Approve Allocation of Income and Dividends of EUR 2.55 per Share	Mgmt	For	For
4	Approve Auditors' Special Report on Related-Party Transactions	Mgmt	For	For
5	Approve Termination Package of Emmanuel Babeau, Vice-CEO	Mgmt	For	For
6	Approve Compensation Report	Mgmt	For	For
7	Approve Compensation of Jean-Pascal Tricoire, Chairman and CEO	Mgmt	For	For
8	Approve Compensation of Emmanuel Babeau, Vice-CEO	Mgmt	For	For
9	Approve Remuneration Policy of Chairman and CEO	Mgmt	For	For
10	Approve Remuneration Policy of Emmanuel Babeau, Vice-CEO	Mgmt	For	For
11	Approve Remuneration Policy of Board Members	Mgmt	For	For
12	Reelect Leo Apotheker as Director	Mgmt	For	For
13	Reelect Cecile Cabanis as Director	Mgmt	For	Against
	Blended Rationale: [SF-M0201-019] Vote against for believe raises substantial concerns about the director	-		
14	Reelect Fred Kindle as Director	Mgmt	For	For
15	Reelect Willy Kissling as Director	Mgmt	For	For
16	Elect Jill Lee as Director	Mgmt	For	Against
	Blended Rationale: [SF-M0201-019] Vote against for believe raises substantial concerns about the director			
17	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
	Extraordinary Business	Mgmt		
18	Amend Article 11 of Bylaws to Comply with New Regulation Re: Employee Representatives	Mgmt	For	For
19	Amend Articles 13 and 16 of Bylaws to Comply with New Regulation	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

## **Schneider Electric SE**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
20	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	For
21	Authorize Capital Issuances for Use in Employee Stock Purchase Plans Reserved for Employees of International Subsidiaries	Mgmt	For	For
22	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For

# **Snap-on Incorporated**

Meeting Date: 04/23/2020

Country: USA

Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director David C. Adams	Mgmt	For	For
1.2	Elect Director Karen L. Daniel	Mgmt	For	For
1.3	Elect Director Ruth Ann M. Gillis	Mgmt	For	For
1.4	Elect Director James P. Holden	Mgmt	For	For
1.5	Elect Director Nathan J. Jones	Mgmt	For	For
1.6	Elect Director Henry W. Knueppel	Mgmt	For	For
1.7	Elect Director W. Dudley Lehman	Mgmt	For	For
1.8	Elect Director Nicholas T. Pinchuk	Mgmt	For	For
1.9	Elect Director Gregg M. Sherrill	Mgmt	For	For
1.10	Elect Director Donald J. Stebbins	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditor	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

# **Taylor Wimpey Plc**

Meeting Date: 04/23/2020

**Country:** United Kingdom **Meeting Type:** Annual

Date range covered: 04/01/2020 to 06/30/2020

# **Taylor Wimpey Plc**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Final Dividend	Mgmt	For	Abstain
	Blended Rationale: [LN-AB000-001] This proposal will be	be removed at the shareho	older meeting.	
3	Approve Special Dividend	Mgmt	For	Abstain
	Blended Rationale: [LN-AB000-001] This proposal will b	be removed at the shareho	older meeting.	
4	Elect Irene Dorner as Director	Mgmt	For	For
5	Re-elect Pete Redfern as Director	Mgmt	For	For
6	Re-elect Chris Carney as Director	Mgmt	For	For
7	Re-elect Jennie Daly as Director	Mgmt	For	For
8	Re-elect Kate Barker as Director	Mgmt	For	For
9	Re-elect Gwyn Burr as Director	Mgmt	For	For
10	Re-elect Angela Knight as Director	Mgmt	For	For
11	Elect Robert Noel as Director	Mgmt	For	For
12	Re-elect Humphrey Singer as Director	Mgmt	For	For
13	Reappoint Deloitte LLP as Auditors	Mgmt	For	For
14	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For
15	Authorise Issue of Equity	Mgmt	For	For
16	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
17	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For
18	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For
19	Approve Remuneration Report	Mgmt	For	For
20	Approve Remuneration Policy	Mgmt	For	For
21	Authorise EU Political Donations and Expenditure	Mgmt	For	For
22	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# **Telecom Italia SpA**

Meeting Date: 04/23/2020

Country: Italy

Meeting Type: Annual/Special

Proposal				Vote
Number	Proposal Text	Proponent	Mgmt Rec	Instruction
	Ordinary Business	Mgmt		
1.1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
1.2	Approve Allocation of Income	Mgmt	For	For
2.1	Elect Salvatore Rossi as Director	Mgmt	For	For
2.2	Elect Franck Cadoret as Director	Mgmt	For	For
3.1	Approve Remuneration Policy	Mgmt	For	For
3.2	Approve Second Section of the Remuneration Report	Mgmt	For	For
4	Approve Long Term Incentive Plan	Mgmt	For	Against
	Blended Rationale: [SD-M0500-004] Performance hurdle	es are insufficiently deman	ding.	
	Extraordinary Business	Mgmt		
5	Authorize Board to Increase Capital to Service Long Term Incentive Plan	Mgmt	For	Against
	Blended Rationale: [SD-M0500-004] Performance hurdle	es are insufficiently deman	ding.	
6	Approve Employee Share Plan; Authorize Board to Increase Capital to Service Employee Share Plan	Mgmt	For	For
7	Amend Company Bylaws Re: Article 9	Mgmt	For	For

# **Webster Financial Corporation**

Meeting Date: 04/23/2020

Country: USA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director William L. Atwell	Mgmt	For	For
1b	Elect Director John R. Ciulla	Mgmt	For	For
1c	Elect Director Elizabeth E. Flynn	Mgmt	For	For
1d	Elect Director E. Carol Hayles	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# **Webster Financial Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1e	Elect Director Linda H. Ianieri	Mgmt	For	For
1f	Elect Director Laurence C. Morse	Mgmt	For	For
1g	Elect Director Karen R. Osar	Mgmt	For	For
1h	Elect Director Mark Pettie	Mgmt	For	For
<b>1</b> i	Elect Director Lauren C. States	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify KPMG LLP as Auditors	Mgmt	For	For

## **Wolters Kluwer NV**

Meeting Date: 04/23/2020

**Country:** Netherlands **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instructi
	Annual Meeting Agenda	Mgmt		
1	Open Meeting	Mgmt		
2.a	Receive Report of Management Board (Non-Voting)	Mgmt		
2.b	Receive Report of Supervisory Board (Non-Voting)	Mgmt		
2.c	Approve Remuneration Report	Mgmt	For	Against
	Blended Rationale: [SF-M0550-001] Pay is not aligned discretion regarding increases.	ed with performance. [	LN-M0550-003] Poor use of remun	neration committee
3.a	Adopt Financial Statements	Mgmt	For	For
3.b	Receive Explanation on Dividend Policy	Mgmt		
3.c	Approve Dividends of EUR 1.18 Per Share	Mgmt	For	For
4.a	Approve Discharge of Management Board	Mgmt	For	For
4.b	Approve Discharge of Supervisory Board	Mgmt	For	For
5.a	Reelect Jeanette Horan to Supervisory Board	Mgmt	For	Against
	Blended Rationale: [LN-M0201-001] As remuneration arrangements.	n committee member,	responsible for poorly structured re	emuneration
5.b	Elect Jack de Kreij to Supervisory Board	Mgmt	For	For
5.c	Elect Sophie Vandebroek to Supervisory Board	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

#### **Wolters Kluwer NV**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction	
6	Approve Remuneration Policy for Management Board	Mgmt	For	Against	
	Blended Rationale: [SF-M0550-001] Pay is not aligned discretion regarding increases.	ed with performance. [L	N-M0550-003] Poor use of rem	nuneration committee	
7.a	Approve Remuneration Policy for Supervisory Board	Mgmt	For	For	
7.b	Amend Remuneration of Supervisory Board Members	Mgmt	For	For	
8.a	Grant Board Authority to Issue Shares Up To 10 Percent of Issued Capital	Mgmt	For	For	
8.b	Authorize Board to Exclude Preemptive Rights from Share Issuances	Mgmt	For	For	
9	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	
10	Authorize Cancellation of Repurchased Shares	Mgmt	For	For	
11	Other Business (Non-Voting)	Mgmt			
12	Close Meeting	Mgmt			

## **Amplifon SpA**

**Meeting Date:** 04/24/2020

**Country:** Italy **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruct	
	Ordinary Business	Mgmt			
1a	Accept Financial Statements and Statutory Reports	Mgmt	For	For	
1b	Approve Allocation of Income	Mgmt	For	For	
2	Approve Remuneration of Directors	Mgmt	For	For	
3a	Approve Remuneration Policy	Mgmt	For	Against	
	Blended Rationale: [LN-M0550-004] Poor use of remuneration committee discretion regarding the grant of a one-off award. [SD-M0550-005] Potentially excessive termination payment				
3b	Approve Second Section of the Remuneration Report	Mgmt	For	Against	

Blended Rationale: [SD-M0550-005] Potentially excessive termination payment[LN-M0550-003] Poor use of remuneration committee discretion regarding increases.[SF-M0550-002] We find the report lacking in sufficient detail to provide shareholders with a clear understanding of the company's approach to paying its executives.

Date range covered: 04/01/2020 to 06/30/2020

## **Amplifon SpA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Authorize Share Repurchase Program and Reissuance of Repurchased Shares	Mgmt	For	For

## AT&T Inc.

Meeting Date: 04/24/2020

Country: USA

Meeting Type: Annual

D				Vote
Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruct
1.1	Elect Director Randall L. Stephenson	Mgmt	For	For
1.2	Elect Director Samuel A. Di Piazza, Jr.	Mgmt	For	For
1.3	Elect Director Richard W. Fisher	Mgmt	For	For
1.4	Elect Director Scott T. Ford	Mgmt	For	For
1.5	Elect Director Glenn H. Hutchins	Mgmt	For	For
1.6	Elect Director William E. Kennard	Mgmt	For	For
1.7	Elect Director Debra L. Lee	Mgmt	For	For
1.8	Elect Director Stephen J. Luczo	Mgmt	For	For
1.9	Elect Director Michael B. McCallister	Mgmt	For	For
1.10	Elect Director Beth E. Mooney	Mgmt	For	For
	Blended Rationale: [SF-M0201-019] Vote against a CEO, which we believe raises substantial concern	_		
1.11	Elect Director Matthew K. Rose	Mgmt	For	For
1.12	Elect Director Cynthia B. Taylor	Mgmt	For	For
1.13	Elect Director Geoffrey Y. Yang	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
4	Require Independent Board Chairman	SH	Against	Against
	Blended Rationale: [SF-S0107-101] Company has role.	a designated lead direct	or who fulfills the requirements approp	oriate to such
5	Approve Nomination of Employee Representative Director	SH	Against	Against

Blended Rationale: 1- [SF-S4578-105] Personnel matters should be left to the board, which can be held accountable for its decisions through the election of directors.

Date range covered: 04/01/2020 to 06/30/2020

#### AT&T Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
6	Improve Guiding Principles of Executive Compensation	SH	Against	Against

Blended Rationale: [SF-S0500-102] Executive compensation matters should be left to the board's compensation committee, which can be held accountable for its decisions through the election of directors.

## **First Horizon National Corporation**

Meeting Date: 04/24/2020 Country: USA

Meeting Type: Special

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Issue Shares in Connection with Merger	Mgmt	For	For
2	Increase Authorized Common Stock	Mgmt	For	For
3	Advisory Vote on Golden Parachutes	Mgmt	For	For
4	Adjourn Meeting	Mgmt	For	For

## **Galp Energia SGPS SA**

Meeting Date: 04/24/2020 Country: Portugal

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Individual and Consolidated Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Allocation of Income	Mgmt	For	For
3	Appraise Management of Company and Approve Vote of Confidence to Board of Directors	Mgmt	For	For
4	Appraise Supervision of Company and Approve Vote of Confidence to Fiscal Council	Mgmt	For	For
5	Appraise Work Performed by Statutory Auditor and Approve Vote of Confidence to Statutory Auditor	Mgmt	For	For
6	Approve Statement on Remuneration Policy	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# **Galp Energia SGPS SA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
7	Authorize Repurchase and Reissuance of Shares and Bonds	Mgmt	For	For

# **Hermes International SCA**

Meeting Date: 04/24/2020

Country: France

Meeting Type: Annual/Special

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instructi
	Ordinary Business	Mgmt		
1	Approve Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For
3	Approve Discharge of General Managers	Mgmt	For	For
4	Approve Allocation of Income and Dividends of EUR 4.55 per Share	Mgmt	For	For
5	Approve Auditors' Special Report on Related-Party Transactions	Mgmt	For	Against
	Blended Rationale: [SF-M0460-001] The company did transaction.	not provide sufficient in	formation to support the related party	
6	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
7	Approve Compensation of Corporate Officers	Mgmt	For	Against
	Blended Rationale: [LN-M0550-001] Remuneration arr provide sufficient understanding of the company's ren company performance.			
8	Approve Compensation of Axel Dumas, General Manager	Mgmt	For	Against
	Blended Rationale: [LN-M0550-001] Remuneration are provide sufficient understanding of the company's ren company performance.			
9	Approve Compensation of Emile Hermes SARL, General Manager	Mgmt	For	Against
	Blended Rationale: [LN-M0550-001] Remuneration arr provide sufficient understanding of the company's ren company performance.			
10	Approve Compensation of Eric de Seynes, Chairman of the Supervisory Board	Mgmt	For	For

Blended Rationale: .

Date range covered: 04/01/2020 to 06/30/2020

## **Hermes International SCA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
11	Approve Remuneration Policy of General Managers	Mgmt	For	Against
	Blended Rationale: [LN-M0550-001] Remuneration arra	angements are poorly stru	ctured.	
12	Approve Remuneration Policy of Supervisory Board Members	Mgmt	For	For
13	Reelect Dorothee Altmayer as Supervisory Board Member	Mgmt	For	For
14	Reelect Monique Cohen as Supervisory Board Member	Mgmt	For	For
15	Reelect Renaud Mommeja as Supervisory Board Member	Mgmt	For	For
16	Reelect Eric de Seynes as Supervisory Board Member	Mgmt	For	For
	Blended Rationale: [SF-M0201-019] Vote against for se believe raises substantial concerns about the director's	-		
	Extraordinary Business	Mgmt		
17	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For
18	Authorize up to 2 Percent of Issued Capital for Use in Stock Option Plans	Mgmt	For	Against
	Blended Rationale: [LN-M0550-001] Remuneration arra	angements are poorly stru	ctured.	
19	Authorize up to 2 Percent of Issued Capital for Use in Restricted Stock Plans	Mgmt	For	Against
	Blended Rationale: [LN-M0550-001] Remuneration arra	angements are poorly stru	ctured.	
20	Amend Articles 18 and 22 of Bylaws Re: Employee Reprensentative and Supervisory Board Members Remuneration	Mgmt	For	For
21	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For

# **HSBC Holdings Plc**

Meeting Date: 04/24/2020

**Country:** United Kingdom **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Management Proposals	Mgmt		
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# **HSBC Holdings Plc**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Approve Remuneration Report	Mgmt	For	For
3a	Elect Noel Quinn as Director	Mgmt	For	For
3b	Re-elect Laura Cha as Director	Mgmt	For	For
3c	Re-elect Henri de Castries as Director	Mgmt	For	For
3d	Re-elect Irene Lee as Director	Mgmt	For	For
3e	Re-elect Jose Antonio Meade Kuribrena as Director	Mgmt	For	For
3f	Re-elect Heidi Miller as Director	Mgmt	For	For
3g	Re-elect David Nish as Director	Mgmt	For	For
3h	Re-elect Ewen Stevenson as Director	Mgmt	For	For
3i	Re-elect Jackson Tai as Director	Mgmt	For	For
3j	Re-elect Mark Tucker as Director	Mgmt	For	For
3k	Re-elect Pauline van der Meer Mohr as Director	Mgmt	For	For
4	Reappoint PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
5	Authorise the Group Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For
6	Authorise EU Political Donations and Expenditure	Mgmt	For	For
7	Authorise Issue of Equity	Mgmt	For	For
8	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
9	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For
10	Authorise Directors to Allot Any Repurchased Shares	Mgmt	For	For
11	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For
12	Authorise Issue of Equity in Relation to Contingent Convertible Securities	Mgmt	For	For
13	Authorise Issue of Equity without Pre-emptive Rights in Relation to Contingent Convertible Securities	Mgmt	For	For
14	Amend Share Plan 2011	Mgmt	For	For
15	Amend Savings-Related Share Option Plan (UK)	Mgmt	For	For
16	Amend UK Share Incentive Plan and International Employee Share Purchase Plan	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

## **HSBC** Holdings Plc

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
17	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For
	Shareholder Proposal	Mgmt		
18	Remove the "State Deduction" Feature of the Post 1974 Midland Bank Defined Benefit Pension Scheme	SH	Against	Against
	Blended Rationale: [LN-M0100-005] No clear benefit to	o minority shareholders.		

# **Kellogg Company**

Meeting Date: 04/24/2020

Country: USA

Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Stephanie Burns	Mgmt	For	For
1b	Elect Director Steve Cahillane	Mgmt	For	For
1c	Elect Director Richard Dreiling	Mgmt	For	For
1d	Elect Director La June Montgomery Tabron	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
4	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For
5	Declassify the Board of Directors	Mgmt	For	For
6	Adopt Simple Majority Vote	SH	Against	Against

Blended Rationale: [SF-S0212-101] Company has a resignation policy in place for directors who do not receive a majority vote.

# L3Harris Technologies, Inc.

Meeting Date: 04/24/2020

Country: USA

Date range covered: 04/01/2020 to 06/30/2020

## L3Harris Technologies, Inc.

Proposal	Processed Total	<b></b>	Marrie Dana	Vote
Number	Proposal Text	Proponent	Mgmt Rec	Instruc
1a	Elect Director Sallie B. Bailey	Mgmt	For	For
1b	Elect Director William M. Brown	Mgmt	For	For
1c	Elect Director Peter W. Chiarelli	Mgmt	For	For
1d	Elect Director Thomas A. Corcoran	Mgmt	For	For
1e	Elect Director Thomas A. Dattilo	Mgmt	For	For
1f	Elect Director Roger B. Fradin	Mgmt	For	For
1g	Elect Director Lewis Hay, III	Mgmt	For	For
1h	Elect Director Lewis Kramer	Mgmt	For	For
1i	Elect Director Christopher E. Kubasik	Mgmt	For	For
1j	Elect Director Rita S. Lane	Mgmt	For	For
1k	Elect Director Robert B. Millard	Mgmt	For	For
11	Elect Director Lloyd W. Newton	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
4	Eliminate Supermajority Vote Requirement and Fair Price Requirements for Business Combinations	Mgmt	For	For
5	Amend Certificate of Incorporation to Eliminate the Anti-Greenmail Provision	Mgmt	For	For
6	Amend Certificate of Incorporation to Eliminate Cumulative Voting Provision	Mgmt	For	For
7	Provide Right to Act by Written Consent	SH	Against	Against

Blended Rationale: [SF-S0238-002] Shareholders should have the right to act without waiting for the company to call a shareholder meeting. At this company, shareholders already have the right to act by calling a special meeting.

#### Park Hotels & Resorts Inc.

Meeting Date: 04/24/2020 Country: USA

Date range covered: 04/01/2020 to 06/30/2020

## Park Hotels & Resorts Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1A	Elect Director Thomas J. Baltimore, Jr.	Mgmt	For	For
1B	Elect Director Gordon M. Bethune	Mgmt	For	For
1C	Elect Director Patricia M. Bedient	Mgmt	For	For
1D	Elect Director Thomas D. Eckert	Mgmt	For	For
1E	Elect Director Geoffrey M. Garrett	Mgmt	For	For
1F	Elect Director Christie B. Kelly	Mgmt	For	For
1G	Elect Director Joseph I. Lieberman	Mgmt	For	For
1H	Elect Director Thomas A. Natelli	Mgmt	For	For
1I	Elect Director Timothy J. Naughton	Mgmt	For	For
1J	Elect Director Stephen I. Sadove	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

## **Pearson Plc**

Meeting Date: 04/24/2020

**Country:** United Kingdom **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Final Dividend	Mgmt	For	For
3	Elect Sherry Coutu as Director	Mgmt	For	For
4	Elect Sally Johnson as Director	Mgmt	For	For
5	Elect Graeme Pitkethly as Director	Mgmt	For	For
6	Re-elect Elizabeth Corley as Director	Mgmt	For	For
7	Re-elect Vivienne Cox as Director	Mgmt	For	For
8	Re-elect John Fallon as Director	Mgmt	For	For
9	Re-elect Linda Lorimer as Director	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

#### **Pearson Plc**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
10	Re-elect Michael Lynton as Director	Mgmt	For	Against
	Blended Rationale: [SF-M0201-019] Nominee serves or raises substantial concerns about the director's ability to			
11	Re-elect Tim Score as Director	Mgmt	For	For
12	Re-elect Sidney Taurel as Director	Mgmt	For	For
13	Re-elect Lincoln Wallen as Director	Mgmt	For	For
14	Approve Remuneration Policy	Mgmt	For	For
15	Approve Remuneration Report	Mgmt	For	For
16	Approve Long Term Incentive Plan	Mgmt	For	For
17	Reappoint PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
18	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For
19	Authorise Issue of Equity	Mgmt	For	For
20	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
21	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For
22	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For
23	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For

## **TechnipFMC plc**

**Meeting Date:** 04/24/2020

**Country:** United Kingdom **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Douglas J. Pferdehirt	Mgmt	For	For
1b	Elect Director Eleazar de Carvalho Filho	Mgmt	For	For
	Blended Rationale: .			
1c	Elect Director Arnaud Caudoux	Mgmt	For	For
1d	Elect Director Pascal Colombani	Mgmt	For	For
1e	Elect Director Marie-Ange Debon	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# **TechnipFMC plc**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1f	Elect Director Claire S. Farley	Mgmt	For	For
1g	Elect Director Didier Houssin	Mgmt	For	For
1h	Elect Director Peter Mellbye	Mgmt	For	For
<b>1</b> i	Elect Director John O'Leary	Mgmt	For	For
1j	Elect Director Olivier Piou	Mgmt	For	For
1k	Elect Director Kay G. Priestly	Mgmt	For	For
11	Elect Director Joseph Rinaldi	Mgmt	For	For
1m	Elect Director James M. Ringler	Mgmt	For	Against
	Blended Rationale: [SF-M0201-019] Nominee serves on raises substantial concerns about the director's ability to			
1n	Elect Director John Yearwood	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Approve Directors' Remuneration Report	Mgmt	For	For
4	Accept Financial Statements and Statutory Reports	Mgmt	For	For
5	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
6	Re-appoint PricewaterhouseCoopers LLP as U.K. Statutory Auditor	Mgmt	For	For
7	Authorize Board to Fix Remuneration of Auditors	Mgmt	For	For

# **Assicurazioni Generali SpA**

Meeting Date: 04/27/2020 Country: Italy

Meeting Type: Annual/Special

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Business	Mgmt		
1a	Accept Financial Statements and Statutory Reports	Mgmt	For	For
1b	Approve Allocation of Income	Mgmt	For	For
	Appoint Internal Statutory Auditors (Slate Election) - Choose One of the Following Slates	Mgmt		

Date range covered: 04/01/2020 to 06/30/2020

# **Assicurazioni Generali SpA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2a.1	Slate Submitted by Mediobanca Spa	SH	None	For
	Blended Rationale: [LN-S0275-101] This slate better rep	presents the interests of n	ninority shareholders.	
2a.2	Slate Submitted by Institutional Investors (Assogestioni)	SH	None	Against
	Blended Rationale: [LN-S0275-102] Another slate better	r represents the interests	of minority shareholders.	
2b	Approve Internal Auditors' Remuneration	Mgmt	For	For
3a	Approve Remuneration Policy	Mgmt	For	Against
	Blended Rationale: [LN-M0550-003] Poor use of remund Remuneration arrangements are poorly structured.	eration committee discreti	ion regarding increases.[LN-M0550-001]	
3b	Approve Second Section of the Remuneration Report	Mgmt	For	Against
	Blended Rationale: [SF-M0550-002] We find the report understanding of the company's approach to paying its structured.[LN-M0550-003] Poor use of remuneration of	executives. [LN-M0550-0	001] Remuneration arrangements are poorly	
4a	Approve Group Long Term Incentive Plan	Mgmt	For	For
4b	Authorize Share Repurchase Program and Reissuance of Repurchased Shares to Service Group Long Term Incentive Plan	Mgmt	For	For
	Extraordinary Business	Mgmt		
4c	Authorize Board to Increase Capital to Service Group Long Term Incentive Plan	Mgmt	For	For
	Ordinary Business	Mgmt		
5a	Approve Performance Share Plan	Mgmt	For	Against
	Blended Rationale: [LN-M0550-001] Remuneration arra	ngements are poorly struc	ctured.	
5b	Authorize Share Repurchase Program and Reissuance of Repurchased Shares to Service Performance Share Plan	Mgmt	For	Against
	Blended Rationale: [LN-M0550-001] Remuneration arra	ngements are poorly struc	ctured.	
	Extraordinary Business	Mgmt		
5c	Authorize Board to Increase Capital to Service Performance Share Plan	Mgmt	For	Against
	Blended Rationale: [LN-M0550-001] Remuneration arra	ngements are poorly struc	ctured.	
6a	Amend Company Bylaws Re: Article 3.1	Mgmt	For	For
6b	Amend Company Bylaws Re: Article 9.1	Mgmt	For	For
6c	Amend Company Bylaws Re: Article 33.7	Mgmt	For	For
6d	Amend Company Bylaws Re: Article 28.1	Mgmt	For	For
6e	Amend Company Bylaws Re: Article 28.2	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# **Assicurazioni Generali SpA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
6f	Amend Company Bylaws Re: Articles 28.4, 28.10, 28.13	Mgmt	For	For
6g	Amend Company Bylaws Re: Articles 28.5 and 28.6	Mgmt	For	For
6h	Amend Company Bylaws Re: Article 28.10	Mgmt	For	For

# **Genuine Parts Company**

Meeting Date: 04/27/2020

Country: USA

Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Elizabeth W. Camp	Mgmt	For	For
1.2	Elect Director Richard Cox, Jr.	Mgmt	For	For
1.3	Elect Director Paul D. Donahue	Mgmt	For	For
1.4	Elect Director Gary P. Fayard	Mgmt	For	For
1.5	Elect Director P. Russell Hardin	Mgmt	For	For
1.6	Elect Director John R. Holder	Mgmt	For	For
1.7	Elect Director Donna W. Hyland	Mgmt	For	For
1.8	Elect Director John D. Johns	Mgmt	For	For
1.9	Elect Director Jean-Jacques Lafont	Mgmt	For	For
1.10	Elect Director Robert C. "Robin" Loudermilk, Jr.	Mgmt	For	For
1.11	Elect Director Wendy B. Needham	Mgmt	For	For
1.12	Elect Director E. Jenner Wood, III	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
4	Report on EEO	SH	Against	For

Blended Rationale: 1- [SF-S0000-003] Support proposal due to lack of adequate corporate disclosure.

Date range covered: 04/01/2020 to 06/30/2020

# **Pershing Square Holdings Ltd.**

Meeting Date: 04/27/2020 Country: Guernsey

Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
3	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For
4	Re-elect Nicholas Botta as Director	Mgmt	For	For
5	Re-elect Richard Battey as Director	Mgmt	For	For
6	Re-elect Anne Farlow as Director	Mgmt	For	For
7	Re-elect Bronwyn Curtis as Director	Mgmt	For	For
8	Re-elect Richard Wohanka as Director	Mgmt	For	For
9	Authorise Market Purchase of Public Shares	Mgmt	For	For
10	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For

# **Ally Financial Inc.**

Meeting Date: 04/28/2020

Country: USA
Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Franklin W. Hobbs	Mgmt	For	For
1.2	Elect Director Kenneth J. Bacon	Mgmt	For	For
1.3	Elect Director Katryn (Trynka) Shineman Blake	Mgmt	For	For
1.4	Elect Director Maureen A. Breakiron-Evans	Mgmt	For	For
1.5	Elect Director William H. Cary	Mgmt	For	For
1.6	Elect Director Mayree C. Clark	Mgmt	For	For
1.7	Elect Director Kim S. Fennebresque	Mgmt	For	For
1.8	Elect Director Marjorie Magner	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# **Ally Financial Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.9	Elect Director Brian H. Sharples	Mgmt	For	For
1.10	Elect Director John J. Stack	Mgmt	For	For
1.11	Elect Director Michael F. Steib	Mgmt	For	For
1.12	Elect Director Jeffrey J. Brown	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

# **Apartment Investment and Management Company**

Meeting Date: 04/28/2020

Country: USA

Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Terry Considine	Mgmt	For	For
1.2	Elect Director Thomas L. Keltner	Mgmt	For	For
1.3	Elect Director Robert A. Miller	Mgmt	For	For
1.4	Elect Director Devin I. Murphy	Mgmt	For	For
1.5	Elect Director Kathleen M. Nelson	Mgmt	For	For
1.6	Elect Director John D. Rayis	Mgmt	For	For
1.7	Elect Director Ann Sperling	Mgmt	For	For
1.8	Elect Director Michael A. Stein	Mgmt	For	For
1.9	Elect Director Nina A. Tran	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
4	Approve Nonqualified Employee Stock Purchase Plan	Mgmt	For	For

### **Boliden AB**

Meeting Date: 04/28/2020

Country: Sweden

Date range covered: 04/01/2020 to 06/30/2020

### **Boliden AB**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Open Meeting	Mgmt		
2	Elect Chairman of Meeting	Mgmt	For	For
3	Prepare and Approve List of Shareholders	Mgmt	For	For
4	Approve Agenda of Meeting	Mgmt	For	For
5	Designate Inspector(s) of Minutes of Meeting	Mgmt	For	For
6	Acknowledge Proper Convening of Meeting	Mgmt	For	For
7	Receive Financial Statements and Statutory Reports	Mgmt		
8	Receive Report on Work of Board and its Committees	Mgmt		
9	Receive President's Report	Mgmt		
10	Receive Report on Audit Work	Mgmt		
11	Accept Financial Statements and Statutory Reports	Mgmt	For	For
12	Approve Allocation of Income and Dividends of SEK 7 Per Share	Mgmt	For	For
13	Approve Discharge of Board and President	Mgmt	For	For
14	Determine Number of Directors (7) and Deputy Directors (0) of Board; Set Number of Auditors at One	Mgmt	For	For
15	Approve Remuneration of Directors in the Amount of SEK 1.75 Million for Chairman and SEK 580,000 for Other Directors; Approve Remuneration for Committee Work	Mgmt	For	For
16.a	Elect Helene Bistrom as New Director	Mgmt	For	For
16.b	Reelect Tom Erixon as Director	Mgmt	For	For
16.c	Reelect Michael G:son Low as Director	Mgmt	For	For
16.d	Reelect Perttu Louhiluoto as Director	Mgmt	For	For
16.e	Reelect Elisabeth Nilsson as Director	Mgmt	For	For
16.f	Reelect Pia Rudengren as Director	Mgmt	For	For
16.g	Reelect Anders Ullberg as Director	Mgmt	For	Against

Blended Rationale: [SF-M0201-019] Vote against for serving on over an excessive number of public company boards which we believe raises substantial concerns about the director's ability to exercise sufficient oversight on this board.

Date range covered: 04/01/2020 to 06/30/2020

### **Boliden AB**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
16.h	Reelect Anders Ullberg as Board Chairman	Mgmt	For	Against
	Blended Rationale: [SF-M0201-019] Vote against for se believe raises substantial concerns about the director's chairman of the board, responsible for the poor compo	ability to exercise sufficient		
17	Approve Remuneration of Auditors	Mgmt	For	For
18	Ratify Deloitte as Auditors	Mgmt	For	For
19	Approve Remuneration Policy And Other Terms of Employment For Executive Management	Mgmt	For	For
20	Reelect Jan Andersson (Chairman), Lars Erik Forsgardh, Ola Peter Gjessing, Lilian FossumBiner and Anders Ullberg as Members of Nominating Committee	Mgmt	For	For
21	Allow Questions	Mgmt		
22	Close Meeting	Mgmt		

# **Centene Corporation**

**Meeting Date:** 04/28/2020

Country: USA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Michael F. Neidorff	Mgmt	For	For
1b	Elect Director H. James Dallas	Mgmt	For	For
1c	Elect Director Robert K. Ditmore	Mgmt	For	Against
	Blended Rationale: [LN-M0201-001] Nominee serves as structured arrangements.	chair of the remuneration	committee, which is responsible for poory	
1d	Elect Director Richard A. Gephardt	Mgmt	For	Against
1e	Elect Director Lori J. Robinson	Mgmt	For	For
1f	Elect Director William L. Trubeck	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
3	Ratify KPMG LLP as Auditors	Mgmt	For	For
4	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For
5	Report on Political Contributions Disclosure	SH	Against	Against

Date range covered: 04/01/2020 to 06/30/2020

# **Centene Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
6	Eliminate Supermajority Vote Requirement	SH	Against	For

Blended Rationale: [SF-S0311-001] Supermajority vote requirement serves as an entrenchment device for management.

# **Comerica Incorporated**

Meeting Date: 04/28/2020

Country: USA

Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Michael E. Collins	Mgmt	For	For
1.2	Elect Director Roger A. Cregg	Mgmt	For	For
1.3	Elect Director T. Kevin DeNicola	Mgmt	For	For
1.4	Elect Director Curtis C. Farmer	Mgmt	For	For
1.5	Elect Director Jacqueline P. Kane	Mgmt	For	For
1.6	Elect Director Richard G. Lindner	Mgmt	For	For
1.7	Elect Director Barbara R. Smith	Mgmt	For	For
1.8	Elect Director Robert S. Taubman	Mgmt	For	For
1.9	Elect Director Reginald M. Turner, Jr.	Mgmt	For	For
1.10	Elect Director Nina G. Vaca	Mgmt	For	For
1.11	Elect Director Michael G. Van de Ven	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

## **First Horizon National Corporation**

Meeting Date: 04/28/2020

Country: USA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kenneth A. Burdick	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

## **First Horizon National Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.2	Elect Director John C. Compton	Mgmt	For	For
1.3	Elect Director Wendy P. Davidson	Mgmt	For	For
1.4	Elect Director Mark A. Emkes	Mgmt	For	For
1.5	Elect Director Corydon J. Gilchrist	Mgmt	For	For
1.6	Elect Director D. Bryan Jordan	Mgmt	For	For
1.7	Elect Director Vicki R. Palmer	Mgmt	For	For
1.8	Elect Director Colin V. Reed	Mgmt	For	For
1.9	Elect Director Cecelia D. Stewart	Mgmt	For	For
1.10	Elect Director Rajesh Subramaniam	Mgmt	For	For
1.11	Elect Director R. Eugene Taylor	Mgmt	For	For
1.12	Elect Director Luke Yancy, III	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify KPMG LLP as Auditors	Mgmt	For	For

## **Galapagos NV**

Meeting Date: 04/28/2020

Country: Belgium

Meeting Type: Annual/Special

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt		
	Ordinary Part	Mgmt		
1	Receive Directors' and Auditors' Reports (Non-Voting)	Mgmt		
2	Approve Financial Statements and Allocation of Income	Mgmt	For	For
3	Receive Auditors' Reports (Non-Voting)	Mgmt		
4	Receive Consolidated Financial Statements and Statutory Reports (Non-Voting)	Mgmt		
5	Approve Remuneration Policy	Mgmt	For	Against

Blended Rationale: [SF-M0550-002] We find the report lacking in sufficient detail to provide shareholders with a clear understanding of the company's approach to paying its executives. [LN-M0550-001] Poorly structured remuneration arrangements.[SD-M0550-004] Insufficiently demanding performance hurdle

Date range covered: 04/01/2020 to 06/30/2020

# **Galapagos NV**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
6	Approve Remuneration Report	Mgmt	For	Against
	Blended Rationale: [LN-M0550-004] Poor use of remune [LN-M0550-001] Poorly structured remuneration arrange			
7	Approve Discharge of Directors and Auditor	Mgmt	For	For
8	Acknowledge Information on Auditors' Remuneration	Mgmt		
9	Ratify Deloitte as Auditor and Approve Auditors' Remuneration	Mgmt	For	For
10	Re-elect Mary Kerr as Independent Director	Mgmt	For	For
11	Elect Elisabeth Svanberg as Independent Director	Mgmt	For	For
12	Approve Remuneration of Directors	Mgmt	For	For
13	Approve Offer of 85,000 Subscription Rights	Mgmt	For	Against
	Blended Rationale: [SD-M0500-005] Unsatisfactory vest structured remuneration arrangements.[SD-M0550-004]	-		
	Special Part	Mgmt		
1	Receive Special Board Report Re: Change Purpose of Company	Mgmt		
2	Amend Corporate Purpose	Mgmt	For	For
3	Amend Articles Re: New Code of Companies and Associations	Mgmt	For	For
4	Elect Supervisory Board Members	Mgmt	For	For
5	Authorize Implementation of Approved Resolutions and Coordination of Article	Mgmt	For	For
6	Authorize Filing of Required Documents/Formalities at Trade Registry	Mgmt	For	For

# **Huntington Ingalls Industries, Inc.**

Meeting Date: 04/28/2020 Country: USA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Philip M. Bilden	Mgmt	For	For
1.2	Elect Director Augustus L. Collins	Mgmt	For	For
1.3	Elect Director Kirkland H. Donald	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

## **Huntington Ingalls Industries, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.4	Elect Director Victoria D. Harker	Mgmt	For	For
1.5	Elect Director Anastasia D. Kelly	Mgmt	For	For
1.6	Elect Director Tracy B. McKibben	Mgmt	For	For
1.7	Elect Director C. Michael Petters	Mgmt	For	For
1.8	Elect Director Thomas C. Schievelbein	Mgmt	For	For
1.9	Elect Director John K. Welch	Mgmt	For	For
1.10	Elect Director Stephen R. Wilson	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
4	Provide Right to Act by Written Consent	SH	Against	Against
	Diameter de la Detienate de CCC CO220 0021 Chamabaldana aband	d b 4b:-b4-b		

Blended Rationale: [SF-S0238-002] Shareholders should have the right to act without waiting for the company to call a shareholder meeting. At this company, shareholders already have the right to act by calling a special meeting.

## **ING Groep NV**

Meeting Date: 04/28/2020

**Country:** Netherlands **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt		
1	Open Meeting	Mgmt		
2.a	Receive Report of Management Board (Non-Voting)	Mgmt		
2.b	Receive Announcements on Sustainability	Mgmt		
2.c	Receive Report of Supervisory Board (Non-Voting)	Mgmt		
2.d	Approve Remuneration Report	Mgmt	For	For
2.e	Adopt Financial Statements and Statutory Reports	Mgmt	For	For
3.a	Receive Explanation on Profit Retention and Distribution Policy	Mgmt		
3.b	Approve Dividends of EUR 0.69 Per Share	Mgmt		
4.a	Approve Discharge of Management Board	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# **ING Groep NV**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4.b	Approve Discharge of Supervisory Board	Mgmt	For	For
5	Approve Remuneration Policy for Management Board	Mgmt	For	For
6	Approve Remuneration Policy for Supervisory Board	Mgmt	For	For
7	Amend Articles of Association	Mgmt	For	For
8.a	Elect Juan Colombas to Supervisory Board	Mgmt	For	For
8.b	Elect Herman Hulst to Supervisory Board	Mgmt	For	For
8.c	Elect Harold Naus to Supervisory Board	Mgmt	For	For
9.a	Grant Board Authority to Issue Shares	Mgmt	For	For
9.b	Grant Board Authority to Issue Shares Up To 10 Percent of Issued Capital and Restricting/Excluding Preemptive Rights	Mgmt	For	For
10	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For

# **International Business Machines Corporation**

Meeting Date: 04/28/2020 Country: USA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Thomas Buberl	Mgmt	For	For
1.2	Elect Director Michael L. Eskew	Mgmt	For	For
1.3	Elect Director David N. Farr	Mgmt	For	For
1.4	Elect Director Alex Gorsky	Mgmt	For	For
1.5	Elect Director Michelle J. Howard	Mgmt	For	For
1.6	Elect Director Arvind Krishna	Mgmt	For	For
1.7	Elect Director Andrew N. Liveris	Mgmt	For	For
1.8	Elect Director Frederick William McNabb, III	Mgmt	For	For
1.9	Elect Director Martha E. Pollack	Mgmt	For	For
1.10	Elect Director Virginia M. Rometty	Mgmt	For	For
1.11	Elect Director Joseph R. Swedish	Mgmt	For	For
1.12	Elect Director Sidney Taurel	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# **International Business Machines Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction		
1.13	Elect Director Peter R. Voser	Mgmt	For	For		
1.14	Elect Director Frederick H. Waddell	Mgmt	For	For		
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For		
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For		
4	Amend Governing Documents to allow Removal of Directors	SH	Against	Against		
	Blended Rationale: [SF-S4578-106] Company already ha	s policies in place to addr	ess these issues.			
5	Provide Right to Act by Written Consent	SH	Against	Against		
	Blended Rationale: [SF-S0238-002] Shareholders should have the right to act without waiting for the company to call a shareholder meeting. At this company, shareholders already have the right to act by calling a special meeting.					
6	Require Independent Board Chairman	SH	Against	Against		
	Blended Rationale: [SF-S0107-101] Company has a desi role.	gnated lead director who	fulfills the requirements appropriate to such			

Total

# Kesko Oyj

Meeting Date: 04/28/2020

**Country:** Finland **Meeting Type:** Annual

Proposal				Vote
Number	Proposal Text	Proponent	Mgmt Rec	Instruction
1	Open Meeting	Mgmt		
2	Call the Meeting to Order	Mgmt		
3	Designate Inspector or Shareholder Representative(s) of Minutes of Meeting	Mgmt	For	For
4	Acknowledge Proper Convening of Meeting	Mgmt	For	For
5	Prepare and Approve List of Shareholders	Mgmt	For	For
6	Receive CEO's Review	Mgmt		
7	Receive Financial Statements and Statutory Reports; Receive the Board's Report; Receive the Auditor's Report	Mgmt		
8	Accept Financial Statements and Statutory Reports	Mgmt	For	For
9	Approve Allocation of Income and Dividends of EUR 2.52 Per Share	Mgmt	For	For
10	Approve Discharge of Board and President	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# Kesko Oyj

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
11	Approve Remuneration Policy And Other Terms of Employment For Executive Management	Mgmt	For	Against
	Blended Rationale: [LN-M0550-001] Remuneration and	rangements are poorly stru	ictured.	
12	Approve Remuneration of Directors in the Amount of EUR 97,000 for Chairman; EUR 60,000 for Vice Chairman, and EUR 45,000 for Other Directors; Approve Meeting Fees; Approve Remuneration for Committee Work	Mgmt	For	For
13	Approve Remuneration of Auditors	Mgmt	For	For
14	Ratify Deloitte as Auditors	Mgmt	For	For
15	Approve Share Issue to the Shareholders without Payment in Proportion to their Holdings	Mgmt	For	For
16	Approve Issuance of up to 40 Million Class B Shares without Preemptive Rights	Mgmt	For	For
17	Establish Nominating Committee	Mgmt	For	For
18	Approve Charitable Donations of up to EUR 300,000	Mgmt	For	For
19	Close Meeting	Mgmt		

# **Lonza Group AG**

Meeting Date: 04/28/2020

**Country:** Switzerland **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Remuneration Report	Mgmt	For	For
3	Approve Discharge of Board and Senior Management	Mgmt	For	For
4	Approve Allocation of Income and Dividends of CHF 2.75 per Share	Mgmt	For	For
5.1.1	Reelect Werner Bauer as Director	Mgmt	For	For
5.1.2	Reelect Albert Baehny as Director	Mgmt	For	For
5.1.3	Reelect Angelica Kohlmann as Director	Mgmt	For	For
5.1.4	Reelect Christoph Maeder as Director	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

## **Lonza Group AG**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5.1.5	Reelect Barbara Richmond as Director	Mgmt	For	For
5.1.6	Reelect Juergen Steinemann as Director	Mgmt	For	For
5.1.7	Reelect Olivier Verscheure as Director	Mgmt	For	For
5.2.1	Elect Dorothee Deuring as Director	Mgmt	For	For
5.2.2	Elect Moncef Slaoui as Director	Mgmt	For	For
5.3	Reelect Albert Baehny as Board Chairman	Mgmt	For	For
5.4.1	Reappoint Angelica Kohlmann as Member of the Nomination and Compensation Committee	Mgmt	For	For
5.4.2	Reappoint Christoph Maeder as Member of the Nomination and Compensation Committee	Mgmt	For	For
5.4.3	Reappoint Juergen Steinemann as Member of the Nomination and Compensation Committee	Mgmt	For	For
6	Ratify KPMG Ltd as Auditors	Mgmt	For	For
7	Designate ThomannFischer as Independent Proxy	Mgmt	For	For
8	Approve Remuneration of Directors in the Amount of CHF 2.9 Million	Mgmt	For	For
9.1	Approve Fixed Remuneration of Executive Committee in the Amount of CHF 5.8 Million for the Period July 1, 2020 - June 30, 2021	Mgmt	For	For
9.2	Approve Variable Short-Term Remuneration of Executive Committee in the Amount of CHF 4 Million for Fiscal 2019	Mgmt	For	For
9.3	Approve Variable Long-Term Remuneration of Executive Committee in the Amount of CHF 12 Million for Fiscal 2020	Mgmt	For	For
10	Transact Other Business (Voting)	Mgmt	For	Abstain
	Rlandad Pationala: [I N_M0100-001] Poor disclosure			

Blended Rationale: [LN-M0100-001] Poor disclosure.

# **Noble Energy, Inc.**

Meeting Date: 04/28/2020 Country: USA Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Jeffrey L. Berenson	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# **Noble Energy, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1b	Elect Director James E. Craddock	Mgmt	For	For
	Blended Rationale: .			
1c	Elect Director Barbara J. Duganier	Mgmt	For	For
1d	Elect Director Thomas J. Edelman	Mgmt	For	Against
	Blended Rationale: [SF-M0201-028] Vote against longe. Committee for lack of TCFD or SASB-aligned reporting (		<i>"</i>	
1e	Elect Director Holli C. Ladhani	Mgmt	For	For
1f	Elect Director David L. Stover	Mgmt	For	For
1g	Elect Director Scott D. Urban	Mgmt	For	For
1h	Elect Director William T. Van Kleef	Mgmt	For	For
1i	Elect Director Martha B. Wyrsch	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
4	Approve Omnibus Stock Plan	Mgmt	For	For

#### **Sanofi**

Meeting Date: 04/28/2020

**Country:** France **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Business	Mgmt		
1	Approve Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For
3	Approve Treatment of Losses and Dividends of EUR 3.15 per Share	Mgmt	For	For
4	Approve Auditors' Special Report on Related-Party Transactions	Mgmt	For	For
5	Ratify Appointment of Paul Hudson as Director	Mgmt	For	For
6	Reelect Laurent Attal as Director	Mgmt	For	For
7	Reelect Carole Piwnica as Director	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

### Sanofi

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction		
8	Reelect Diane Souza as Director	Mgmt	For	Against		
	Blended Rationale: [LN-M0201-001] As remuneration arrangements.	committee member, respo	nsible for poorly structured remuneration			
9	Reelect Thomas Sudhof as Director	Mgmt	For	For		
10	Elect Rachel Duan as Director	Mgmt	For	Against		
	Blended Rationale: [SF-M0201-019] Vote against for s believe raises substantial concerns about the director	5	,			
11	Elect Lise Kingo as Director	Mgmt	For	For		
12	Approve Remuneration of Directors in the Aggregate Amount of EUR 2 Million	Mgmt	For	For		
13	Approve Remuneration Policy of Directors	Mgmt	For	For		
14	Approve Remuneration Policy of Chairman of the Board	Mgmt	For	For		
15	Approve Remuneration Policy of CEO	Mgmt	For	For		
16	Approve Compensation Report of Corporate Officers	Mgmt	For	For		
17	Approve Compensation of Serge Weinberg, Chairman of the Board	Mgmt	For	For		
18	Approve Compensation of Paul Hudson, CEO Since Sept. 1, 2019	Mgmt	For	For		
19	Approve Compensation of Olivier Brandicourt, CEO Until Aug. 31, 2019	Mgmt	For	Against		
	Blended Rationale: [LN-M0550-002] Poor use of remuneration committee discretion.[SF-M0550-002] We find the report lacking in sufficient detail to provide shareholders with a clear understanding of the company's approach to paying its executives.					
20	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For		
21	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For		

## **Assa Abloy AB**

**Meeting Date:** 04/29/2020

Country: Sweden

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Open Meeting	Mgmt		
2	Elect Chairman of Meeting	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# **Assa Abloy AB**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction	
3	Prepare and Approve List of Shareholders	Mgmt	For	For	
4	Approve Agenda of Meeting	Mgmt	For	For	
5	Designate Inspector(s) of Minutes of Meeting	Mgmt	For	For	
6	Acknowledge Proper Convening of Meeting	Mgmt	For	For	
7	Receive President's Report	Mgmt			
8.a	Receive Financial Statements and Statutory Reports	Mgmt			
8.b	Receive Auditor's Report on Application of Guidelines for Remuneration for Executive Management	Mgmt			
8.c	Receive Board's Proposal on Distribution of Profits	Mgmt			
9.a	Accept Financial Statements and Statutory Reports	Mgmt	For	For	
9.b	Approve Allocation of Income and Dividends of SEK 2.00 Per Share	Mgmt	For	For	
9.c	Approve Discharge of Board and President	Mgmt	For	For	
10	Determine Number of Members (8) and Deputy Members (0) of Board	Mgmt	For	For	
11.a	Approve Remuneration of Directors in the Amount of SEK 2.35 million for Chairman, SEK 900,000 for Vice Chairman and SEK 685,000 for Other Directors; Approve Remuneration for Committee Work	Mgmt	For	For	
11.b	Approve Remuneration of Auditors	Mgmt	For	For	
12.a	Reelect Lars Renstrom (Chairman), Carl Douglas (Vice Chair), Eva Karlsson, Birgitta Klasen, Lena Olving, Sofia Schorling Hogberg and Jan Svensson as Directors; Elect Joakim Weidemanis as New Director	Mgmt	For	Against	
	Blended Rationale: [LN-M0201-007] As nomination committee member, responsible for lack of independence.[LN-M0201-006] As chairman of the board, responsible for the poor composition of the committees.[SF-M0201-019] Vote against for serving on over an excessive number of public company boards which we believe raises substantial concerns about the director's ability to exercise sufficient oversight on this board.[LN-M0201-001] As remuneration committee member, responsible for poorly structured remuneration arrangements.				
12.b	Ratify Ernst & Young as Auditors	Mgmt	For	For	
13	Approve Remuneration Policy And Other Terms of Employment For Executive Management	Mgmt	For	Against	
	Blended Rationale: [LN-M0550-001] Poorly structured re	muneration arrangements	5.		
14	Authorize Class B Share Repurchase Program and Reissuance of Repurchased Shares	Mgmt	For	For	

Date range covered: 04/01/2020 to 06/30/2020

# **Assa Abloy AB**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
15	Approve Performance Share Matching Plan LTI 2020	Mgmt	For	Against
	Blended Rationale: [LN-M0550-001] Poorly structured re in sufficient detail to provide shareholders with a clear u		, ,	
16	Amend Articles of Association	Mgmt	For	For
17	Close Meeting	Mgmt		

## **AstraZeneca Plc**

Meeting Date: 04/29/2020

**Country:** United Kingdom **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Dividends	Mgmt	For	For
3	Reappoint PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
4	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For
5a	Re-elect Leif Johansson as Director	Mgmt	For	For
5b	Re-elect Pascal Soriot as Director	Mgmt	For	For
5c	Re-elect Marc Dunoyer as Director	Mgmt	For	For
5d	Re-elect Genevieve Berger as Director	Mgmt	For	For
5e	Re-elect Philip Broadley as Director	Mgmt	For	For
5f	Re-elect Graham Chipchase as Director	Mgmt	For	For
5g	Elect Michel Demare as Director	Mgmt	For	For
5h	Re-elect Deborah DiSanzo as Director	Mgmt	For	For
5i	Re-elect Sheri McCoy as Director	Mgmt	For	For
5j	Re-elect Tony Mok as Director	Mgmt	For	For
5k	Re-elect Nazneen Rahman as Director	Mgmt	For	For
51	Re-elect Marcus Wallenberg as Director	Mgmt	For	For
6	Approve Remuneration Report	Mgmt	For	For
7	Approve Remuneration Policy	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

#### **AstraZeneca Plc**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
8	Authorise EU Political Donations and Expenditure	Mgmt	For	For
9	Authorise Issue of Equity	Mgmt	For	For
10	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
11	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For
12	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For
13	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For
14	Approve Performance Share Plan	Mgmt	For	For

# **Axalta Coating Systems Ltd.**

Meeting Date: 04/29/2020

**Country:** Bermuda **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Elect Director Mark Garrett	Mgmt	For	For
2	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

## **Beiersdorf AG**

**Meeting Date:** 04/29/2020

**Country:** Germany **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal 2019 (Non-Voting)	Mgmt		
2	Approve Allocation of Income and Dividends of EUR 0.70 per Share	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

### **Beiersdorf AG**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Approve Discharge of Management Board for Fiscal 2019	Mgmt	For	For
4	Approve Discharge of Supervisory Board for Fiscal 2019	Mgmt	For	For
5	Ratify Ernst & Young GmbH as Auditors for Fiscal 2020	Mgmt	For	For
6	Approve Creation of EUR 42 Million Pool of Authorized Capital I with Partial Exclusion of Preemptive Rights	Mgmt	For	For
7	Approve Creation of EUR 25 Million Pool of Authorized Capital II with Partial Exclusion of Preemptive Rights	Mgmt	For	For
8	Approve Creation of EUR 25 Million Pool of Authorized Capital III with Partial Exclusion of Preemptive Rights	Mgmt	For	For
9	Approve Issuance of Warrants/Bonds with Warrants Attached/Convertible Bonds with Partial Exclusion of Preemptive Rights up to Aggregate Nominal Amount of EUR 1 Billion; Approve Creation of EUR 42 Million Pool of Capital to Guarantee Conversion Rights	Mgmt	For	For
10	Authorize Share Repurchase Program and Reissuance or Cancellation of Repurchased Shares	Mgmt	For	Against
	Blended Rationale: [LN-M0346-001] Proposed repurchas	se authority is excessive.		
11	Amend Articles Re: Participation Requirements and Proof of Entitlement	Mgmt	For	For
12.1	Elect Wolfgang Herz to the Supervisory Board	Mgmt	For	For
12.2	Elect Beatrice Dreyfus as Alternate Supervisory Board Member	Mgmt	For	For

# **BorgWarner Inc.**

Meeting Date: 04/29/2020

Country: USA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Dennis C. Cuneo	Mgmt	For	For
1b	Elect Director Michael S. Hanley	Mgmt	For	For
1c	Elect Director Frederic B. Lissalde	Mgmt	For	For
1d	Elect Director Paul A. Mascarenas	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# **BorgWarner Inc.**

Proposal Text	Proponent	Mgmt Rec	Vote Instruction
Elect Director John R. McKernan, Jr.	Mgmt	For	For
Elect Director Deborah D. McWhinney	Mgmt	For	For
			e raises
Elect Director Alexis P. Michas	Mgmt	For	For
Elect Director Vicki L. Sato	Mgmt	For	For
Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
Require Shareholder Approval of Bylaw Amendments Adopted by the Board of Directors	SH	Against	Against
	Elect Director John R. McKernan, Jr.  Elect Director Deborah D. McWhinney  Blended Rationale: [SF-M0201-019] Vote against for substantial concerns about her ability to exercise states. Elect Director Alexis P. Michas  Elect Director Vicki L. Sato  Advisory Vote to Ratify Named Executive Officers' Compensation  Ratify PricewaterhouseCoopers LLP as Auditors  Require Shareholder Approval of Bylaw Amendments Adopted by the Board of	Elect Director John R. McKernan, Jr. Mgmt  Elect Director Deborah D. McWhinney Mgmt  Blended Rationale: [SF-M0201-019] Vote against for serving on over 4 pubsisubstantial concerns about her ability to exercise sufficient oversight on this elect Director Alexis P. Michas Mgmt  Elect Director Vicki L. Sato Mgmt  Advisory Vote to Ratify Named Executive Mgmt  Officers' Compensation  Ratify PricewaterhouseCoopers LLP as Auditors  Require Shareholder Approval of Bylaw Amendments Adopted by the Board of	Elect Director John R. McKernan, Jr. Mgmt For  Elect Director Deborah D. McWhinney Mgmt For  Blended Rationale: [SF-M0201-019] Vote against for serving on over 4 public company boards which we believ substantial concerns about her ability to exercise sufficient oversight on this board.  Elect Director Alexis P. Michas Mgmt For  Elect Director Vicki L. Sato Mgmt For  Advisory Vote to Ratify Named Executive Mgmt For  Officers' Compensation  Ratify PricewaterhouseCoopers LLP as Auditors  Require Shareholder Approval of Bylaw Amendments Adopted by the Board of

Blended Rationale: [SF-S4578-106] Company already has policies in place to address these issues.

# **Cullen/Frost Bankers, Inc.**

Meeting Date: 04/29/2020

Country: USA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Carlos Alvarez	Mgmt	For	For
1.2	Elect Director Chris M. Avery	Mgmt	For	For
1.3	Elect Director Anthony R. (Tony) Chase	Mgmt	For	For
1.4	Elect Director Cynthia J. Comparin	Mgmt	For	For
1.5	Elect Director Samuel G. Dawson	Mgmt	For	For
1.6	Elect Director Crawford H. Edwards	Mgmt	For	For
1.7	Elect Director Patrick B. Frost	Mgmt	For	For
1.8	Elect Director Phillip D. Green	Mgmt	For	For
1.9	Elect Director David J. Haemisegger	Mgmt	For	For
1.10	Elect Director Karen E. Jennings	Mgmt	For	For
1.11	Elect Director Charles W. Matthews	Mgmt	For	For
1.12	Elect Director Ida Clement Steen	Mgmt	For	For
1.13	Elect Director Graham Weston	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

## **Cullen/Frost Bankers, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

## **Greencoat Renewables Plc**

Meeting Date: 04/29/2020

**Country:** Ireland **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2a	Re-elect Ronan Murphy as Director	Mgmt	For	For
2b	Re-elect Emer Gilvarry as Director	Mgmt	For	For
2c	Re-elect Kevin McNamara as Director	Mgmt	For	For
2d	Elect Marco Graziano as Director	Mgmt	For	For
3	Ratify BDO as Auditors	Mgmt	For	For
4	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For
5	Authorise Issue of Equity	Mgmt	For	For
6	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
7	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For
8	Determine the Price Range at which Treasury Shares may be Re-issued Off-Market	Mgmt	For	For
9	Amend Company's Investment Policy	Mgmt	For	For

## **Hera SpA**

**Meeting Date:** 04/29/2020

Country: Italy

Meeting Type: Annual/Special

Date range covered: 04/01/2020 to 06/30/2020

# **Hera SpA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruct
	Extraordinary Business	Mgmt		
	Management Proposals	Mgmt		
1	Amend Company Bylaws Re: Articles 16, 26, and 34	Mgmt	For	For
2	Amend Company Bylaws Re: Article 17	Mgmt	For	For
	Ordinary Business	Mgmt		
1	Approve Financial Statements, Statutory Reports, and Allocation of Income	Mgmt	For	For
2.1	Approve Remuneration Policy	Mgmt	For	Against
	Blended Rationale: [LN-M0550-001] Remuneration a	rrangements are poorly	structured.	
2.2	Approve Second Section of the Remuneration Report	Mgmt	For	Against
	Blended Rationale: [SF-M0550-002] We find the repunderstanding of the company's approach to paying	-	detail to provide shareholders with a cle	lear
3	Authorize Share Repurchase Program and Reissuance of Repurchased Shares	Mgmt	For	For
	Appoint Directors (Slate Election) - Choose One of the Following Slates	Mgmt		
4.1	Slate 1 Submitted by the Shareholder Agreement (41.58 Percent of the Share Capital)	SH	None	Against
	Blended Rationale: [LN-S0275-102] Another slate be	tter represents the inte	erests of minority shareholders.	
4.2	Slate 2 Submitted by Gruppo Societa Gas Rimini SpA	SH	None	Against
	Blended Rationale: [LN-S0275-102] Another slate be	etter represents the inte	erests of minority shareholders.	
4.3	Slate 3 Submitted by Institutional Investors (Assogestioni)	SH	None	For
	Blended Rationale: [LN-S0275-101] This slate better	represents the interest	s of minority shareholders.	
	Shareholder Proposal Submitted by the Shareholder Agreement (41.58 Percent of the Share Capital)	Mgmt		
5	Approve Remuneration of Directors	SH	None	For
	Blended Rationale: [LN-S0xxx-999] This proposal is	in shareholders' best in	terests.	
	Appaint Internal Chatriton, Auditora (Clata	Manust		

Appoint Internal Statutory Auditors (Slate Election) - Choose One of the Following

Mgmt

Slates

Date range covered: 04/01/2020 to 06/30/2020

# **Hera SpA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction		
6.1	Slate 1 Submitted by the Shareholder Agreement (41.58 Percent of the Share Capital)	SH	None	Against		
	Blended Rationale: [LN-S0275-102] Another slate bed	ter represents the interests	s of minority shareholders.			
6.2	Slate 2 Submitted by Gruppo Societa Gas Rimini SpA	SH	None	Against		
	Blended Rationale: [LN-S0275-102] Another slate bed	ter represents the interests	s of minority shareholders.			
6.3	Slate 3 Submitted by Institutional Investors (Assogestioni)	SH	None	For		
	Blended Rationale: [LN-S0275-101] This slate better represents the interests of minority shareholders.					
	Shareholder Proposal Submitted by the Shareholder Agreement (41.58 Percent of the Share Capital)	Mgmt				
7	Approve Internal Auditors' Remuneration	SH	None	For		
	Blended Rationale: [LN-S0xxx-999] This proposal is in shareholders' best interests.					
Α	Deliberations on Possible Legal Action Against Directors if Presented by Shareholders	Mgmt	None	Against		
	Blended Rationale: [LN-M0100-001] Poor disclosure.					

# **Hexagon AB**

Meeting Date: 04/29/2020

**Country:** Sweden **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Open Meeting	Mgmt		
2	Elect Chairman of Meeting	Mgmt	For	For
3	Prepare and Approve List of Shareholders	Mgmt	For	For
4	Approve Agenda of Meeting	Mgmt	For	For
5	Designate Inspector(s) of Minutes of Meeting	Mgmt	For	For
6	Acknowledge Proper Convening of Meeting	Mgmt	For	For
7	Receive President's Report	Mgmt		
8.a	Receive Financial Statements and Statutory Reports	Mgmt		
8.b	Receive Auditor's Report on Application of Guidelines for Remuneration for Executive Management	Mgmt		

Date range covered: 04/01/2020 to 06/30/2020

# **Hexagon AB**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
8.c	Receive the Board's Dividend Proposal	Mgmt		
9.a	Accept Financial Statements and Statutory Reports	Mgmt	For	For
9.b	Approve Allocation of Income and Omission of Dividends	Mgmt	For	For
9.c	Approve Discharge of Board and President	Mgmt	For	For
10	Determine Number of Members (8) and Deputy Members (0) of Board	Mgmt	For	For
11	Approve Remuneration of Directors in the Amount of SEK 1.85 Million for Chairman, and SEK 615,000 for Other Directors; Approve Remuneration for Committee Work; Approve Remuneration of Auditors	Mgmt	For	For
12	Reelect Ola Rollen, Gun Nilsson (Chair), Ulrika Francke, John Brandon, Henrik Henriksson, Sofia Schorling Hogberg and Marta Schorling Andreen as Directors; Elect Patrick Soderlund as New Director; Ratify Ernst & Young as Auditors	Mgmt	For	Against
	Blended Rationale: [LN-M0201-008] Nominee serves as independence. [LN-M0201-007]. As nomination committ Chair of Audit Committee not independent. [SF-M0201-Uproperly aligned with performance and/or peers. [LN-MU responsibility for a poorly structured board. [RU-M0201-Uproperly aligned with performance and/or peers. [LN-MU responsibility for a poorly structured board. [RU-M0201-Uproperly aligned with performance and/or peers. [LN-MU responsibility for a poorly structured board. [RU-M0201-Uproperly aligned with performance and performance	ee member, responsible f 120] Vote against compen 1201-002] Nominee serves	or lack of independence. [HK-M0201-007] sation committee member because pay is not s as Chairman of the board and bears	
13	Reelect Mikael Ekdahl, Jan Andersson and Johan Strandberg, and Elect Anders Oscarsson as Members of Nominating Committee	Mgmt	For	For
14	Approve Remuneration Policy And Other Terms of Employment For Executive Management	Mgmt	For	Against
	Blended Rationale: [LN-M0550-001] Remuneration arrar provide sufficient understanding of the company's remule company performance.			
15	Amend Articles of Association Re: Company Name; Participation at General Meeting; Share Registrar	Mgmt	For	For
16	Close Meeting	Mgmt		

# **Pool Corporation**

Meeting Date: 04/29/2020 Country: USA
Meeting Type: Annual

Date range covered: 04/01/2020 to 06/30/2020

# **Pool Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Peter D. Arvan	Mgmt	For	For
1b	Elect Director Andrew W. Code	Mgmt	For	For
1c	Elect Director Timothy M. Graven	Mgmt	For	For
	Blended Rationale: .			
1d	Elect Director Debra S. Oler	Mgmt	For	For
1e	Elect Director Manuel J. Perez de la Mesa	Mgmt	For	For
1f	Elect Director Harlan F. Seymour	Mgmt	For	For
	Blended Rationale: .			
1g	Elect Director Robert C. Sledd	Mgmt	For	For
1h	Elect Director John E. Stokely	Mgmt	For	For
	Blended Rationale: .			
1i	Elect Director David G. Whalen	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditor	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

# **Prologis, Inc.**

**Meeting Date:** 04/29/2020

Country: USA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction	
1a	Elect Director Hamid R. Moghadam	Mgmt	For	For	
1b	Elect Director Cristina G. Bita	Mgmt	For	For	
1c	Elect Director George L. Fotiades	Mgmt	For	Against	
	Blended Rationale: Save to Library[SF-M0201-019] Vote against this member for serving on over 2 public company boards in addition to being a CEO, which we believe raises substantial concerns about his ability to exercise sufficient oversight on this board.				
1d	Elect Director Lydia H. Kennard	Mgmt	For	For	
1e	Elect Director Irving F. Lyons, III	Mgmt	For	For	
1f	Elect Director Avid Modjtabai	Mgmt	For	For	

Date range covered: 04/01/2020 to 06/30/2020

# **Prologis, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1g	Elect Director David P. O'Connor	Mgmt	For	For
1h	Elect Director Olivier Piani	Mgmt	For	For
1i	Elect Director Jeffrey L. Skelton	Mgmt	For	For
	Blended Rationale: .			
1j	Elect Director Carl B. Webb	Mgmt	For	For
1k	Elect Director William D. Zollars	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Approve Omnibus Stock Plan	Mgmt	For	For
4	Increase Authorized Common Stock	Mgmt	For	For
5	Ratify KPMG LLP as Auditors	Mgmt	For	For

## **Sabre Corporation**

Meeting Date: 04/29/2020

Country: USA

Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director George R. Bravante, Jr.	Mgmt	For	For
1.2	Elect Director Renee James	Mgmt	For	For
1.3	Elect Director Gary Kusin	Mgmt	For	For
1.4	Elect Director Gail Mandel	Mgmt	For	For
1.5	Elect Director Sean Menke	Mgmt	For	For
1.6	Elect Director Joseph Osnoss	Mgmt	For	For
1.7	Elect Director Zane Rowe	Mgmt	For	For
1.8	Elect Director John Siciliano	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

#### **Textron Inc.**

Meeting Date: 04/29/2020

Country: USA

Date range covered: 04/01/2020 to 06/30/2020

### **Textron Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Scott C. Donnelly	Mgmt	For	For
1b	Elect Director Kathleen M. Bader	Mgmt	For	For
1c	Elect Director R. Kerry Clark	Mgmt	For	For
1d	Elect Director James T. Conway	Mgmt	For	For
1e	Elect Director Paul E. Gagne	Mgmt	For	For
1f	Elect Director Ralph D. Heath	Mgmt	For	For
1g	Elect Director Deborah Lee James	Mgmt	For	For
1h	Elect Director Lionel L. Nowell, III	Mgmt	For	For
1i	Elect Director James L. Ziemer	Mgmt	For	For
1j	Elect Director Maria T. Zuber	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

## **Unilever Plc**

Meeting Date: 04/29/2020

**Country:** United Kingdom **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction	
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	
2	Approve Remuneration Report	Mgmt	For	For	
3	Re-elect Nils Andersen as Director	Mgmt	For	For	
4	Re-elect Laura Cha as Director	Mgmt	For	For	
5	Re-elect Vittorio Colao as Director	Mgmt	For	For	
6	Re-elect Dr Judith Hartmann as Director	Mgmt	For	For	
	Blended Rationale: [SF-M0201-019] Vote against for serving on over an excessive number of public company boards which we believe raises substantial concerns about the director's ability to exercise sufficient oversight on this board.				
7	Re-elect Alan Jope as Director	Mgmt	For	For	
8	Re-elect Andrea Jung as Director	Mgmt	For	For	

Date range covered: 04/01/2020 to 06/30/2020

## **Unilever Plc**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
9	Re-elect Susan Kilsby as Director	Mgmt	For	For
10	Re-elect Strive Masiyiwa as Director	Mgmt	For	For
11	Re-elect Youngme Moon as Director	Mgmt	For	For
12	Re-elect Graeme Pitkethly as Director	Mgmt	For	For
13	Re-elect John Rishton as Director	Mgmt	For	For
14	Re-elect Feike Sijbesma as Director	Mgmt	For	For
15	Reappoint KPMG LLP as Auditors	Mgmt	For	For
16	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For
17	Authorise EU Political Donations and Expenditure	Mgmt	For	For
18	Authorise Issue of Equity	Mgmt	For	For
19	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
20	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For
21	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For
22	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For

## **United Bank for Africa Plc**

Meeting Date: 04/29/2020 Country: Nigeria

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction			
	Ordinary Business	Mgmt					
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For			
2	Approve Dividend	Mgmt	For	For			
3	Elect Directors (Bundled)	Mgmt	For	Against			
	Blended Rationale: [LN-M0201-007] As nomination committee member, responsible for lack of independence.						
4	Ratify Ernst and Young as Auditors	Mgmt	For	For			

Date range covered: 04/01/2020 to 06/30/2020

### **United Bank for Africa Plc**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Authorize Board to Fix Remuneration of Auditors	Mgmt	For	For
6	Elect Members of Audit Committee	Mgmt	For	Against

Blended Rationale: [LN-M0100-001] Poor disclosure.

# W.W. Grainger, Inc.

Meeting Date: 04/29/2020

Country: USA

Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Rodney C. Adkins	Mgmt	For	For
1.2	Elect Director Brian P. Anderson	Mgmt	For	For
1.3	Elect Director V. Ann Hailey	Mgmt	For	For
1.4	Elect Director Stuart L. Levenick	Mgmt	For	For
1.5	Elect Director D.G. Macpherson	Mgmt	For	For
1.6	Elect Director Neil S. Novich	Mgmt	For	For
1.7	Elect Director Beatriz R. Perez	Mgmt	For	For
1.8	Elect Director Michael J. Roberts	Mgmt	For	For
1.9	Elect Director E. Scott Santi	Mgmt	For	For
1.10	Elect Director Susan Slavik Williams	Mgmt	For	For
1.11	Elect Director Lucas E. Watson	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditor	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

# **AGCO Corporation**

**Meeting Date:** 04/30/2020

Country: USA

Date range covered: 04/01/2020 to 06/30/2020

# **AGCO Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Roy V. Armes	Mgmt	For	For
1.2	Elect Director Michael C. Arnold	Mgmt	For	For
1.3	Elect Director Sondra L. Barbour	Mgmt	For	For
1.4	Elect Director P. George Benson	Mgmt	For	For
1.5	Elect Director Suzanne P. Clark	Mgmt	For	For
1.6	Elect Director Wolfgang Deml	Mgmt	For	For
1.7	Elect Director George E. Minnich	Mgmt	For	For
1.8	Elect Director Martin H. Richenhagen	Mgmt	For	For
1.9	Elect Director Gerald L. Shaheen	Mgmt	For	For
1.10	Elect Director Mallika Srinivasan	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify KPMG LLP as Auditor	Mgmt	For	For

## **BBGI SICAV SA**

Meeting Date: 04/30/2020 Country: Luxembourg

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt		
1	Receive and Approve Board's and Auditor's Reports	Mgmt	For	For
2	Approve Financial Statements and Allocation of Income and Dividends	Mgmt	For	For
3	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For
4	Approve Discharge of Management Board, Supervisory Board Members, and Auditors	Mgmt	For	For
5	Reelect Colin Maltby as Supervisory Board Member	Mgmt	For	For
6	Reelect Jutta af Rosenborg as Supervisory Board Member	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

#### **BBGI SICAV SA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
7	Reelect Howard Myles as Supervisory Board Member	Mgmt	For	For
8	Reelect Sarah Whitney as Supervisory Board Member	Mgmt	For	For
9	Renew Appointment KPMG as Auditor	Mgmt	For	For
10	Authorize Board to Fix Remuneration of Auditors	Mgmt	For	For
11	Authorize Board to Offer Dividend in Stock	Mgmt	For	For
12	Approve Share Repurchase Up to 14.99 Percent of the Issued Share Capital	Mgmt	For	For
13	Authorize Issuance of Equity or Equity-Linked Securities without Preemptive Rights Up to 10 Percent of Issued Share Capital	Mgmt	For	For
14	Authorize Board to Ratify and Execute Approved Resolutions	Mgmt	For	For
15	Transact Other Business (Non-Voting)	Mgmt		

## **British American Tobacco plc**

Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Remuneration Report	Mgmt	For	Against
	Blended Rationale: [LN-M0550-003] Poor use of remune	eration committee discretion	on regarding increases.	
3	Reappoint KPMG LLP as Auditors	Mgmt	For	For
4	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For
5	Re-elect Jack Bowles as Director	Mgmt	For	For
6	Re-elect Richard Burrows as Director	Mgmt	For	For
7	Re-elect Sue Farr as Director	Mgmt	For	Against

Blended Rationale: [LN-M0550-003] Poor use of remuneration committee discretion regarding increases.

Date range covered: 04/01/2020 to 06/30/2020

# **British American Tobacco plc**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
8	Re-elect Dr Marion Helmes as Director	Mgmt	For	Against
	Blended Rationale: [LN-M0550-003] Poor use of remun Nominee serves on an excessive number of public com director's ability to exercise sufficient oversight on this	pany boards, which we be		
9	Re-elect Luc Jobin as Director	Mgmt	For	For
10	Re-elect Holly Koeppel as Director	Mgmt	For	For
11	Re-elect Savio Kwan as Director	Mgmt	For	Against
	Blended Rationale: [LN-M0550-003] Poor use of remun	eration committee discret	ion regarding increases.	
12	Re-elect Dimitri Panayotopoulos as Director	Mgmt	For	Against
	Blended Rationale: [LN-M0550-003] Poor use of remun	eration committee discret	ion regarding increases.	
13	Elect Jeremy Fowden as Director	Mgmt	For	For
14	Elect Tadeu Marroco as Director	Mgmt	For	For
15	Authorise Issue of Equity	Mgmt	For	For
16	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
17	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For
18	Approve Restricted Share Plan	Mgmt	For	For
19	Authorise EU Political Donations and Expenditure	Mgmt	For	For
20	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For

# **Cadence Design Systems, Inc.**

Meeting Date: 04/30/2020

Country: USA

Duamana				Vote	
Proposa Number		Proponent	Mgmt Rec	vote Instruction	
1.1	Elect Director Mark W. Adams	Mgmt	For	For	
1.2	Elect Director Susan L. Bostrom	Mgmt	For	For	
1.3	Elect Director Ita Brennan	Mgmt	For	For	
1.4	Elect Director Lewis Chew	Mgmt	For	For	
1.5	Elect Director James D. Plummer	Mgmt	For	For	
1.6	Elect Director Alberto Sangiovanni-Vincentelli	Mgmt	For	For	

Date range covered: 04/01/2020 to 06/30/2020

## **Cadence Design Systems, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.7	Elect Director John B. Shoven	Mgmt	For	For
1.8	Elect Director Young K. Sohn	Mgmt	For	For
1.9	Elect Director Lip-Bu Tan	Mgmt	For	For
2	Amend Omnibus Stock Plan	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
5	Reduce Ownership Threshold for Shareholders to Call Special Meeting	SH	Against	Against

Blended Rationale: [SF-S0235-101] We do not believe the proposed threshold to call special meetings is sufficient to avoid waste of corporate resources.

# **DBS Group Holdings Ltd.**

Meeting Date: 04/30/2020

**Country:** Singapore **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Adopt Financial Statements and Directors' and Auditors' Reports	Mgmt	For	For
2	Approve Final Dividend	Mgmt	For	For
3	Approve Directors' Fees	Mgmt	For	For
4	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
5	Elect Peter Seah Lim Huat as Director	Mgmt	For	For
	Blended Rationale: Upon engagement with the company	, decided to vote for the o	director.	
6	Elect Ho Tian Yee as Director	Mgmt	For	For
	Blended Rationale: Upon engagement with the company	, decided to vote for the o	director.	
7	Elect Olivier Lim Tse Ghow as Director	Mgmt	For	For
8	Elect Ow Foong Pheng as Director	Mgmt	For	For
	Blended Rationale: Upon engagement with the company	, decided to vote for the d	director.	
9	Approve Grant of Awards and Issuance of Shares Under the DBSH Share Plan	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# **DBS Group Holdings Ltd.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
10	Approve Grant of Awards and Issuance of Shares Under the California Sub-Plan to the DBSH Share Plan	Mgmt	For	For
11	Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights	Mgmt	For	For
12	Approve Issuance of Shares Pursuant to the DBSH Scrip Dividend Scheme	Mgmt	For	For
13	Authorize Share Repurchase Program	Mgmt	For	For

# **EOG** Resources, Inc.

**Meeting Date:** 04/30/2020

Country: USA

Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Janet F. Clark	Mgmt	For	For
1b	Elect Director Charles R. Crisp	Mgmt	For	For
1c	Elect Director Robert P. Daniels	Mgmt	For	For
1d	Elect Director James C. Day	Mgmt	For	For
1e	Elect Director C. Christopher Gaut	Mgmt	For	For
1f	Elect Director Julie J. Robertson	Mgmt	For	For
1g	Elect Director Donald F. Textor	Mgmt	For	For
1h	Elect Director William R. Thomas	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

## **Globe Life Inc.**

Meeting Date: 04/30/2020

Country: USA

Date range covered: 04/01/2020 to 06/30/2020

## **Globe Life Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Charles E. Adair	Mgmt	For	For
1.2	Elect Director Linda L. Addison	Mgmt	For	For
1.3	Elect Director Marilyn A. Alexander	Mgmt	For	For
1.4	Elect Director Cheryl D. Alston	Mgmt	For	For
1.5	Elect Director Jane M. Buchan	Mgmt	For	For
1.6	Elect Director Gary L. Coleman	Mgmt	For	For
1.7	Elect Director Larry M. Hutchison	Mgmt	For	For
1.8	Elect Director Robert W. Ingram	Mgmt	For	For
1.9	Elect Director Steven P. Johnson	Mgmt	For	For
1.10	Elect Director Darren M. Rebelez	Mgmt	For	For
1.11	Elect Director Mary E. Thigpen	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditor	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

# **Interpump Group SpA**

**Meeting Date:** 04/30/2020

Country: Italy

Meeting Type: Annual/Special

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Business	Mgmt		
	Management Proposals	Mgmt		
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Receive Consolidated Non-Financial Statements and Statutory Reports (Non-Voting)	Mgmt		
3	Approve Allocation of Income	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# **Interpump Group SpA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction		
4.1	Approve Remuneration Policy	Mgmt	For	Against		
4.2	Approve Second Section of the Remuneration Report	Mgmt	For	Against		
	Blended Rationale: [SF-M0550-002] We find the report understanding of the company's approach to paying its		to provide shareholders with a clear			
	Shareholder Proposals Submitted by Gruppo IPG Holding SpA	Mgmt				
5.1	Fix Number of Directors	SH	None	For		
	Blended Rationale: [LN-S0xxx-999] This proposal is in :	shareholders' best interest	5			
5.2	Fix Board Terms for Directors	SH	None	For		
	Blended Rationale: [LN-S0xxx-999] This proposal is in s	shareholders' best interest	s.			
	Appoint Directors (Slate Election) - Choose One of the Following Slates	Mgmt				
5.3.1	Slate 1 Submitted by Gruppo IPG Holding SpA	SH	None	Against		
	Blended Rationale: [LN-S0275-102] Another slate better represents the interests of minority shareholders.					
5.3.2	Slate 2 Submitted by Institutional Investors (Assogestioni)	SH	None	For		
	Blended Rationale: [LN-S0275-101] This slate better re	presents the interests of r	ninority shareholders.			
	Shareholder Proposal Submitted by Gruppo IPG Holding SpA	Mgmt				
5.4	Elect Fulvio Montipo as Board Chair	SH	None	For		
	Blended Rationale: [LN-S0xxx-999] This proposal is in S	shareholders' best interest	s.			
	Management Proposal	Mgmt				
6	Approve Remuneration of Directors	Mgmt	For	For		
	Appoint Internal Statutory Auditors (Slate Election) - Choose One of the Following Slates	Mgmt				
7.1.1	Slate 1 Submitted by Gruppo IPG Holding SpA	SH	None	For		
	Blended Rationale: [LN-S0275-101] This slate better re	presents the interests of r	ninority shareholders.			
7.1.2	Slate 2 Submitted by Institutional Investors (Assogestioni)	SH	None	Against		
	Blended Rationale: [LN-S0275-102] Another slate bette	er represents the interests	of minority shareholders.			
	Shareholder Proposal Submitted by Gruppo IPG Holding SpA	Mgmt				

Date range covered: 04/01/2020 to 06/30/2020

# **Interpump Group SpA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction			
7.2	Approve Internal Auditors' Remuneration	SH	None	For			
	Blended Rationale: [LN-S0xxx-999] This proposal is in shareholders' best interests.						
	Management Proposals	Mgmt					
8	Authorize Share Repurchase Program and Reissuance of Repurchased Shares	Mgmt	For	For			
	Extraordinary Business	Mgmt					
1	Approve Capital Increase without Preemptive Rights	Mgmt	For	For			

#### **KAZ Minerals Plc**

Meeting Date: 04/30/2020

**Country:** United Kingdom **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instructi
	FIOPOSAI TEAL	Ртороненс	rigint rec	THIS CI CCC
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Remuneration Policy	Mgmt	For	For
3	Approve Remuneration Report	Mgmt	For	For
	Blended Rationale: .			
4	Approve Final Dividend	Mgmt	For	For
5	Re-elect Oleg Novachuk as Director	Mgmt	For	For
6	Re-elect Andrew Southam as Director	Mgmt	For	For
7	Re-elect Michael Lynch-Bell as Director	Mgmt	For	Against
	Blended Rationale: [SF-M0201-019] Vote against for se believe raises substantial concerns about the director's	-		
8	Re-elect Lynda Armstrong as Director	Mgmt	For	For
	Blended Rationale: .			
9	Re-elect Alison Baker as Director	Mgmt	For	For
10	Re-elect Vladimir Kim as Director	Mgmt	For	For
11	Re-elect John MacKenzie as Director	Mgmt	For	For
12	Re-elect Charles Watson as Director	Mgmt	For	For
	Blended Rationale: .			

Date range covered: 04/01/2020 to 06/30/2020

## **KAZ Minerals Plc**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
13	Reappoint KPMG LLP as Auditors	Mgmt	For	For
14	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For
15	Authorise Issue of Equity	Mgmt	For	For
16	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
17	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For
18	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For
19	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For

# **Smurfit Kappa Group Plc**

Meeting Date: 04/30/2020

**Country:** Ireland **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Remuneration Report	Mgmt	For	For
3	Approve Final Dividend	Mgmt	For	Abstain
	Blended Rationale: [LN-AB000-001] Proposal will be ren	noved at shareholder mee	ting	
4	Elect Lourdes Melgar as Director	Mgmt	For	For
5a	Re-elect Irial Finan as Director	Mgmt	For	For
5b	Re-elect Anthony Smurfit as Director	Mgmt	For	For
5c	Re-elect Ken Bowles as Director	Mgmt	For	For
5d	Re-elect Anne Anderson as Director	Mgmt	For	For
5e	Re-elect Frits Beurskens as Director	Mgmt	For	For
5f	Re-elect Carol Fairweather as Director	Mgmt	For	For
5g	Re-elect James Lawrence as Director	Mgmt	For	For
5h	Re-elect John Moloney as Director	Mgmt	For	For
5i	Re-elect Jorgen Rasmussen as Director	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# **Smurfit Kappa Group Plc**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5j	Re-elect Gonzalo Restrepo as Director	Mgmt	For	For
6	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For
7	Authorise Issue of Equity	Mgmt	For	For
8	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
9	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For
10	Authorise Market Purchase of Shares	Mgmt	For	For
11	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For

#### **Umicore**

Meeting Date: 04/30/2020

Country: Belgium

Meeting Type: Annual/Special

Proposal Number	Proposal Text	Proponent	Mgmt Rec		Vote Instruction
	Annual/Special Meeting Agenda	Mgmt			
	Annual Meeting Agenda	Mgmt			
	Ordinary Part	Mgmt			
1	Receive Directors' and Auditors' Reports (Non-Voting)	Mgmt			
2	Approve Remuneration Report	Mgmt	For	A	Against
	Blended Rationale: [LN-M0550-001] Remuneration as	rrangements are poorly	structured.		
3	Approve Remuneration Policy	Mgmt	For	A	Against
	Blended Rationale: [LN-M0550-001] Remuneration as	rrangements are poorly	structured.		
4	Approve Financial Statements, Allocation of Income, and Dividends of EUR 0.375 per Share	Mgmt	For	F	For
5	Receive Consolidated Financial Statements and Statutory Reports (Non-Voting)	Mgmt			
6	Approve Discharge of Directors	Mgmt	For	F	For
7	Approve Discharge of Auditors	Mgmt	For	F	For
8.1	Reelect Ines Kolmsee as Independent Director	Mgmt	For	F	For

Date range covered: 04/01/2020 to 06/30/2020

## **Umicore**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
8.2	Reelect Liat Ben-Zur as Independent Director	Mgmt	For	For
8.3	Elect Mario Armero as Director	Mgmt	For	For
9	Approve Remuneration of Directors	Mgmt	For	For
10	Ratify PricewaterhouseCoopers as Auditor and Approve Auditors' Remuneration	Mgmt	For	For
	Special Part	Mgmt		
1	Approve Change-of-Control Clause Re: Note Purchase Agreement	Mgmt	For	For
	Special Meeting Agenda	Mgmt		
1	Amend Articles Re: Alignment on the Rules of Code on Companies and Associations	Mgmt	For	For
2	Elect Supervisory Board Members	Mgmt	For	For
3	Authorize Implementation of Approved Resolutions, Coordination of Articles of Association, and Filing of Required Documents/Formalities at Trade Registry	Mgmt	For	For

# **Unilever NV**

**Meeting Date:** 04/30/2020

**Country:** Netherlands **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt		
1	Discussion of the Annual Report and Accounts for the 2019 Financial Year	Mgmt		
2	Approve Financial Statements and Allocation of Income	Mgmt	For	For
3	Approve Remuneration Report	Mgmt	For	For
4	Approve Discharge of Executive Directors	Mgmt	For	For
5	Approve Discharge of Non-Executive Directors	Mgmt	For	For
6	Reelect N Andersen as Non-Executive Director	Mgmt	For	For
7	Reelect L Cha as Non-Executive Director	Mgmt	For	For
8	Reelect V Colao as Non-Executive Director	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

## **Unilever NV**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction	
9	Reelect J Hartmann as Non-Executive Director	Mgmt	For	For	
	Blended Rationale: [SF-M0201-019] Vote against for believe raises substantial concerns about the director	-			
10	Reelect A Jope as Executive Director	Mgmt	For	For	
11	Reelect A Jung as Non-Executive Director	Mgmt	For	For	
12	Reelect S Kilsby as Non-Executive Director	Mgmt	For	For	
13	Reelect S Masiyiwa as Non-Executive Director	Mgmt	For	For	
14	Reelect Y Moon as Non-Executive Director	Mgmt	For	For	
15	Reelect G Pitkethly as Executive Director	Mgmt	For	For	
16	Reelect J Rishton as Director	Mgmt	For	For	
17	Reelect F Sijbesma as Director	Mgmt	For	For	
18	Ratify KPMG as Auditors	Mgmt	For	For	
19	Grant Board Authority to Issue Shares	Mgmt	For	For	
20	Authorize Board to Exclude Preemptive Rights from Share Issuances for General Corporate Purposes	Mgmt	For	For	
21	Authorize Board to Exclude Preemptive Rights from Share Issuances for Acquisition or Specified Capital Investment Purposes	Mgmt	For	For	
22	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	
23	Approve Reduction in Share Capital through Cancellation of Ordinary Shares	Mgmt	For	For	

## **Welltower Inc.**

Meeting Date: 04/30/2020

Country: USA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Kenneth J. Bacon	Mgmt	For	For
1b	Elect Director Thomas J. DeRosa	Mgmt	For	For
1c	Elect Director Karen B. DeSalvo	Mgmt	For	For
1d	Elect Director Jeffrey H. Donahue	Mgmt	For	For
1e	Elect Director Sharon M. Oster	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

#### **Welltower Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1f	Elect Director Sergio D. Rivera	Mgmt	For	For
1g	Elect Director Johnese M. Spisso	Mgmt	For	For
1h	Elect Director Kathryn M. Sullivan	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditor	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

#### **Woodside Petroleum Ltd.**

**Meeting Date:** 04/30/2020

Country: Australia
Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2a	Elect Ian Macfarlane as Director	Mgmt	For	For
2b	Elect Larry Archibald as Director	Mgmt	For	For
2c	Elect Swee Chen Goh as Director	Mgmt	For	For
3	Approve Remuneration Report	Mgmt	For	For
4a	Approve the Amendments to the Company's Constitution	SH	Against	Against
	Blended Rationale: 1- [SF-S4578-107] These issues are	more properly addressed	through uniform government regulations.	
4b	Approve Paris Goals and Targets	SH	Against	Against
	Blended Rationale: 1- [SF-S4578-111] Upon engagemen	nt decided to support man	agement	
4c	Approve Climate Related Lobbying	SH	Against	Against
	Blended Rationale: 1- [SF-S4578-111] Upon engagemen	nt decided to support man	agement	
4d	Approve Reputation Advertising Activities	SH	Against	Against
	Blended Rationale: 1- [SF-S4578-111] Upon engagemen	nt decided to support man	agement	

# **Capital & Counties Properties Plc**

Meeting Date: 05/01/2020

Country: United Kingdom
Meeting Type: Annual

Date range covered: 04/01/2020 to 06/30/2020

# **Capital & Counties Properties Plc**

Proposal				Vote
Number	Proposal Text	Proponent	Mgmt Rec	Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Final Dividend	Mgmt	For	For
3	Re-elect Henry Staunton as Director	Mgmt	For	For
	Blended Rationale: [LN-M0201-007] As nomination con	nmittee member, responsi	ible for lack of independence.	
4	Re-elect Ian Hawksworth as Director	Mgmt	For	For
5	Re-elect Situl Jobanputra as Director	Mgmt	For	For
6	Elect Michelle McGrath as Director	Mgmt	For	For
7	Re-elect Charlotte Boyle as Director	Mgmt	For	Against
	Blended Rationale: [LN-M0201-001] As remuneration of arrangements.	ommittee member, respor	nsible for poorly structured remuneration	
8	Re-elect Jonathan Lane as Director	Mgmt	For	For
	Blended Rationale: [LN-M0201-007] As nomination con	nmittee member, responsi	ible for lack of independence.	
9	Re-elect Anthony Steains as Director	Mgmt	For	Against
	Blended Rationale: [LN-M0201-001] As remuneration of arrangements.	ommittee member, respoi	nsible for poorly structured remuneration	
10	Reappoint PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
11	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For
12	Approve Remuneration Policy	Mgmt	For	Against
	Blended Rationale: [SD-M0500-005] Unsatisfactory ves	ting conditions and perfor	mance hurdles	
13	Approve Remuneration Report	Mgmt	For	Against
	Blended Rationale: [LN-M0550-002] Poor use of remun performance[SD-M0550-005] Potentially excessive term		ion.[SF-M0550-001] Pay is not aligned with	
14	Approve Scrip Dividend Program	Mgmt	For	For
15	Authorise Issue of Equity	Mgmt	For	For
16	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
17	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For
18	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

## **HCA Healthcare, Inc.**

**Meeting Date:** 05/01/2020

Country: USA

Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Thomas F. Frist, III	Mgmt	For	For
1b	Elect Director Samuel N. Hazen	Mgmt	For	For
1c	Elect Director Meg G. Crofton	Mgmt	For	For
1d	Elect Director Robert J. Dennis	Mgmt	For	For
1e	Elect Director Nancy-Ann DeParle	Mgmt	For	For
1f	Elect Director William R. Frist	Mgmt	For	For
1g	Elect Director Charles O. Holliday, Jr.	Mgmt	For	For
1h	Elect Director Michael W. Michelson	Mgmt	For	For
1i	Elect Director Wayne J. Riley	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
4	Approve Omnibus Stock Plan	Mgmt	For	For
5	Provide Right to Call Special Meeting	Mgmt	For	For
6	Provide Right to Act by Written Consent	SH	Against	Against

Blended Rationale: [SF-S0238-002] Shareholders should have the right to act without waiting for the company to call a shareholder meeting. At this company, shareholders are being given the right to act by calling a special meeting.

## **Kingspan Group Plc**

Meeting Date: 05/01/2020

**Country:** Ireland **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Final Dividend	Mgmt	For	Abstain

Blended Rationale: [LN-AB000-001] Proposal will be removed at shareholder meeting.

Date range covered: 04/01/2020 to 06/30/2020

# **Kingspan Group Plc**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction			
3a	Re-elect Eugene Murtagh as Director	Mgmt	For	For			
	Blended Rationale: [LN-M0201-007] As nomination committee member, responsible for lack of independence. [LN-M0201-006]  As chairman of the board, responsible for the poor composition of the committees.						
3b	Re-elect Gene Murtagh as Director	Mgmt	For	For			
3c	Re-elect Geoff Doherty as Director	Mgmt	For	For			
3d	Re-elect Russell Shiels as Director	Mgmt	For	For			
3e	Re-elect Peter Wilson as Director	Mgmt	For	For			
3f	Re-elect Gilbert McCarthy as Director	Mgmt	For	For			
3g	Re-elect Linda Hickey as Director	Mgmt	For	For			
3h	Re-elect Michael Cawley as Director	Mgmt	For	Against			
	Blended Rationale: [SF-M0201-019] Vote against for se believe raises substantial concerns about the director's	-					
3i	Re-elect John Cronin as Director	Mgmt	For	For			
	Blended Rationale: [LN-M0201-007] As nomination con	mmittee member, responsi	ble for lack of independence.				
3j	Re-elect Bruce McLennan as Director	Mgmt	For	For			
	Blended Rationale: [LN-M0201-007] As nomination con	mmittee member, responsi	ble for lack of independence.				
3k	Re-elect Jost Massenberg as Director	Mgmt	For	For			
	Blended Rationale: [LN-M0201-007] As nomination con	mmittee member, responsi	ble for lack of independence.				
31	Elect Anne Heraty as Director	Mgmt	For	For			
4	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For			
5	Approve Remuneration Report	Mgmt	For	For			
6	Authorise Issue of Equity	Mgmt	For	For			
7	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For			
8	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For			
9	Authorise Market Purchase of Shares	Mgmt	For	For			
10	Authorise Reissuance of Treasury Shares	Mgmt	For	For			
11	Authorise the Company to Call EGM with Two Weeks' Notice	Mgmt	For	For			

Date range covered: 04/01/2020 to 06/30/2020

# **Leidos Holdings, Inc.**

Meeting Date: 05/01/2020

Country: USA

Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruct
1a	Elect Director Gregory R. Dahlberg	Mgmt	For	For
1b	Elect Director David G. Fubini	Mgmt	For	For
1c	Elect Director Miriam E. John	Mgmt	For	For
1d	Elect Director Frank Kendall, III	Mgmt	For	For
1e	Elect Director Robert C. Kovarik, Jr.	Mgmt	For	For
1f	Elect Director Harry M.J. Kraemer, Jr.	Mgmt	For	For
1g	Elect Director Roger A. Krone	Mgmt	For	For
1h	Elect Director Gary S. May	Mgmt	For	For
1i	Elect Director Surya N. Mohapatra	Mgmt	For	For
1j	Elect Director Lawrence C. Nussdorf	Mgmt	For	For
1k	Elect Director Robert S. Shapard	Mgmt	For	For
11	Elect Director Susan M. Stalnecker	Mgmt	For	For
1m	Elect Director Noel B. Williams	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
4	Eliminate Cumulative Voting	Mgmt	For	For
5	Eliminate Supermajority Vote Requirement	Mgmt	For	For
6	Amend Proxy Access Right	SH	Against	Against

Blended Rationale: [SF-S4578-106] Company already has policies in place to address these issues.

## Oil Search Ltd.

Meeting Date: 05/01/2020

Country: Papua New Guinea

Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction

Ordinary Business of the Meeting

Mgmt

Date range covered: 04/01/2020 to 06/30/2020

## Oil Search Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Elect Fiona Harris as Director	Mgmt	For	For
3	Elect Kostas Constantinou as Director	Mgmt	For	For
	Special Business of the Meeting	Mgmt		
1	Approve Issuance of Performance Rights to Keiran Wulff	Mgmt	For	For
2	Approve Issuance of Restricted Shares to Keiran Wulff	Mgmt	For	For
3	Approve Non-Executive Director Share Acquisition Plan	Mgmt	For	For

# **Zions Bancorporation, N.A.**

Meeting Date: 05/01/2020

Country: USA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Jerry C. Atkin	Mgmt	For	For
1b	Elect Director Gary L. Crittenden	Mgmt	For	For
1c	Elect Director Suren K. Gupta	Mgmt	For	For
1d	Elect Director J. David Heaney	Mgmt	For	For
1e	Elect Director Vivian S. Lee	Mgmt	For	For
1f	Elect Director Scott J. McLean	Mgmt	For	For
1g	Elect Director Edward F. Murphy	Mgmt	For	For
1h	Elect Director Stephen D. Quinn	Mgmt	For	For
1i	Elect Director Harris H. Simmons	Mgmt	For	For
1j	Elect Director Aaron B. Skonnard	Mgmt	For	For
1k	Elect Director Barbara A. Yastine	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# **Eli Lilly and Company**

Meeting Date: 05/04/2020

Country: USA

which can be held accountable for its decisions through the election of directors.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruct
1a	Elect Director Michael L. Eskew	Mgmt	For	For
1b	Elect Director William G. Kaelin, Jr.	Mgmt	For	For
1c	Elect Director David A. Ricks	Mgmt	For	For
1d	Elect Director Marschall S. Runge	Mgmt	For	For
1e	Elect Director Karen Walker	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
4	Declassify the Board of Directors	Mgmt	For	For
5	Eliminate Supermajority Voting Provisions	Mgmt	For	For
6	Report on Lobbying Payments and Policy	SH	Against	Against
	Blended Rationale: [SF-S4578-106] Company already	has policies in place to	address these issues.	
7	Report on Forced Swim Test	SH	Against	Against
	Blended Rationale: [SF-S4578-106] Company already	has policies in place to	address these issues.	
8	Require Independent Board Chairman	SH	Against	Against
	Blended Rationale: [SF-S0107-101] Company has a crole.	designated lead director	who fulfills the requirements appropriate to such	
9	Disclose Board Matrix Including Ideological Perspectives	SH	Against	Against
	Blended Rationale: [SF-S4578-106] Company already	v has policies in place to	address these issues.	
10	Report on Integrating Drug Pricing Risks into Senior Executive Compensation Arrangements	SH	Against	Against
	Blended Rationale: [SF-S0500-102] Executive compe which can be held accountable for its decisions throu			
11	Adopt Policy on Bonus Banking	SH	Against	Against
	Blended Rationale: [SF-S0500-102] Executive compe which can be held accountable for its decisions throu		•	
12	Clawback Disclosure of Recoupment Activity from Senior Officers	SH	Against	Against

Date range covered: 04/01/2020 to 06/30/2020

# **Rightmove Plc**

Meeting Date: 05/04/2020

**Country:** United Kingdom **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Remuneration Report	Mgmt	For	For
3	Approve Remuneration Policy	Mgmt	For	For
4	Approve Final Dividend (Resolution Withdrawn)	Mgmt		
5	Reappoint KPMG LLP as Auditors	Mgmt	For	For
6	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For
7	Elect Andrew Fisher as Director	Mgmt	For	For
8	Elect Amit Tiwari as Director	Mgmt	For	For
9	Re-elect Peter Brooks-Johnson as Director	Mgmt	For	For
10	Re-elect Robyn Perriss as Director	Mgmt	For	For
11	Re-elect Jacqueline de Rojas as Director	Mgmt	For	For
12	Re-elect Rakhi Goss-Custard as Director	Mgmt	For	For
13	Re-elect Andrew Findlay as Director	Mgmt	For	For
14	Re-elect Lorna Tilbian as Director	Mgmt	For	For
15	Authorise Issue of Equity	Mgmt	For	For
16	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
17	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For
18	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For
19	Authorise EU Political Donations and Expenditure	Mgmt	For	For
20	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For
21	Approve Performance Share Plan	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# **American Express Company**

Meeting Date: 05/05/2020

Country: USA

Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruc
1a	Elect Director Charlene Barshefsky	Mgmt	For	For
1b	Elect Director John J. Brennan	Mgmt	For	For
1c	Elect Director Peter Chernin	Mgmt	For	For
1d	Elect Director Ralph de la Vega	Mgmt	For	For
1e	Elect Director Anne Lauvergeon	Mgmt	For	For
1f	Elect Director Michael O. Leavitt	Mgmt	For	For
1g	Elect Director Theodore J. Leonsis	Mgmt	For	For
1h	Elect Director Karen L. Parkhill	Mgmt	For	For
1i	Elect Director Lynn A. Pike	Mgmt	For	For
1j	Elect Director Stephen J. Squeri	Mgmt	For	For
1k	Elect Director Daniel L. Vasella	Mgmt	For	For
11	Elect Director Ronald A. Williams	Mgmt	For	For
1m	Elect Director Christopher D. Young	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
4	Amend Omnibus Stock Plan	Mgmt	For	For
5	Provide Right to Act by Written Consent	SH	Against	Against
	Blended Rationale: [SF-S0238-002] Shareholders shareholder meeting. At this company, sharehold	-	. ,	ll a
6	Report on Gender/Racial Pay Gap	SH	Against	Against

# **Bristol-Myers Squibb Company**

Meeting Date: 05/05/2020

Country: USA

Date range covered: 04/01/2020 to 06/30/2020

# **Bristol-Myers Squibb Company**

Proposal				Vote
Number	Proposal Text	Proponent	Mgmt Rec	Instruct
1A	Elect Director Peter J. Arduini	Mgmt	For	For
1B	Elect Director Robert Bertolini	Mgmt	For	For
1C	Elect Director Michael W. Bonney	Mgmt	For	For
1D	Elect Director Giovanni Caforio	Mgmt	For	For
1E	Elect Director Matthew W. Emmens	Mgmt	For	For
1F	Elect Director Julia A. Haller	Mgmt	For	For
1G	Elect Director Dinesh C. Paliwal	Mgmt	For	For
1H	Elect Director Theodore R. Samuels	Mgmt	For	For
1I	Elect Director Vicki L. Sato	Mgmt	For	For
1J	Elect Director Gerald L. Storch	Mgmt	For	For
1K	Elect Director Karen H. Vousden	Mgmt	For	For
1L	Elect Director Phyllis R. Yale	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
4	Require Independent Board Chairman	SH	Against	Against
	Blended Rationale: [SF-S0107-101] Company has role.	a designated lead directo	or who fulfills the requirements ap	ppropriate to such
5	Provide Right to Act by Written Consent	SH	Against	Against

Blended Rationale: [SF-S0238-002] Shareholders should have the right to act without waiting for the company to call a shareholder meeting. At this company, shareholders already have the right to act by calling a special meeting.

## **Danaher Corporation**

Meeting Date: 05/05/2020

Country: USA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Linda Hefner Filler	Mgmt	For	For
1.2	Elect Director Thomas P. Joyce, Jr.	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# **Danaher Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.3	Elect Director Teri List-Stoll	Mgmt	For	For
	Blended Rationale: [SF-S4578-111] Upon engager	ment decided to support m	anagement	
1.4	Elect Director Walter G. Lohr, Jr.	Mgmt	For	For
	Blended Rationale: [SF-S4578-111] Upon engager	ment decided to support m	anagement	
1.5	Elect Director Jessica L. Mega	Mgmt	For	For
1.6	Elect Director Pardis C. Sabeti	Mgmt	For	For
1.7	Elect Director Mitchell P. Rales	Mgmt	For	For
1.8	Elect Director Steven M. Rales	Mgmt	For	For
1.9	Elect Director John T. Schwieters	Mgmt	For	For
	Blended Rationale: [SF-S4578-111] Upon engager	ment decided to support m	anagement	
1.10	Elect Director Alan G. Spoon	Mgmt	For	For
	Blended Rationale: .			
1.11	Elect Director Raymond C. Stevens	Mgmt	For	For
1.12	Elect Director Elias A. Zerhouni	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
4	Reduce Ownership Threshold for Shareholders to Call Special Meeting	SH	Against	Against

Blended Rationale: [SF-S0235-101] We do not believe the proposed threshold to call special meetings is sufficient to avoid waste of corporate resources.

# **Expeditors International of Washington, Inc.**

Meeting Date: 05/05/2020

**Country:** USA **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Robert R. Wright	Mgmt	For	For
1.2	Elect Director Glenn M. Alger	Mgmt	For	For
1.3	Elect Director Robert P. Carlile	Mgmt	For	For
1.4	Elect Director James "Jim" M. DuBois	Mgmt	For	For
1.5	Elect Director Mark A. Emmert	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# **Expeditors International of Washington, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.6	Elect Director Diane H. Gulyas	Mgmt	For	For
1.7	Elect Director Jeffrey S. Musser	Mgmt	For	For
1.8	Elect Director Liane J. Pelletier	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Amend Omnibus Stock Plan	Mgmt	For	For
4	Ratify KPMG LLP as Auditors	Mgmt	For	For
5	Adopt a Policy on Board Diversity	SH	Against	Against

Blended Rationale: 1- [SF-S4578-106] Company already has policies in place to address these issues.

# **First American Financial Corporation**

Meeting Date: 05/05/2020

Country: USA

Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director James L. Doti	Mgmt	For	For
1.2	Elect Director Michael D. McKee	Mgmt	For	For
1.3	Elect Director Thomas V. McKernan	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Approve Omnibus Stock Plan	Mgmt	For	For
4	Ratify PricewaterhouseCoopers LLP as Auditor	Mgmt	For	For

# **Hubbell Incorporated**

Meeting Date: 05/05/2020

Country: USA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Carlos M. Cardoso	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# **Hubbell Incorporated**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.2	Elect Director Anthony J. Guzzi	Mgmt	For	For
	Blended Rationale: .			
1.3	Elect Director Neal J. Keating	Mgmt	For	For
	Blended Rationale: .			
1.4	Elect Director Bonnie C. Lind	Mgmt	For	For
1.5	Elect Director John F. Malloy	Mgmt	For	For
1.6	Elect Director David G. Nord	Mgmt	For	For
1.7	Elect Director John G. Russell	Mgmt	For	For
	Blended Rationale: .			
1.8	Elect Director Steven R. Shawley	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For

# **Kuehne + Nagel International AG**

Meeting Date: 05/05/2020

**Country:** Switzerland **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction		
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For		
2	Approve Allocation of Income and Omission of Dividends	Mgmt	For	For		
3	Approve Discharge of Board and Senior Management	Mgmt	For	For		
4.1.1	Reelect Renato Fassbind as Director	Mgmt	For	For		
4.1.2	Reelect Karl Gernandt as Director	Mgmt	For	Against		
	Blended Rationale: [LN-M0201-009] As nomination committee member, responsible for lack of diversity.					
4.1.3	Reelect David Kamenetzky as Director	Mgmt	For	For		
4.1.4	Reelect Klaus-Michael Kuehne as Director	Mgmt	For	Against		
	Blended Rationale: [LN-M0201-009] As nomination committee member, responsible for lack of diversity.					

Date range covered: 04/01/2020 to 06/30/2020

# **Kuehne + Nagel International AG**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4.1.5	Reelect Hauke Stars as Director	Mgmt	For	Against
	Blended Rationale: [LN-M0201-009] As nomination co. against for serving on over an excessive number of puthe director's ability to exercise sufficient oversight on	ıblic company boards whicl	, ,	
4.1.6	Reelect Martin Wittig as Director	Mgmt	For	For
4.1.7	Reelect Joerg Wolle as Director	Mgmt	For	Against
	Blended Rationale: [SF-M0201-019] Vote against for s believe raises substantial concerns about the director's	-		
4.2	Elect Dominik Buergy as Director	Mgmt	For	For
4.3	Reelect Joerg Wolle as Board Chairman	Mgmt	For	Against
	Blended Rationale: [LN-M0201-006] As chairman of the [SF-M0201-019] Vote against for serving on over an esubstantial concerns about the director's ability to exe	excessive number of public	company boards which we believe raises	
4.4.1	Appoint Karl Gernandt as Member of the Compensation Committee	Mgmt	For	Against
	Blended Rationale: [LN-M0201-001] As remuneration arrangements.	committee member, respoi	nsible for poorly structured remuneration	
4.4.2	Appoint Klaus-Michael Kuehne as Member of the Compensation Committee	Mgmt	For	Against
	Blended Rationale: [LN-M0201-001] As remuneration arrangements.	committee member, respoi	nsible for poorly structured remuneration	
4.4.3	Appoint Hauke Stars as Member of the Compensation Committee	Mgmt	For	Against
	Blended Rationale: [LN-M0201-001] As remuneration arrangements.[SF-M0201-019] Vote against for serving believe raises substantial concerns about the director's	g on over an excessive nur	mber of public company boards which we	
4.5	Designate Investarit AG as Independent Proxy	Mgmt	For	For
4.6	Ratify Ernst & Young AG as Auditors	Mgmt	For	For
5	Approve Creation of CHF 20 Million Pool of Capital without Preemptive Rights	Mgmt	For	Against
	Blended Rationale: [LN-M0300-003] Potential to be ex	rcessively dilutive to existing	g shareholders.	
6	Approve Remuneration Report	Mgmt	For	Against
	Blended Rationale: [SF-M0550-002] We find the report understanding of the company's approach to paying it hurdle			
7.1	Approve Remuneration of Directors in the Amount of CHF 5 Million	Mgmt	For	For
7.2	Approve Remuneration of Executive Committee in the Amount of CHF 20 Million	Mgmt	For	For
	Blended Rationale: .			

Date range covered: 04/01/2020 to 06/30/2020

# **Kuehne + Nagel International AG**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
8	Transact Other Business (Voting)	Mgmt	For	Abstain

Blended Rationale: [LN-M0100-001] Poor disclosure.

# **National Instruments Corporation**

Meeting Date: 05/05/2020

Country: USA

Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Michael E. McGrath	Mgmt	For	For
1.2	Elect Director Alexander M. Davern	Mgmt	For	For
2	Approve Restricted Stock Plan	Mgmt	For	For
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

# **Nexi SpA**

Meeting Date: 05/05/2020

Country: Italy

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Business	Mgmt		
1	Approve Financial Statements, Statutory Reports, and Allocation of Income	Mgmt	For	For
2.1	Approve Remuneration Policy	Mgmt	For	For
2.2	Approve Second Section of the Remuneration Report	Mgmt	For	For
3	Elect Director	Mgmt	For	For
4	Authorize Share Repurchase Program and Reissuance of Repurchased Shares	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# **Nexi SpA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
Α	Deliberations on Possible Legal Action Against Directors if Presented by Shareholders	Mgmt	None	Against

Blended Rationale: [SF-M0105-001] The information provided is insufficient to make an informed voting decision.

# **Ritchie Bros. Auctioneers Incorporated**

Meeting Date: 05/05/2020

**Country:** Canada **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Ann Fandozzi	Mgmt	For	For
1b	Elect Director Beverley Anne Briscoe	Mgmt	For	For
1c	Elect Director Erik Olsson	Mgmt	For	For
1d	Elect Director Adam DeWitt	Mgmt	For	For
1e	Elect Director Robert George Elton	Mgmt	For	For
1f	Elect Director J. Kim Fennell	Mgmt	For	For
1g	Elect Director Amy Guggenheim Shenkan	Mgmt	For	For
1h	Elect Director Sarah Elizabeth Raiss	Mgmt	For	For
1i	Elect Director Christopher Zimmerman	Mgmt	For	For
2	Approve Ernst & Young LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

# **Stryker Corporation**

Meeting Date: 05/05/2020

Country: USA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Mary K. Brainerd	Mgmt	For	For
1b	Elect Director Srikant M. Datar	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# **Stryker Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1c	Elect Director Roch Doliveux	Mgmt	For	For
1d	Elect Director Allan C. Golston	Mgmt	For	For
1e	Elect Director Kevin A. Lobo	Mgmt	For	For
1f	Elect Director Sherilyn S. McCoy	Mgmt	For	For
1g	Elect Director Andrew K. Silvernail	Mgmt	For	For
1h	Elect Director Lisa M. Skeete Tatum	Mgmt	For	For
<b>1</b> i	Elect Director Ronda E. Stryker	Mgmt	For	For
	Blended Rationale: .			
1j	Elect Director Rajeev Suri	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
4	Report on Non-Management Employee Representation on the Board of Directors	SH	Against	Against
	Rlandad Pationala: 1- [CE COOOL-101] No demonstrable	acanomical banafit to sh	prohaldors	

Blended Rationale: 1- [SF-S0000-101] No demonstrable economical benefit to shareholders

# **Teradata Corporation**

Meeting Date: 05/05/2020

**Country:** USA **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Daniel R. Fishback	Mgmt	For	For
1b	Elect Director David E. Kepler	Mgmt	For	For
1c	Elect Director Kimberly K. Nelson	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For

## Alcon Inc.

Meeting Date: 05/06/2020

Country: Switzerland Meeting Type: Annual

Date range covered: 04/01/2020 to 06/30/2020

## **Alcon Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruct
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Discharge of Board and Senior Management	Mgmt	For	For
3	Approve Allocation of Income and Omission of Dividends	Mgmt	For	For
4.1	Approve Remuneration Report (Non-Binding)	Mgmt	For	For
4.2	Approve Remuneration of Directors in the Amount of CHF 3.3 Million	Mgmt	For	For
4.3	Approve Remuneration of Executive Committee in the Amount of CHF 35.3 Million	Mgmt	For	For
5.1	Reelect Michael Ball as Director	Mgmt	For	For
5.2	Reelect Lynn Bleil as Director	Mgmt	For	For
5.3	Reelect Arthur Cummings as Director	Mgmt	For	For
5.4	Reelect David Endicott as Director	Mgmt	For	For
5.5	Reelect Thomas Glanzmann as Director	Mgmt	For	For
5.6	Reelect Keith Grossmann as Director	Mgmt	For	For
	Blended Rationale: [SF-M0201-019] Vote against for believe raises substantial concerns about the director	-		
5.7	Reelect Scott Maw as Director	Mgmt	For	For
5.8	Reelect Karen May as Director	Mgmt	For	For
5.9	Reelect Ines Poeschel as Director	Mgmt	For	For
5.10	Reelect Dieter Spaelti as Director	Mgmt	For	For
6.1	Reappoint Thomas Glanzmann as Member of the Compensation Committee	Mgmt	For	For
6.2	Reappoint Keith Grossmann as Member of the Compensation Committee	Mgmt	For	For
6.3	Reappoint Karen May as Member of the Compensation Committee	Mgmt	For	For
6.4	Reappoint Ines Poeschel as Member of the Compensation Committee	Mgmt	For	For
7	Designate Hartmann Dreyer Attorneys-at-Law as Independent Proxy	Mgmt	For	For
8	Ratify PricewaterhouseCoopers SA as Auditors	Mgmt	For	For
9	Transact Other Business (Voting)	Mgmt	For	Abstain

Blended Rationale: [LN-M0100-001] Poor disclosure.

Date range covered: 04/01/2020 to 06/30/2020

# **Allianz SE**

**Meeting Date:** 05/06/2020

**Country:** Germany **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal 2019 (Non-Voting)	Mgmt		
2	Approve Allocation of Income and Dividends of EUR 9.60 per Share	Mgmt	For	Do Not Vote
3	Approve Discharge of Management Board for Fiscal 2019	Mgmt	For	Do Not Vote
4	Approve Discharge of Supervisory Board for Fiscal 2019	Mgmt	For	Do Not Vote
5	Approve Affiliation Agreement with Allianz Africa Holding GmbH	Mgmt	For	Do Not Vote

# AptarGroup, Inc.

Meeting Date: 05/06/2020

Country: USA

Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director George L. Fotiades	Mgmt	For	Against
	Blended Rationale: [SF-M0201-019] Vote against this na a CEO, which we believe raises substantial concerns at	-		
1b	Elect Director B. Craig Owens	Mgmt	For	For
1c	Elect Director Joanne C. Smith	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Amend Omnibus Stock Plan	Mgmt	For	For
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For

#### **Ascential Plc**

Meeting Date: 05/06/2020

**Country:** United Kingdom **Meeting Type:** Annual

Date range covered: 04/01/2020 to 06/30/2020

## **Ascential Plc**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Remuneration Policy	Mgmt	For	For
3	Approve Remuneration Report	Mgmt	For	For
4	Approve Final Dividend	Mgmt	For	Abstain
	Blended Rationale: [LN-AB000-001] This proposal wil	ll be removed at the sha	reholder meeting.	
5	Re-elect Rita Clifton as Director	Mgmt	For	For
6	Re-elect Scott Forbes as Director	Mgmt	For	For
7	Re-elect Amanda Gradden as Director	Mgmt	For	For
8	Re-elect Paul Harrison as Director	Mgmt	For	For
9	Re-elect Gillian Kent as Director	Mgmt	For	For
10	Re-elect Duncan Painter as Director	Mgmt	For	For
11	Re-elect Judy Vezmar as Director	Mgmt	For	For
12	Reappoint KPMG LLP as Auditors	Mgmt	For	For
13	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For
14	Authorise EU Political Donations and Expenditure	Mgmt	For	For
15	Authorise Issue of Equity	Mgmt	For	For
16	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
17	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For
18	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For
19	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For

# **Eversource Energy**

Meeting Date: 05/06/2020 Country: USA

Date range covered: 04/01/2020 to 06/30/2020

# **Eversource Energy**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Cotton M. Cleveland	Mgmt	For	For
1.2	Elect Director James S. DiStasio	Mgmt	For	For
1.3	Elect Director Francis A. Doyle	Mgmt	For	For
1.4	Elect Director Linda Dorcena Forry	Mgmt	For	For
1.5	Elect Director James J. Judge	Mgmt	For	For
1.6	Elect Director John Y. Kim	Mgmt	For	For
1.7	Elect Director Kenneth R. Leibler	Mgmt	For	For
1.8	Elect Director David H. Long	Mgmt	For	For
1.9	Elect Director William C. Van Faasen	Mgmt	For	For
1.10	Elect Director Frederica M. Williams	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

# **Franco-Nevada Corporation**

Meeting Date: 05/06/2020

Country: Canada

Meeting Type: Annual/Special

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director David Harquail	Mgmt	For	For
1.2	Elect Director Paul Brink	Mgmt	For	For
1.3	Elect Director Tom Albanese	Mgmt	For	For
1.4	Elect Director Derek W. Evans	Mgmt	For	For
1.5	Elect Director Catharine Farrow	Mgmt	For	For
1.6	Elect Director Louis Gignac	Mgmt	For	For
1.7	Elect Director Maureen Jensen	Mgmt	For	For
1.8	Elect Director Jennifer Maki	Mgmt	For	For
1.9	Elect Director Randall Oliphant	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# **Franco-Nevada Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.10	Elect Director David R. Peterson	Mgmt	For	For
1.11	Elect Director Elliott Pew	Mgmt	For	For
2	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For

# **General Dynamics Corporation**

Meeting Date: 05/06/2020

Country: USA

Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	<u>·</u>			
1a	Elect Director James S. Crown	Mgmt	For	For
1b	Elect Director Rudy F. deLeon	Mgmt	For	For
1c	Elect Director Cecil D. Haney	Mgmt	For	For
1d	Elect Director Mark M. Malcolm	Mgmt	For	For
1e	Elect Director James N. Mattis	Mgmt	For	For
1f	Elect Director Phebe N. Novakovic	Mgmt	For	For
1g	Elect Director C. Howard Nye	Mgmt	For	For
1h	Elect Director William A. Osborn	Mgmt	For	For
1i	Elect Director Catherine B. Reynolds	Mgmt	For	For
1j	Elect Director Laura J. Schumacher	Mgmt	For	For
1k	Elect Director John G. Stratton	Mgmt	For	For
11	Elect Director Peter A. Wall	Mgmt	For	For
2	Ratify KPMG LLP as Auditor	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
4	Reduce Ownership Threshold for Shareholders to Call Special Meeting	SH	Against	Against

Blended Rationale: [SF-S0235-101] We do not believe the proposed threshold to call special meetings is sufficient to avoid waste of corporate resources.

Date range covered: 04/01/2020 to 06/30/2020

# **Gilead Sciences, Inc.**

**Meeting Date:** 05/06/2020

Country: USA

Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruc
1a	Elect Director Jacqueline K. Barton	Mgmt	For	For
1b	Elect Director Sandra J. Horning	Mgmt	For	For
1c	Elect Director Kelly A. Kramer	Mgmt	For	For
1d	Elect Director Kevin E. Lofton	Mgmt	For	For
1e	Elect Director Harish Manwani	Mgmt	For	For
1f	Elect Director Daniel P. O'Day	Mgmt	For	For
1g	Elect Director Richard J. Whitley	Mgmt	For	For
1h	Elect Director Per Wold-Olsen	Mgmt	For	For
	Blended Rationale: .			
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
4	Require Independent Board Chair	SH	Against	Against
	Blended Rationale: [SF-S0107-101] Company has role.	a designated lead directo	r who fulfills the requirements appropria	ate to such
5	Eliminate the Ownership Threshold for Stockholders to Request a Record Date to Take Action by Written Consent	SH	Against	Against

**Meeting Date:** 05/06/2020

**GlaxoSmithKline Plc** 

**Country:** United Kingdom **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Remuneration Report	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

## **GlaxoSmithKline Plc**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Approve Remuneration Policy	Mgmt	For	For
	Blended Rationale: [LN-M0550-001] Poorly structured	remuneration arrangemen	ts.	
4	Elect Sir Jonathan Symonds as Director	Mgmt	For	For
5	Elect Charles Bancroft as Director	Mgmt	For	For
6	Re-elect Emma Walmsley as Director	Mgmt	For	For
7	Re-elect Vindi Banga as Director	Mgmt	For	For
8	Re-elect Dr Hal Barron as Director	Mgmt	For	For
9	Re-elect Dr Vivienne Cox as Director	Mgmt	For	For
10	Re-elect Lynn Elsenhans as Director	Mgmt	For	For
11	Re-elect Dr Laurie Glimcher as Director	Mgmt	For	For
12	Re-elect Dr Jesse Goodman as Director	Mgmt	For	For
13	Re-elect Judy Lewent as Director	Mgmt	For	For
	Blended Rationale: [LN-M0201-004] Non-independent	director on key committee		
14	Re-elect Iain Mackay as Director	Mgmt	For	For
15	Re-elect Urs Rohner as Director	Mgmt	For	For
16	Reappoint Deloitte LLP as Auditors	Mgmt	For	For
17	Authorise the Audit & Risk Committee to Fix Remuneration of Auditors	Mgmt	For	For
18	Authorise EU Political Donations and Expenditure	Mgmt	For	For
19	Authorise Issue of Equity	Mgmt	For	For
20	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
21	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For
22	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For
23	Approve the Exemption from Statement of the Name of the Senior Statutory Auditor in Published Copies of the Auditors' Reports	Mgmt	For	For
24	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For

# **IDEXX Laboratories, Inc.**

Meeting Date: 05/06/2020 Country: USA

Date range covered: 04/01/2020 to 06/30/2020

# **IDEXX Laboratories, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Rebecca M. Henderson	Mgmt	For	For
1b	Elect Director Lawrence D. Kingsley	Mgmt	For	For
1c	Elect Director Sophie V. Vandebroek	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

# **Ocado Group Plc**

Meeting Date: 05/06/2020

**Country:** United Kingdom **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instru
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Remuneration Report	Mgmt	For	Agains
	Blended Rationale: [LN-M0550-001] Remuneration remuneration committee discretion regarding incre		y structured. [LN-M0550-003]	] Poor use of
3	Re-elect Lord Rose as Director	Mgmt	For	For
4	Re-elect Tim Steiner as Director	Mgmt	For	For
5	Re-elect Duncan Tatton-Brown as Director	Mgmt	For	For
6	Re-elect Neill Abrams as Director	Mgmt	For	For
7	Re-elect Mark Richardson as Director	Mgmt	For	For
8	Re-elect Luke Jensen as Director	Mgmt	For	For
9	Re-elect Jorn Rausing as Director	Mgmt	For	For
10	Re-elect Andrew Harrison as Director	Mgmt	For	Agains
	Blended Rationale: [SF-M0201-020] Vote against of performance and/or peers. [LN-M0550-003] Poor U	•		, , <del>-</del>
11	Re-elect Emma Lloyd as Director	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# **Ocado Group Plc**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
12	Re-elect Julie Southern as Director	Mgmt	For	Against
	Blended Rationale: [SF-M0201-020] Vote against comperformance and/or peers. [LN-M0550-003] Poor use	•		
13	Elect John Martin as Director	Mgmt	For	For
14	Elect Claudia Arney as Director	Mgmt	For	Against
	Blended Rationale: [SF-M0201-020] Vote against comperformance and/or peers. [LN-M0550-003] Poor use	•		
15	Reappoint Deloitte LLP as Auditors	Mgmt	For	For
16	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For
17	Authorise EU Political Donations and Expenditure	Mgmt	For	For
18	Amend Executive Share Option Scheme	Mgmt	For	For
19	Approve Employee Share Purchase Plan	Mgmt	For	For
20	Approve Restricted Share Plan	Mgmt	For	For
21	Authorise Issue of Equity	Mgmt	For	For
22	Authorise Issue of Equity in Connection with a Rights Issue	Mgmt	For	For
23	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
24	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For
25	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For
26	Adopt New Articles of Association	Mgmt	For	For
	Blended Rationale: [LN-M0100-003] Potential to sign	ificantly weaken sharei	holder rights.	
27	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For

# PepsiCo, Inc.

**Meeting Date:** 05/06/2020

Country: USA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Shona L. Brown	Mamt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# PepsiCo, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction	
1b	Elect Director Cesar Conde	Mgmt	For	For	
1c	Elect Director Ian Cook	Mgmt	For	For	
1d	Elect Director Dina Dublon	Mgmt	For	For	
1e	Elect Director Richard W. Fisher	Mgmt	For	For	
1f	Elect Director Michelle Gass	Mgmt	For	For	
1g	Elect Director Ramon L. Laguarta	Mgmt	For	For	
1h	Elect Director David C. Page	Mgmt	For	For	
1i	Elect Director Robert C. Pohlad	Mgmt	For	For	
1j	Elect Director Daniel Vasella	Mgmt	For	For	
1k	Elect Director Darren Walker	Mgmt	For	For	
11	Elect Director Alberto Weisser	Mgmt	For	For	
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	
4	Reduce Ownership Threshold for Shareholders to Call Special Meeting	SH	Against	Against	
	Blended Rationale: [SF-S0235-101] We do not believe waste of corporate resources.	the proposed threshold to	call special meetings is sufficient to avoid		
5	Report on Sugar and Public Health	SH	Against	Against	
	Blended Rationale: 1- [SF-S4578-106] Company already has policies in place to address these issues.				

Blended Rationale: 1- [SF-S4578-106] Company already has policies in place to address these issues.

# **Philip Morris International Inc.**

Meeting Date: 05/06/2020

Country: USA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Andre Calantzopoulos	Mgmt	For	For
1b	Elect Director Louis C. Camilleri	Mgmt	For	For
1c	Elect Director Werner Geissler	Mgmt	For	For
1d	Elect Director Lisa A. Hook	Mgmt	For	For
1e	Elect Director Jennifer Li	Mgmt	For	For
1f	Elect Director Jun Makihara	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# **Philip Morris International Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1g	Elect Director Kalpana Morparia	Mgmt	For	For
1h	Elect Director Lucio A. Noto	Mgmt	For	For
1i	Elect Director Frederik Paulsen	Mgmt	For	For
1j	Elect Director Robert B. Polet	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify PricewaterhouseCoopers SA as Auditor	Mgmt	For	For

# QTS Realty Trust, Inc.

Meeting Date: 05/06/2020

Country: USA

Proposal				Vote
Number	Proposal Text	Proponent	Mgmt Rec	Instructi
1.1	Elect Director Chad L. Williams	Mgmt	For	For
1.2	Elect Director John W. Barter	Mgmt	For	For
1.3	Elect Director William O. Grabe	Mgmt	For	For
1.4	Elect Director Catherine R. Kinney	Mgmt	For	For
1.5	Elect Director Peter A. Marino	Mgmt	For	For
	Blended Rationale: .			
1.6	Elect Director Scott D. Miller	Mgmt	For	For
	Blended Rationale: .			
1.7	Elect Director Mazen Rawashdeh	Mgmt	For	For
	Blended Rationale: .			
1.8	Elect Director Wayne M. Rehberger	Mgmt	For	For
1.9	Elect Director Philip P. Trahanas	Mgmt	For	For
1.10	Elect Director Stephen E. Westhead	Mgmt	For	For
	Blended Rationale: .			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify Ernst & Young as Auditors	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

#### **Schibsted ASA**

**Meeting Date:** 05/06/2020

**Country:** Norway **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Elect Chairman of Meeting	Mgmt	For	Do Not Vote
2	Approve Notice of Meeting and Agenda	Mgmt	For	Do Not Vote
3	Designate Inspector(s) of Minutes of Meeting	Mgmt	For	Do Not Vote
4	Accept Financial Statements and Statutory Reports	Mgmt	For	Do Not Vote
5	Approve Remuneration of Auditors	Mgmt	For	Do Not Vote
6a	Approve Remuneration Policy And Other Terms of Employment For Executive Management (Advisory)	Mgmt	For	Do Not Vote
6b	Approve Remuneration Policy And Other Terms of Employment For Executive Management (Binding)	Mgmt	For	Do Not Vote
7	Blended Rationale: [SD-M0550-004] Insufficiently do sufficient detail to provide shareholders with a clear Receive Report from Nominating Committee			
8a	Elect Ole Jacob Sunde (Chair) as Director	Mgmt	For	Do Not Vote
	Blended Rationale: [LN-M0201-006] As chairman of [LN-M0201-001] As remuneration committee memb			
8b	Elect Christian Ringnes as Director	Mgmt	For	Do Not Vote
	Blended Rationale: [SF-M0201-019] Vote against for believe raises substantial concerns about the director	-		ds which we
8c	Elect Birger Steen as Director	Mgmt	For	Do Not Vote
8d	Elect Eugenie van Wiechen as Director	Mgmt	For	Do Not Vote
8e	Elect Philippe Vimard as Director	Mgmt	For	Do Not Vote
8f	Elect Anna Mossberg as Director	Mgmt	For	Do Not Vote
8.g	Elect Satu Huber as Director	Mgmt	For	Do Not Vote
8.h	Elect Karl-Christian Agerup as Director	Mgmt	For	Do Not Vote

Date range covered: 04/01/2020 to 06/30/2020

## **Schibsted ASA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
9	Approve Remuneration of Directors in the Amount of NOK 1.1 Million for Chairman and NOK 517,000 for Other Directors; Approve Additional Fees; Approve Remuneration for Committee Work	Mgmt	For	Do Not Vote
10	Approve Remuneration of Nominating Committee in the Amount of NOK 139,000 for Chairman and NOK 86,000 for Other Members	Mgmt	For	Do Not Vote
11	Grant Power of Attorney to Board Pursuant to Article 7 of Articles of Association	Mgmt	For	Do Not Vote
12	Approve NOK 2.2 Million Reduction in Share Capital via Share Cancellation	Mgmt	For	Do Not Vote
13	Authorize Share Repurchase Program and Reissuance of Repurchased Shares	Mgmt	For	Do Not Vote
14	Approve Creation of NOK 6.5 Million Pool of Capital without Preemptive Rights	Mgmt	For	Do Not Vote

## **Standard Chartered Plc**

Meeting Date: 05/06/2020

**Country:** United Kingdom **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Final Dividend	Mgmt	For	Abstain
	Blended Rationale: [LN-AB000-001] This proposal will b	e removed at the shareho	lder meeting.	
3	Approve Remuneration Report	Mgmt	For	For
4	Elect Phil Rivett as Director	Mgmt	For	For
5	Elect David Tang as Director	Mgmt	For	For
6	Re-elect David Conner as Director	Mgmt	For	For
7	Re-elect Dr Byron Grote as Director	Mgmt	For	For
8	Re-elect Andy Halford as Director	Mgmt	For	For
9	Re-elect Christine Hodgson as Director	Mgmt	For	For
10	Re-elect Gay Huey Evans as Director	Mgmt	For	For
11	Re-elect Naguib Kheraj as Director	Mgmt	For	For
12	Re-elect Dr Ngozi Okonjo-Iweala as Director	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

## **Standard Chartered Plc**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
13	Re-elect Carlson Tong as Director	Mgmt	For	For
14	Re-elect Jose Vinals as Director	Mgmt	For	For
15	Re-elect Jasmine Whitbread as Director	Mgmt	For	For
16	Re-elect Bill Winters as Director	Mgmt	For	For
17	Appoint Ernst & Young LLP as Auditors	Mgmt	For	For
18	Authorise Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For
19	Authorise EU Political Donations and Expenditure	Mgmt	For	For
20	Authorise Board to Offer Scrip Dividend	Mgmt	For	For
21	Authorise Issue of Equity	Mgmt	For	For
22	Extend the Authority to Allot Shares by Such Number of Shares Repurchased by the Company under the Authority Granted Pursuant to Resolution 27	Mgmt	For	For
23	Authorise Issue of Equity in Relation to Equity Convertible Additional Tier 1 Securities	Mgmt	For	For
24	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
25	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For
26	Authorise Issue of Equity without Pre-emptive Rights in Relation to Equity Convertible Additional Tier 1 Securities	Mgmt	For	For
27	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For
28	Authorise Market Purchase of Preference Shares	Mgmt	For	For
29	Adopt New Articles of Association	Mgmt	For	For
30	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For

# **Advanced Micro Devices, Inc.**

Meeting Date: 05/07/2020 Country: USA

Date range covered: 04/01/2020 to 06/30/2020

## **Advanced Micro Devices, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director John E. Caldwell	Mgmt	For	For
1b	Elect Director Nora M. Denzel	Mgmt	For	For
1c	Elect Director Mark Durcan	Mgmt	For	For
1d	Elect Director Michael P. Gregoire	Mgmt	For	For
1e	Elect Director Joseph A. Householder	Mgmt	For	For
1f	Elect Director John W. Marren	Mgmt	For	For
1g	Elect Director Lisa T. Su	Mgmt	For	For
1h	Elect Director Abhi Y. Talwalkar	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Blended Rationale: 1- [SF-S4578-111] Upon engagement decided to support management

# **Barclays Plc**

Meeting Date: 05/07/2020

**Country:** United Kingdom **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Management Proposals	Mgmt		
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Remuneration Report	Mgmt	For	For
3	Approve Remuneration Policy	Mgmt	For	For
4	Elect Dawn Fitzpatrick as Director	Mgmt	For	For
5	Elect Mohamed A. El-Erian as Director	Mgmt	For	For
6	Elect Brian Gilvary as Director	Mgmt	For	For
7	Re-elect Mike Ashley as Director	Mgmt	For	For
8	Re-elect Tim Breedon as Director	Mgmt	For	For
9	Re-elect Sir Ian Cheshire as Director	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

## **Barclays Plc**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
10	Re-elect Mary Anne Citrino as Director	Mgmt	For	For
11	Re-elect Mary Francis as Director	Mgmt	For	For
12	Re-elect Crawford Gillies as Director	Mgmt	For	For
13	Re-elect Nigel Higgins as Director	Mgmt	For	For
14	Re-elect Tushar Morzaria as Director	Mgmt	For	For
15	Re-elect Diane Schueneman as Director	Mgmt	For	For
16	Re-elect James Staley as Director	Mgmt	For	For
17	Reappoint KPMG LLP as Auditors	Mgmt	For	For
18	Authorise the Board Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For
19	Authorise EU Political Donations and Expenditure	Mgmt	For	For
20	Authorise Issue of Equity	Mgmt	For	For
21	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
22	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For
23	Authorise Issue of Equity in Relation to the Issuance of Contingent Equity Conversion Notes	Mgmt	For	For
24	Authorise Issue of Equity without Pre-emptive Rights in Relation to the Issuance of Contingent Equity Conversion Notes	Mgmt	For	For
25	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For
26	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For
27	Approve SAYE Share Option Scheme	Mgmt	For	For
28	Amend Share Value Plan	Mgmt	For	For
29	Approve Barclays' Commitment in Tackling Climate Change	Mgmt	For	For
	Shareholder Proposal	Mgmt		
30	Approve ShareAction Requisitioned Resolution	SH	Against	Against

Blended Rationale: [SF-S4578-106] Company already has policies in place to address these issues.

Date range covered: 04/01/2020 to 06/30/2020

#### **BCE Inc.**

Meeting Date: 05/07/2020

**Country:** Canada **Meeting Type:** Annual

oposal	Provinced Treet	Posterior	Manual Dana	Vote
umber	Proposal Text	Proponent	Mgmt Rec	Instruction
1.1	Elect Director Barry K. Allen	Mgmt	For	For
1.2	Elect Director Mirko Bibic	Mgmt	For	For
1.3	Elect Director Sophie Brochu - Withdrawn Resolution	Mgmt		
1.4	Elect Director Robert E. Brown	Mgmt	For	For
1.5	Elect Director David F. Denison	Mgmt	For	For
1.6	Elect Director Robert P. Dexter	Mgmt	For	For
1.7	Elect Director Ian Greenberg	Mgmt	For	For
1.8	Elect Director Katherine Lee	Mgmt	For	For
1.9	Elect Director Monique F. Leroux	Mgmt	For	For
1.10	Elect Director Gordon M. Nixon	Mgmt	For	For
1.11	Elect Director Thomas E. Richards	Mgmt	For	For
1.12	Elect Director Calin Rovinescu	Mgmt	For	For
1.13	Elect Director Karen Sheriff	Mgmt	For	For
1.14	Elect Director Robert C. Simmonds	Mgmt	For	For
1.15	Elect Director Paul R. Weiss	Mgmt	For	For
2	Ratify Deloitte LLP as Auditors	Mgmt	For	For
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For
	Shareholder Proposal	Mgmt		
4	SP 1: Adopt a Diversity Target Higher than 40% for the Composition of the Board of Directors for the Next Five Years	SH	Against	Against

Blended Rationale: 1- [SF-S4578-106] Company already has policies in place to address these issues.

## **Canadian Tire Corporation Limited**

Meeting Date: 05/07/2020

**Country:** Canada **Meeting Type:** Annual

Date range covered: 04/01/2020 to 06/30/2020

## **Canadian Tire Corporation Limited**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Meeting for Class A Non-Voting Shareholders	Mgmt		
1.1	Elect Director Diana Chant	Mgmt	For	For
1.2	Elect Director Norman Jaskolka	Mgmt	For	For
1.3	Elect Director Cynthia Trudell	Mgmt	For	For

## **Curtiss-Wright Corporation**

Meeting Date: 05/07/2020

Country: USA

Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director David C. Adams	Mgmt	For	For
1.2	Elect Director Dean M. Flatt	Mgmt	For	For
1.3	Elect Director S. Marce Fuller	Mgmt	For	For
1.4	Elect Director Bruce D. Hoechner	Mgmt	For	For
1.5	Elect Director Glenda J. Minor	Mgmt	For	For
1.6	Elect Director John B. Nathman	Mgmt	For	For
1.7	Elect Director Robert J. Rivet	Mgmt	For	For
1.8	Elect Director Albert E. Smith	Mgmt	For	For
1.9	Elect Director Peter C. Wallace	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditor	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

## **Eastman Chemical Company**

Meeting Date: 05/07/2020

Country: USA

Date range covered: 04/01/2020 to 06/30/2020

## **Eastman Chemical Company**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Humberto P. Alfonso	Mgmt	For	For
1.2	Elect Director Brett D. Begemann	Mgmt	For	For
1.3	Elect Director Mark J. Costa	Mgmt	For	For
1.4	Elect Director Edward L. Doheny, II	Mgmt	For	For
1.5	Elect Director Julie F. Holder	Mgmt	For	For
1.6	Elect Director Renee J. Hornbaker	Mgmt	For	For
1.7	Elect Director Kim Ann Mink	Mgmt	For	For
1.8	Elect Director James J. O'Brien	Mgmt	For	For
1.9	Elect Director David W. Raisbeck	Mgmt	For	For
1.10	Elect Director Charles K. Stevens, III	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
4	Provide Right to Act by Written Consent	SH	Against	Against

Blended Rationale: [SF-S0238-002] Shareholders should have the right to act without waiting for the company to call a shareholder meeting. At this company, shareholders already have the right to act by calling a special meeting.

#### **Ecolab Inc.**

Meeting Date: 05/07/2020

**Country:** USA **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Douglas M. Baker, Jr.	Mgmt	For	For
1b	Elect Director Shari L. Ballard	Mgmt	For	For
1c	Elect Director Barbara J. Beck	Mgmt	For	For
1d	Elect Director Jeffrey M. Ettinger	Mgmt	For	For
	Blended Rationale: .			
1e	Elect Director Arthur J. Higgins	Mgmt	For	For
	Blended Rationale: .			

Date range covered: 04/01/2020 to 06/30/2020

#### **Ecolab Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1f	Elect Director Michael Larson	Mgmt	For	For
1g	Elect Director David W. MacLennan	Mgmt	For	For
1h	Elect Director Tracy B. McKibben	Mgmt	For	For
1i	Elect Director Lionel L. Nowell, III	Mgmt	For	For
1j	Elect Director Victoria J. Reich	Mgmt	For	For
1k	Elect Director Suzanne M. Vautrinot	Mgmt	For	For
11	Elect Director John J. Zillmer	Mgmt	For	For
	Blended Rationale: .			
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
4	Amend Proxy Access Right	SH	Against	Against

Blended Rationale: [SF-S4578-106] Company already has policies in place to address these issues.

## **Edwards Lifesciences Corporation**

Meeting Date: 05/07/2020 Country: USA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Michael A. Mussallem	Mgmt	For	For
1b	Elect Director Kieran T. Gallahue	Mgmt	For	For
1c	Elect Director Leslie S. Heisz	Mgmt	For	For
1d	Elect Director William J. Link	Mgmt	For	For
1e	Elect Director Steven R. Loranger	Mgmt	For	For
1f	Elect Director Martha H. Marsh	Mgmt	For	For
1g	Elect Director Ramona Sequeira	Mgmt	For	For
1h	Elect Director Nicholas J. Valeriani	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Approve Non-Employee Director Omnibus Stock Plan	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

## **Edwards Lifesciences Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Approve Stock Split	Mgmt	For	For
5	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
6	Provide Right to Act by Written Consent	SH	Against	Against

Blended Rationale: [SF-S0238-002] Shareholders should have the right to act without waiting for the company to call a shareholder meeting. At this company, shareholders already have the right to act by calling a special meeting.

## **Egyptian Financial Group-Hermes Holding Co.**

Meeting Date: 05/07/2020

Country: Egypt
Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Business	Mgmt		
1	Approve Board Report on Company Operations for FTY 2019	Mgmt	For	Do Not Vote
2	Approve Auditors' Report on Company Financial Statements for FY 2019	Mgmt	For	Do Not Vote
3	Accept Financial Statements and Statutory Reports for FY 2019	Mgmt	For	Do Not Vote
4	Approve Corporate Governance Report for FY 2019	Mgmt	For	Do Not Vote
5	Approve Discharge of Chairman and Directors for FY 2019	Mgmt	For	Do Not Vote
6	Elect Directors (Cumulative Voting)	Mgmt	For	Do Not Vote
7	Approve Remuneration of Non-Executive Directors for FY 2019 and Fix Directors Remuneration, Sitting Fees and Travelling Allowances for FY 2020	Mgmt	For	Do Not Vote
8	Ratify Auditors and Fix Their Remuneration for FY 2020	Mgmt	For	Do Not Vote
9	Approve Charitable Donations for FY 2019 and Above EGP 1000 for FY 2020	Mgmt	For	Do Not Vote

## **Equifax Inc.**

Meeting Date: 05/07/2020 Country: USA

Date range covered: 04/01/2020 to 06/30/2020

## **Equifax Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Mark W. Begor	Mgmt	For	For
1b	Elect Director Mark L. Feidler	Mgmt	For	For
1c	Elect Director G. Thomas Hough	Mgmt	For	For
1d	Elect Director Robert D. Marcus	Mgmt	For	For
1e	Elect Director Siri S. Marshall	Mgmt	For	For
1f	Elect Director Scott A. McGregor	Mgmt	For	For
1g	Elect Director John A. McKinley	Mgmt	For	For
1h	Elect Director Robert W. Selander	Mgmt	For	For
<b>1</b> i	Elect Director Elane B. Stock	Mgmt	For	For
1j	Elect Director Heather H. Wilson	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
4	Approve Qualified Employee Stock Purchase Plan	Mgmt	For	For

## **Great-West Lifeco Inc.**

Meeting Date: 05/07/2020

Country: Canada Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Meeting for Common and First Preferred Shareholders	Mgmt		
1.1	Elect Director Michael R. Amend	Mgmt	For	For
1.2	Elect Director Deborah J. Barrett	Mgmt	For	For
1.3	Elect Director Robin Bienfait	Mgmt	For	For
1.4	Elect Director Heather E. Conway	Mgmt	For	For
1.5	Elect Director Marcel R. Coutu	Mgmt	For	For
1.6	Elect Director Andre Desmarais	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

#### **Great-West Lifeco Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.7	Elect Director Paul Desmarais, Jr.	Mgmt	For	Withhold
	Blended Rationale: [SF-M0201-015] Vote against for fail attendance.[SF-M0201-019] Nominee serves on an excessibstantial concerns about the director's ability to exercise.	essive number of public co	ompany boards, which we believe raises	
1.8	Elect Director Gary A. Doer	Mgmt	For	For
1.9	Elect Director David G. Fuller	Mgmt	For	For
1.10	Elect Director Claude Genereux	Mgmt	For	For
1.11	Elect Director J. David A. Jackson	Mgmt	For	For
1.12	Elect Director Elizabeth C. Lempres	Mgmt	For	For
1.13	Elect Director Paula B. Madoff	Mgmt	For	For
1.14	Elect Director Paul A. Mahon	Mgmt	For	For
1.15	Elect Director Susan J. McArthur	Mgmt	For	For
1.16	Elect Director R. Jeffrey Orr	Mgmt	For	For
1.17	Elect Director T. Timothy Ryan	Mgmt	For	For
1.18	Elect Director Jerome J. Selitto	Mgmt	For	For
1.19	Elect Director James M. Singh	Mgmt	For	For
1.20	Elect Director Gregory D. Tretiak	Mgmt	For	For
1.21	Elect Director Siim A. Vanaselja	Mgmt	For	For
1.22	Elect Director Brian E. Walsh	Mgmt	For	For
2	Ratify Deloitte LLP as Auditors	Mgmt	For	For

## **Howden Joinery Group Plc**

Meeting Date: 05/07/2020

**Country:** United Kingdom **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Remuneration Report	Mgmt	For	For
3	Approve Final Dividend	Mgmt	For	Abstain

Blended Rationale: [LN-AB000-001] Proposal will be removed at shareholder meeting

Date range covered: 04/01/2020 to 06/30/2020

## **Howden Joinery Group Plc**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Elect Louise Fowler as Director	Mgmt	For	For
5	Re-elect Karen Caddick as Director	Mgmt	For	For
6	Re-elect Andrew Cripps as Director	Mgmt	For	For
7	Re-elect Geoff Drabble as Director	Mgmt	For	For
8	Re-elect Andrew Livingston as Director	Mgmt	For	For
9	Re-elect Richard Pennycook as Director	Mgmt	For	For
10	Re-elect Mark Robson as Director	Mgmt	For	For
11	Re-elect Debbie White as Director	Mgmt	For	For
12	Reappoint Deloitte LLP as Auditors	Mgmt	For	For
13	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For
14	Authorise EU Political Donations and Expenditure	Mgmt	For	For
15	Authorise Issue of Equity	Mgmt	For	For
16	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
17	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For
18	Adopt New Articles of Association	Mgmt	For	For
19	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For

## **KBC Group SA/NV**

Meeting Date: 05/07/2020

**Country:** Belgium **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt		
1	Receive Directors' Reports (Non-Voting)	Mgmt		
2	Receive Auditors' Reports (Non-Voting)	Mgmt		
3	Receive Consolidated Financial Statements and Statutory Reports (Non-Voting)	Mgmt		
4	Adopt Financial Statements	Mgmt	For	For
5a	Approve Allocation of Income	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

## **KBC Group SA/NV**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5b	Approve Dividends of EUR 1.00 Per Share	Mgmt	For	For
6	Approve Remuneration Report	Mgmt	For	Against
	Blended Rationale: [SF-M0550-002] We find the report understanding of the company's approach to paying its	-	to provide shareholders with a clear	
7	Approve Discharge of Directors	Mgmt	For	For
8	Approve Discharge of Auditors	Mgmt	For	For
9	Approve Auditors' Remuneration	Mgmt	For	For
10a	Indicate Koenraad Debackere as Independent Director	Mgmt	For	For
10b	Elect Erik Clinck as Director	Mgmt	For	For
10c	Elect Liesbet Okkerse as Director	Mgmt	For	For
10d	Reelect Theodoros Roussis as Director	Mgmt	For	For
10e	Reelect Sonja De Becker as Director	Mgmt	For	Against
	Blended Rationale: [LN-M0201-007] As nomination con	nmittee member, responsi	ble for lack of independence	
10f	Reelect Johan Thijs as Director	Mgmt	For	For
10g	Reelect Vladimira Papirnik as Independent Director	Mgmt	For	Against
	Blended Rationale: [LN-M0201-007] As nomination con	nmittee member, responsi	ble for lack of independence	
11	Transact Other Business	Mgmt		

## **Magna International Inc.**

Elect Director Cynthia A. Niekamp

1.7

Meeting Date: 05/07/2020 Country: Canada
Meeting Type: Annual

Vote Proposal **Proposal Text** Mgmt Rec Instruction Number Proponent Elect Director Scott B. Bonham Mgmt For For 1.1 1.2 Elect Director Peter G. Bowie Mgmt For For Elect Director Mary S. Chan 1.3 Mgmt For For 1.4 Elect Director V. Peter Harder Mgmt For For 1.5 Elect Director Kurt J. Lauk Mgmt For For 1.6 Elect Director Robert F. MacLellan Mgmt For For

For

For

Mgmt

Date range covered: 04/01/2020 to 06/30/2020

## **Magna International Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.8	Elect Director William A. Ruh	Mgmt	For	For
1.9	Elect Director Indira V. Samarasekera	Mgmt	For	For
1.10	Elect Director Donald J. Walker	Mgmt	For	For
1.11	Elect Director Lisa S. Westlake	Mgmt	For	For
1.12	Elect Director William L. Young	Mgmt	For	For
2	Approve Deloitte LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
3	Advisory Vote on Executive Compensation Approach	Mgmt	For	For

## **Melrose Industries Plc**

Meeting Date: 05/07/2020

**Country:** United Kingdom **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruci
Number	Proposal Text	Рторопенс	rigilit Rec	Instituti
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Remuneration Report	Mgmt	For	For
3	Approve Remuneration Policy	Mgmt	For	For
	Blended Rationale: [SF-M0550-002] We find the re understanding of the company's approach to payir arrangements.[LN-M0550-004] Poor use of remun	ng its executives.[LN-M05	550-001] Poorly structured r	remuneration
4	Approve Final Dividend	Mgmt	For	Abstain
	Blended Rationale: [LN-AB000-001] Proposal will b	be removed at shareholde	er meeting	
5	Re-elect Christopher Miller as Director	Mgmt	For	For
6	Re-elect David Roper as Director	Mgmt	For	For
7	Re-elect Simon Peckham as Director	Mgmt	For	For
8	Re-elect Geoffrey Martin as Director	Mgmt	For	For
9	Re-elect Justin Dowley as Director	Mgmt	For	For
	Blended Rationale: [LN-M0201-001] As remunerat arrangements.	ion committee member, i	responsible for poorly struct	tured remuneration
10	Re-elect Liz Hewitt as Director	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

## **Melrose Industries Plc**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
11	Re-elect David Lis as Director	Mgmt	For	For
	Blended Rationale: [LN-M0201-001] As remuneration arrangements.	committee member, respo	onsible for poorly structured remuneration	
12	Re-elect Archie Kane as Director	Mgmt	For	For
	Blended Rationale: [LN-M0201-001] As remuneration arrangements.	committee member, respo	onsible for poorly structured remuneration	
13	Re-elect Charlotte Twyning as Director	Mgmt	For	For
	Blended Rationale: [LN-M0201-001] As remuneration arrangements.	committee member, respo	onsible for poorly structured remuneration	
14	Elect Funmi Adegoke as Director	Mgmt	For	For
15	Reappoint Deloitte LLP as Auditors	Mgmt	For	For
16	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For
17	Authorise Issue of Equity	Mgmt	For	For
18	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
19	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For
20	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For
21	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For

## **Mettler-Toledo International Inc.**

Meeting Date: 05/07/2020 Country: USA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Robert F. Spoerry	Mgmt	For	For
1.2	Elect Director Wah-Hui Chu	Mgmt	For	For
1.3	Elect Director Domitille Doat-Le Bigot	Mgmt	For	For
1.4	Elect Director Olivier A. Filliol	Mgmt	For	For
1.5	Elect Director Elisha W. Finney	Mgmt	For	For
1.6	Elect Director Richard Francis	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

## **Mettler-Toledo International Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.7	Elect Director Michael A. Kelly	Mgmt	For	For
1.8	Elect Director Thomas P. Salice	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

## **Moneysupermarket.com Group Plc**

Meeting Date: 05/07/2020

**Country:** United Kingdom **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Remuneration Report	Mgmt	For	For
3	Approve Remuneration Policy	Mgmt	For	For
4	Approve Final Dividend	Mgmt	For	For
5	Re-elect Robin Freestone as Director	Mgmt	For	For
6	Re-elect Mark Lewis as Director	Mgmt	For	For
7	Re-elect Sally James as Director	Mgmt	For	For
8	Re-elect Sarah Warby as Director	Mgmt	For	For
9	Re-elect Scilla Grimble as Director	Mgmt	For	For
10	Elect Caroline Britton as Director	Mgmt	For	For
11	Elect Supriya Uchil as Director	Mgmt	For	For
12	Elect James Bilefield as Director	Mgmt	For	For
13	Reappoint KPMG LLP as Auditors	Mgmt	For	For
14	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For
15	Authorise Issue of Equity	Mgmt	For	For
16	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
17	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

## **Moneysupermarket.com Group Plc**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
18	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For
19	Authorise EU Political Donations and Expenditure	Mgmt	For	For
20	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For
21	Approve Share Incentive Plan	Mgmt	For	For

## **Parkland Fuel Corporation**

Meeting Date: 05/07/2020

Country: Canada

Meeting Type: Annual/Special

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director John F. Bechtold	Mgmt	For	For
1.2	Elect Director Lisa Colnett	Mgmt	For	For
1.3	Elect Director Robert (Bob) Espey	Mgmt	For	For
1.4	Elect Director Timothy W. Hogarth	Mgmt	For	For
1.5	Elect Director Jim Pantelidis	Mgmt	For	For
1.6	Elect Director Domenic Pilla	Mgmt	For	For
1.7	Elect Director Steven Richardson	Mgmt	For	For
1.8	Elect Director David A. Spencer	Mgmt	For	For
1.9	Elect Director Deborah Stein	Mgmt	For	For
2	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
3	Approve Shareholder Rights Plan	Mgmt	For	For
4	Re-approve Stock Option Plan	Mgmt	For	For
5	Amend Restricted Share Unit Plan	Mgmt	For	For
6	Re-approve Restricted Share Unit Plan	Mgmt	For	For
7	Change Company Name to Parkland Corporation	Mgmt	For	For
8	Advisory Vote on Executive Compensation Approach	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

#### **PUMA SE**

**Meeting Date:** 05/07/2020

**Country:** Germany **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal 2019 (Non-Voting)	Mgmt		
2	Approve Allocation of Income and Omission of Dividends	Mgmt	For	For
3	Approve Discharge of Management Board for Fiscal 2019	Mgmt	For	For
4	Approve Discharge of Supervisory Board for Fiscal 2019	Mgmt	For	For
5	Ratify Deloitte GmbH as Auditors for Fiscal 2020	Mgmt	For	For
6	Authorize Share Repurchase Program and Reissuance or Cancellation of Repurchased Shares	Mgmt	For	For
7	Amend Articles Re: Annulment of the Variable Supervisory Board Remuneration Clause	Mgmt	For	For
8	Amend Articles Re: Proof of Entitlement	Mgmt	For	For

## **Southwest Gas Holdings, Inc.**

**Meeting Date:** 05/07/2020

Country: USA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Robert L. Boughner	Mgmt	For	For
1.2	Elect Director Jose A. Cardenas	Mgmt	For	For
1.3	Elect Director Stephen C. Comer	Mgmt	For	For
1.4	Elect Director John P. Hester	Mgmt	For	For
1.5	Elect Director Jane Lewis-Raymond	Mgmt	For	For
1.6	Elect Director Anne L. Mariucci	Mgmt	For	For
1.7	Elect Director Michael J. Melarkey	Mgmt	For	For
1.8	Elect Director A. Randall Thoman	Mgmt	For	For
1.9	Elect Director Thomas A. Thomas	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

## **Southwest Gas Holdings, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.10	Elect Director Leslie T. Thornton	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For

## **Verizon Communications Inc.**

Meeting Date: 05/07/2020

Country: USA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruct
1.1	Elect Director Shellye L. Archambeau	Mgmt	For	For
1.2	Elect Director Mark T. Bertolini	Mgmt	For	For
1.3	Elect Director Vittorio Colao	Mgmt	For	For
1.4	Elect Director Melanie L. Healey	Mgmt	For	For
1.5	Elect Director Clarence Otis, Jr.	Mgmt	For	For
1.6	Elect Director Daniel H. Schulman	Mgmt	For	For
1.7	Elect Director Rodney E. Slater	Mgmt	For	For
1.8	Elect Director Hans E. Vestberg	Mgmt	For	For
1.9	Elect Director Gregory G. Weaver	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
4	Eliminate Above-Market Earnings in Executive Retirement Plans	SH	Against	Against
	Blended Rationale: [SF-S0500-102] Executive compe which can be held accountable for its decisions throu		•	mmittee,
5	Reduce Ownership Threshold for Shareholders to Call Special Meeting	SH	Against	Against
	Blended Rationale: [SF-S0235-101] We do not beliew waste of corporate resources.	e the proposed thresh	old to call special meetings is sufficient to	o avoid
6	Report on Lobbying Payments and Policy	SH	Against	Against

Date range covered: 04/01/2020 to 06/30/2020

## **Verizon Communications Inc.**

Proposal Text	Proponent	Mgmt Rec	Vote Instruction	
Assess Feasibility of Data Privacy as a Performance Measure for Senior Executive Compensation	SH	Against	Against	
2 3	nmittee,			
Submit Severance Agreement (Change-in-Control) to Shareholder Vote	SH	Against	Against	
	Assess Feasibility of Data Privacy as a Performance Measure for Senior Executive Compensation  Blended Rationale: 1- [SF-S0500-102] Executive co which can be held accountable for its decisions thro Submit Severance Agreement	Assess Feasibility of Data Privacy as a SH Performance Measure for Senior Executive Compensation  Blended Rationale: 1- [SF-S0500-102] Executive compensation matters show which can be held accountable for its decisions through the election of direct Submit Severance Agreement SH	Assess Feasibility of Data Privacy as a SH Against  Performance Measure for Senior Executive  Compensation  Blended Rationale: 1- [SF-S0500-102] Executive compensation matters should be left to the board's compensation comwhich can be held accountable for its decisions through the election of directors.  Submit Severance Agreement SH Against	Assess Feasibility of Data Privacy as a SH Against  Performance Measure for Senior Executive  Compensation  Blended Rationale: 1- [SF-S0500-102] Executive compensation matters should be left to the board's compensation committee,  which can be held accountable for its decisions through the election of directors.  Submit Severance Agreement SH Against Against

Blended Rationale: 1- [SF-S0500-102] Executive compensation matters should be left to the board's compensation committee, which can be held accountable for its decisions through the election of directors.

## **Wharf Real Estate Investment Company Limited**

**Meeting Date:** 05/07/2020 **Country:** Cayman Islands

Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2a	Elect Kevin Chung Ying Hui as Director	Mgmt	For	For
2b	Elect Alexander Siu Kee Au as Director	Mgmt	For	For
2c	Elect Richard Gareth Williams as Director	Mgmt	For	For
2d	Elect Eng Kiong Yeoh as Director	Mgmt	For	For
3	Approve KPMG as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
4	Authorize Repurchase of Issued Share Capital	Mgmt	For	For
5	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against
	Blended Rationale: [RU-M0300-003] This authority is excessive discretion on terms of issuance.	s not in shareholders' bes	it economic interests as it would give the board	
6	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against

Blended Rationale: [RU-M0300-003] This authority is not in shareholders' best economic interests as it would give the board excessive discretion on terms of issuance.

#### AbbVie Inc.

Meeting Date: 05/08/2020 Country: USA

Date range covered: 04/01/2020 to 06/30/2020

## **AbbVie Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruct
1.1	Elect Director Robert J. Alpern	Mgmt	For	For
1.2	Elect Director Edward M. Liddy	Mgmt	For	For
1.3	Elect Director Melody B. Meyer	Mgmt	For	For
1.4	Elect Director Frederick H. Waddell	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
4	Eliminate Supermajority Vote Requirement	Mgmt	For	For
5	Report on Lobbying Payments and Policy	SH	Against	Against
	Blended Rationale: [SF-S4578-106] Company already l	nas policies in place to add	ress these issues.	
6	Require Independent Board Chairman	SH	Against	Against
	Blended Rationale: [SF-S0107-101] Company has a de role.	signated lead director who	fulfills the requirements appropriate to such	
7	Report on Integrating Risks Related to Drug Pricing into Senior Executive Compensation	SH	Against	Against

## **Colgate-Palmolive Company**

Meeting Date: 05/08/2020

Country: USA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director John P. Bilbrey	Mgmt	For	For
1b	Elect Director John T. Cahill	Mgmt	For	For
1c	Elect Director Lisa M. Edwards	Mgmt	For	For
1d	Elect Director Helene D. Gayle	Mgmt	For	For
1e	Elect Director C. Martin Harris	Mgmt	For	For
1f	Elect Director Martina Hund-Mejean	Mgmt	For	For
1g	Elect Director Lorrie M. Norrington	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# **Colgate-Palmolive Company**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction		
1h	Elect Director Michael B. Polk	Mgmt	For	For		
1i	Elect Director Stephen I. Sadove	Mgmt	For	For		
1j	Elect Director Noel R. Wallace	Mgmt	For	For		
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For		
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For		
4	Require Independent Board Chairman	SH	Against	Against		
	Blended Rationale: [SF-S0107-101] Company has a designated lead director who fulfills the requirements appropriate to such role.					
5	Reduce Ownership Threshold for Shareholders to Call Special Meeting	SH	Against	Against		
	Blended Rationale: [SF-S0235-101] We do not believe to	he proposed threshold to d	call special meetings is sufficient to avoid			

Blended Rationale: [SF-S0235-101] We do not believe the proposed threshold to call special meetings is sufficient to avoid waste of corporate resources.

## **CommScope Holding Company, Inc.**

Meeting Date: 05/08/2020

Country: USA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2a	Elect Director Frank M. Drendel	Mgmt	For	For
2b	Elect Director Joanne M. Maguire	Mgmt	For	For
2c	Elect Director Thomas J. Manning	Mgmt	For	For
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Blended Rationale: 1- [SF-S4578-111] Upon engagemen	t decided to support man	agement	
5	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
6	Approve Removal of Common Shares Issuance Restriction in Connection with the Conversion or Redemption of Preferred Shares, Exercise of Participation Rights, and Voting of Preferred Shares	Mgmt	For	For
7	Amend Omnibus Stock Plan	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

## **Koninklijke DSM NV**

Meeting Date: 05/08/2020

**Country:** Netherlands **Meeting Type:** Annual

Proposal				Vote
Number	Proposal Text	Proponent	Mgmt Rec	Instruction
	Annual Meeting Agenda	Mgmt		
1	Open Meeting	Mgmt		
2	Receive Report of Management Board (Non-Voting)	Mgmt		
3	Approve Remuneration Report	Mgmt	For	For
4	Adopt Financial Statements	Mgmt	For	For
5.a	Receive Explanation on Company's Reserves and Dividend Policy	Mgmt		
5.b	Approve Dividends of EUR 2.40 Per Share	Mgmt	For	For
6.a	Approve Discharge of Management Board	Mgmt	For	For
6.b	Approve Discharge of Supervisory Board	Mgmt	For	For
7.a	Reelect Rob Routs to Supervisory Board	Mgmt	For	For
7.b	Reelect Eileen Kennedy to Supervisory Board	Mgmt	For	For
7.c	Reelect Pradeep Pant to Supervisory Board	Mgmt	For	For
7.d	Elect Thomas Leysen to Supervisory Board	Mgmt	For	For
8	Ratify KPMG as Auditors	Mgmt	For	For
9.a	Grant Board Authority to Issue Shares Up To 10 Percent of Issued Capital and Exclude Pre-emptive Rights	Mgmt	For	For
9.b	Grant Board Authority to Issue Shares Up To 10 Percent of Issued Capital in Connection with a Rights Issue	Mgmt	For	For
10	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
11	Approve Reduction in Share Capital through Cancellation of Shares	Mgmt	For	For
12	Other Business (Non-Voting)	Mgmt		
13	Close Meeting	Mgmt		

## ManpowerGroup, Inc.

Meeting Date: 05/08/2020 Country: USA

Date range covered: 04/01/2020 to 06/30/2020

## ManpowerGroup, Inc.

Proposal		_		Vote
Number	Proposal Text	Proponent	Mgmt Rec	Instruction
1A	Elect Director Gina R. Boswell	Mgmt	For	For
1B	Elect Director Cari M. Dominguez	Mgmt	For	For
1C	Elect Director William Downe	Mgmt	For	For
1D	Elect Director John F. Ferraro	Mgmt	For	For
1E	Elect Director Patricia Hemingway Hall	Mgmt	For	For
1F	Elect Director Julie M. Howard	Mgmt	For	For
1G	Elect Director Ulice Payne, Jr.	Mgmt	For	For
1H	Elect Director Jonas Prising	Mgmt	For	For
1I	Elect Director Paul Read	Mgmt	For	For
1J	Elect Director Elizabeth P. Sartain	Mgmt	For	For
1K	Elect Director Michael J. Van Handel	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
4	Amend Omnibus Stock Plan	Mgmt	For	For

## **International Paper Company**

**Meeting Date:** 05/11/2020

Country: USA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director William J. Burns	Mgmt	For	For
1b	Elect Director Christopher M. Connor	Mgmt	For	For
1c	Elect Director Ahmet C. Dorduncu	Mgmt	For	For
1d	Elect Director Ilene S. Gordon	Mgmt	For	For
1e	Elect Director Anders Gustafsson	Mgmt	For	For
1f	Elect Director Jacqueline C. Hinman	Mgmt	For	For
1g	Elect Director Clinton A. Lewis, Jr.	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

## **International Paper Company**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1h	Elect Director Kathryn D. Sullivan	Mgmt	For	For
1i	Elect Director Mark S. Sutton	Mgmt	For	For
1j	Elect Director J. Steven Whisler	Mgmt	For	For
1k	Elect Director Ray G. Young	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
4	Reduce Ownership Threshold for Shareholders to Call Special Meeting	SH	Against	Against

Blended Rationale: [SF-S0235-101] We do not believe the proposed threshold to call special meetings is sufficient to avoid waste of corporate resources.

## **Motorola Solutions, Inc.**

Meeting Date: 05/11/2020

Country: USA

Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Gregory Q. Brown	Mgmt	For	For
1b	Elect Director Kenneth D. Denman	Mgmt	For	For
1c	Elect Director Egon P. Durban	Mgmt	For	For
	Blended Rationale: .			
1d	Elect Director Clayton M. Jones	Mgmt	For	For
1e	Elect Director Judy C. Lewent	Mgmt	For	For
1f	Elect Director Gregory K. Mondre	Mgmt	For	For
1g	Elect Director Anne R. Pramaggiore	Mgmt	For	For
1h	Elect Director Joseph M. Tucci	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditor	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
4	Report on Political Contributions	SH	Against	Against

Blended Rationale: 1- [SF-S4578-106] Company already has policies in place to address these issues.

Date range covered: 04/01/2020 to 06/30/2020

## **3M Company**

Meeting Date: 05/12/2020

Country: USA

Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instructio
1a	Elect Director Thomas "Tony" K. Brown	Mgmt	For	For
1b	Elect Director Pamela J. Craig	Mgmt	For	For
1c	Elect Director David B. Dillon	Mgmt	For	For
1d	Elect Director Michael L. Eskew	Mgmt	For	For
1e	Elect Director Herbert L. Henkel	Mgmt	For	For
1f	Elect Director Amy E. Hood	Mgmt	For	For
1g	Elect Director Muhtar Kent	Mgmt	For	For
1h	Elect Director Dambisa F. Moyo	Mgmt	For	For
<b>1</b> i	Elect Director Gregory R. Page	Mgmt	For	For
1j	Elect Director Michael F. Roman	Mgmt	For	For
1k	Elect Director Patricia A. Woertz	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
4	Consider Pay Disparity Between Executives and Other Employees	SH	Against	Against

Blended Rationale: 1- [SF-S4578-106] Company already has policies in place to address these issues.

## **Cboe Global Markets, Inc.**

**Meeting Date:** 05/12/2020

Country: USA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Edward T. Tilly	Mgmt	For	For
1b	Elect Director Eugene S. Sunshine	Mgmt	For	For
1c	Elect Director William M. Farrow, III	Mgmt	For	For
1d	Elect Director Edward J. Fitzpatrick	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

## **Cboe Global Markets, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1e	Elect Director Janet P. Froetscher	Mgmt	For	For
1f	Elect Director Jill R. Goodman	Mgmt	For	For
1g	Elect Director Roderick A. Palmore	Mgmt	For	For
1h	Elect Director James E. Parisi	Mgmt	For	For
1i	Elect Director Joseph P. Ratterman	Mgmt	For	For
1j	Elect Director Michael L. Richter	Mgmt	For	For
1k	Elect Director Jill E. Sommers	Mgmt	For	For
11	Elect Director Fredric J. Tomczyk	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify KPMG LLP as Auditors	Mgmt	For	For

## **CIT Group Inc.**

Meeting Date: 05/12/2020

Country: USA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Ellen R. Alemany	Mgmt	For	For
1b	Elect Director Michael L. Brosnan	Mgmt	For	For
1c	Elect Director Michael A. Carpenter	Mgmt	For	For
1d	Elect Director Dorene C. Dominguez	Mgmt	For	For
1e	Elect Director Alan Frank	Mgmt	For	For
1f	Elect Director William M. Freeman	Mgmt	For	For
1g	Elect Director R. Brad Oates	Mgmt	For	For
1h	Elect Director Gerald Rosenfeld	Mgmt	For	For
1i	Elect Director John R. Ryan	Mgmt	For	For
1j	Elect Director Sheila A. Stamps	Mgmt	For	For
1k	Elect Director Khanh T. Tran	Mgmt	For	For
11	Elect Director Laura S. Unger	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditor	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

## **CIT Group Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive	Mgmt	For	For

## **Cummins Inc.**

Meeting Date: 05/12/2020

Country: USA

Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Elect Director N. Thomas Linebarger	Mgmt	For	For
2	Elect Director Robert J. Bernhard	Mgmt	For	For
3	Elect Director Franklin R. Chang Diaz	Mgmt	For	For
4	Elect Director Bruno V. Di Leo Allen	Mgmt	For	For
5	Elect Director Stephen B. Dobbs	Mgmt	For	For
6	Elect Director Robert K. Herdman	Mgmt	For	For
7	Elect Director Alexis M. Herman	Mgmt	For	For
8	Elect Director Thomas J. Lynch	Mgmt	For	For
9	Elect Director William I. Miller	Mgmt	For	For
10	Elect Director Georgia R. Nelson	Mgmt	For	For
11	Elect Director Karen H. Quintos	Mgmt	For	For
12	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
13	Ratify PricewaterhouseCoopers LLP as Auditor	Mgmt	For	For
14	Require Shareholder Approval of Bylaw Amendments Adopted by the Board of Directors	SH	Against	Against

Blended Rationale: [SF-S4578-106] Company already has policies in place to address these issues.

## **HgCapital Trust Plc**

Meeting Date: 05/12/2020

**Country:** United Kingdom **Meeting Type:** Annual

Date range covered: 04/01/2020 to 06/30/2020

## **HgCapital Trust Plc**

Proposal				Vote
Number	Proposal Text	Proponent	Mgmt Rec	Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Remuneration Report	Mgmt	For	For
3	Approve Remuneration Policy	Mgmt	For	For
4	Approve Final Dividend	Mgmt	For	Abstain
	Blended Rationale: [LN-AB000-001] Proposal will be	removed at shareholde	er meeting	
5	Re-elect Richard Brooman as Director	Mgmt	For	For
6	Re-elect Peter Dunscombe as Director	Mgmt	For	For
7	Re-elect Jim Strang as Director	Mgmt	For	For
8	Re-elect Guy Wakeley as Director	Mgmt	For	For
9	Re-elect Anne West as Director	Mgmt	For	For
10	Reappoint Grant Thornton UK LLP as Auditors	Mgmt	For	For
11	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For
12	Approve Continuation of Company as Investment Trust	Mgmt	For	For
13	Authorise Issue of Equity	Mgmt	For	For
14	Approve Increase in the Aggregate Fees Payable to Directors	Mgmt	For	For
15	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
16	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For

#### **HP Inc.**

Meeting Date: 05/12/2020

Country: USA

Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Aida M. Alvarez	Mgmt	For	For
1.2	Elect Director Shumeet Banerji	Mgmt	For	For

Blended Rationale: 1- [SF-S4578-111] Upon engagement decided to support management

Date range covered: 04/01/2020 to 06/30/2020

#### **HP Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.3	Elect Director Robert R. Bennett	Mgmt	For	For
1.4	Elect Director Charles "Chip" V. Bergh	Mgmt	For	For
1.5	Elect Director Stacy Brown-Philpot	Mgmt	For	For
1.6	Elect Director Stephanie A. Burns	Mgmt	For	For
1.7	Elect Director Mary Anne Citrino	Mgmt	For	For
1.8	Elect Director Richard L. Clemmer	Mgmt	For	For
1.9	Elect Director Enrique Lores	Mgmt	For	For
1.10	Elect Director Yoky Matsuoka	Mgmt	For	For
1.11	Elect Director Stacey Mobley	Mgmt	For	For
1.12	Elect Director Subra Suresh	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
4	Approve Qualified Employee Stock Purchase Plan	Mgmt	For	For
5	Provide Right to Act by Written Consent	SH	Against	Against
	District Delivers of CCC CO220, 2027 Chereke Ideas, should be sufficiently without writing for the assurance and a			

Blended Rationale: [SF-S0238-002] Shareholders should have the right to act without waiting for the company to call a shareholder meeting. At this company, shareholders already have the right to act by calling a special meeting.

## **Italgas SpA**

Meeting Date: 05/12/2020

Country: Italy
Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Business	Mgmt		
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Allocation of Income	Mgmt	For	For
3	Revoke Auditors; Approve New Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
4.1	Approve Remuneration Policy	Mgmt	For	For
4.2	Approve Second Section of the Remuneration Report	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

## **Italgas SpA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Approve 2020-2022 Long-Term Monetary Incentive Plan	Mgmt	For	For
Α	Deliberations on Possible Legal Action Against Directors if Presented by Shareholders	Mgmt	None	Against

Blended Rationale: [LN-M0100-001] Poor disclosure.

## **Kindred Group Plc**

Meeting Date: 05/12/2020

Country: Malta

Meeting Type: Annual/Special

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
Number	Annual Meeting for Holders of Swedish Depository Receipts	Mgmt	rigint Rec	Instruction
1	Open Meeting	Mgmt		
2	Elect Chairman of Meeting	Mgmt		
3	Prepare and Approve the Register of Shareholders Entitled to Vote	Mgmt		
4	Approve Agenda	Mgmt		
5	Designate Inspector or Shareholder Representative(s) of Minutes of Meeting	Mgmt		
6	Determine Whether the Meeting has been Duly Convened	Mgmt		
7	Statement by CEO	Mgmt		
8	Accept Consolidated Financial Statements and Statutory Reports	Mgmt	For	For
9	Approve Remuneration Report	Mgmt	For	For
10	Fix Number of Directors	Mgmt	For	For
11	Approve Remuneration of Directors	Mgmt	For	For
12	Re-elect Peter Boggs as Director	Mgmt	For	For
13	Re-elect Gunnel Duveblad as Director	Mgmt	For	Against
	Blended Rationale: [SF-M0201-019] Vote against for sibelieve raises substantial concerns about the director's	-	·	
14	Re-elect Erik Forsberg as Director	Mgmt	For	For
15	Re-elect Stefan Lundborg as Director	Mgmt	For	For
16	Re-elect Carl-Magnus Mansson as Director	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

## **Kindred Group Plc**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
17	Re-elect Anders Strom as Director	Mgmt	For	For
18	Appoint Anders Strom Board Chair	Mgmt	For	For
19	Approve Guidelines on Electing Nomination Committee	Mgmt	For	For
20	Approve Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
	Special Meeting Agenda	Mgmt		
21	Approve Remuneration Policy	Mgmt	For	For
22	Approve Stock Option Plan	Mgmt	For	For
23	Authorize Share Repurchase Program	Mgmt	For	For
24	Close Meeting	Mgmt		

## **Masco Corporation**

Meeting Date: 05/12/2020

Country: USA

Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Keith J. Allman	Mgmt	For	For
1b	Elect Director J. Michael Losh	Mgmt	For	For
1c	Elect Director Christopher A. O'Herlihy	Mgmt	For	For
1d	Elect Director Charles K. Stevens, III	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For

## **PacWest Bancorp**

Meeting Date: 05/12/2020

Country: USA

Date range covered: 04/01/2020 to 06/30/2020

## **PacWest Bancorp**

Proposal Text	Proponent	Mgmt Rec	Vote Instruction
Elect Director Tanya M. Acker	Mgmt	For	For
Elect Director Paul R. Burke	Mgmt	For	For
Elect Director Craig A. Carlson	Mgmt	For	For
Elect Director John M. Eggemeyer, III	Mgmt	For	For
Elect Director C. William Hosler	Mgmt	For	For
Elect Director Susan E. Lester	Mgmt	For	For
Elect Director Arnold W. Messer	Mgmt	For	For
Elect Director Roger H. Molvar	Mgmt	For	For
Elect Director James J. Pieczynski	Mgmt	For	For
Elect Director Daniel B. Platt	Mgmt	For	For
Elect Director Robert A. Stine	Mgmt	For	For
Elect Director Matthew P. Wagner	Mgmt	For	For
Elect Director Mark T. Yung	Mgmt	For	For
Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
Ratify KPMG LLP as Auditors	Mgmt	For	For
	Elect Director Tanya M. Acker  Elect Director Paul R. Burke  Elect Director Craig A. Carlson  Elect Director John M. Eggemeyer, III  Elect Director C. William Hosler  Elect Director Susan E. Lester  Elect Director Arnold W. Messer  Elect Director Roger H. Molvar  Elect Director James J. Pieczynski  Elect Director Robert A. Stine  Elect Director Matthew P. Wagner  Elect Director Matthew P. Wagner  Elect Director Mark T. Yung  Advisory Vote to Ratify Named Executive  Officers' Compensation	Elect Director Tanya M. Acker Mgmt  Elect Director Paul R. Burke Mgmt  Elect Director Craig A. Carlson Mgmt  Elect Director John M. Eggemeyer, III Mgmt  Elect Director C. William Hosler Mgmt  Elect Director Susan E. Lester Mgmt  Elect Director Arnold W. Messer Mgmt  Elect Director Roger H. Molvar Mgmt  Elect Director James J. Pieczynski Mgmt  Elect Director Daniel B. Platt Mgmt  Elect Director Robert A. Stine Mgmt  Elect Director Matthew P. Wagner Mgmt  Elect Director Matthew P. Wagner Mgmt  Advisory Vote to Ratify Named Executive Officers' Compensation	Elect Director Tanya M. Acker Mgmt For  Elect Director Paul R. Burke Mgmt For  Elect Director Craig A. Carlson Mgmt For  Elect Director John M. Eggemeyer, III Mgmt For  Elect Director C. William Hosler Mgmt For  Elect Director Susan E. Lester Mgmt For  Elect Director Arnold W. Messer Mgmt For  Elect Director Roger H. Molvar Mgmt For  Elect Director James J. Pieczynski Mgmt For  Elect Director Daniel B. Platt Mgmt For  Elect Director Robert A. Stine Mgmt For  Elect Director Rothert A. Stine Mgmt For  Elect Director Matthew P. Wagner Mgmt For

## **Prudential Financial, Inc.**

Meeting Date: 05/12/2020

Country: USA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction		
1.1	Elect Director Thomas J. Baltimore, Jr.	Mgmt	For	Against		
	Blended Rationale: [SF-M0201-019] Nominee serves on an excessive number of public company boards, which we believe raises substantial concerns about the director's ability to exercise sufficient oversight on this board.					
1.2	Elect Director Gilbert F. Casellas	Mgmt	For	For		
1.3	Elect Director Robert M. Falzon	Mgmt	For	For		
1.4	Elect Director Martina Hund-Mejean	Mgmt	For	For		
1.5	Elect Director Karl J. Krapek	Mgmt	For	For		

Date range covered: 04/01/2020 to 06/30/2020

## **Prudential Financial, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.6	Elect Director Peter R. Lighte	Mgmt	For	For
1.7	Elect Director Charles F. Lowrey	Mgmt	For	For
1.8	Elect Director George Paz	Mgmt	For	For
1.9	Elect Director Sandra Pianalto	Mgmt	For	For
1.10	Elect Director Christine A. Poon	Mgmt	For	For
1.11	Elect Director Douglas A. Scovanner	Mgmt	For	For
1.12	Elect Director Michael A. Todman	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
4	Require Independent Board Chairman	SH	Against	Against
	Rlandad Pationalas [SE-S0107-101] Company has a	decianated load director i	who fulfills the requirements apprend to such	

Blended Rationale: [SF-S0107-101] Company has a designated lead director who fulfills the requirements appropriate to such role.

## **Reckitt Benckiser Group Plc**

**Meeting Date:** 05/12/2020

**Country:** United Kingdom **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Remuneration Report	Mgmt	For	For
3	Approve Final Dividend	Mgmt	For	For
4	Re-elect Andrew Bonfield as Director	Mgmt	For	For
5	Re-elect Nicandro Durante as Director	Mgmt	For	For
6	Re-elect Mary Harris as Director	Mgmt	For	For
7	Re-elect Mehmood Khan as Director	Mgmt	For	For
8	Re-elect Pam Kirby as Director	Mgmt	For	For
9	Re-elect Chris Sinclair as Director	Mgmt	For	For
10	Re-elect Elane Stock as Director	Mgmt	For	For
11	Elect Jeff Carr as Director	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# **Reckitt Benckiser Group Plc**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
12	Elect Sara Mathew as Director	Mgmt	For	For
13	Elect Laxman Narasimhan as Director	Mgmt	For	For
14	Reappoint KPMG LLP as Auditors	Mgmt	For	For
15	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For
16	Authorise EU Political Donations and Expenditure	Mgmt	For	For
17	Authorise Issue of Equity	Mgmt	For	For
18	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
19	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For
20	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For
21	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For

## **Simon Property Group, Inc.**

Meeting Date: 05/12/2020

Country: USA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Glyn F. Aeppel	Mgmt	For	For
1b	Elect Director Larry C. Glasscock	Mgmt	For	For
1c	Elect Director Karen N. Horn	Mgmt	For	For
1d	Elect Director Allan Hubbard	Mgmt	For	For
1e	Elect Director Reuben S. Leibowitz	Mgmt	For	For
1f	Elect Director Gary M. Rodkin	Mgmt	For	For
1g	Elect Director Stefan M. Selig	Mgmt	For	For
1h	Elect Director Daniel C. Smith	Mgmt	For	For
1i	Elect Director J. Albert Smith, Jr.	Mgmt	For	For
1j	Elect Director Marta R. Stewart	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# **Simon Property Group, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

## **Standard Life Aberdeen Plc**

Meeting Date: 05/12/2020

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Final Dividend	Mgmt	For	For
3	Reappoint KPMG LLP as Auditors	Mgmt	For	For
4	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For
5	Approve Remuneration Report	Mgmt	For	For
6	Approve Remuneration Policy	Mgmt	For	For
7A	Re-elect Sir Douglas Flint as Director	Mgmt	For	For
7B	Re-elect Stephanie Bruce as Director	Mgmt	For	For
7C	Re-elect John Devine as Director	Mgmt	For	For
7D	Re-elect Melanie Gee as Director	Mgmt	For	For
7E	Re-elect Martin Pike as Director	Mgmt	For	For
7F	Re-elect Cathleen Raffaeli as Director	Mgmt	For	For
7G	Re-elect Jutta af Rosenborg as Director	Mgmt	For	For
7H	Re-elect Keith Skeoch as Director	Mgmt	For	For
8A	Elect Jonathan Asquith as Director	Mgmt	For	For
8B	Elect Brian McBride as Director	Mgmt	For	For
8C	Elect Cecilia Reyes as Director	Mgmt	For	For
9	Authorise EU Political Donations and Expenditures	Mgmt	For	For
10	Authorise Issue of Equity	Mgmt	For	For
11	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
12	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

## **Standard Life Aberdeen Plc**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
13	Authorise Issue of Equity in Relation to the Issue of Convertible Bonds	Mgmt	For	For
14	Authorise Issue of Equity without Pre-Emptive Rights in Relation to the Issue of Convertible Bonds	Mgmt	For	For
15	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For
16	Adopt New Articles of Association	Mgmt	For	For
	Blended Rationale: .			

# T. Rowe Price Group, Inc.

Meeting Date: 05/12/2020

Country: USA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Mark S. Bartlett	Mgmt	For	For
1b	Elect Director Mary K. Bush	Mgmt	For	For
1c	Elect Director Dina Dublon	Mgmt	For	For
1d	Elect Director Freeman A. Hrabowski, III	Mgmt	For	For
1e	Elect Director Robert F. MacLellan	Mgmt	For	For
1f	Elect Director Olympia J. Snowe	Mgmt	For	For
1g	Elect Director Robert J. Stevens	Mgmt	For	For
1h	Elect Director William J. Stromberg	Mgmt	For	For
1i	Elect Director Richard R. Verma	Mgmt	For	For
1j	Elect Director Sandra S. Wijnberg	Mgmt	For	For
1k	Elect Director Alan D. Wilson	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify KPMG LLP as Auditors	Mgmt	For	For
4	Approve Omnibus Stock Plan	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

## T. Rowe Price Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Report on and Assess Proxy Voting Policies in Relation to Climate Change Position	SH	Against	Against

Blended Rationale: [SF-S4578-108] Corporate policy decisions are best left to the board absent demonstrable harm to shareholders by prior board action or inaction. The board can be held accountable for its decisions through the election of directors.

## **The Charles Schwab Corporation**

Meeting Date: 05/12/2020 Country: USA

Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction		
1a	Elect Director William S. Haraf	Mgmt	For	For		
1b	Elect Director Frank C. Herringer	Mgmt	For	For		
1c	Elect Director Roger O. Walther	Mgmt	For	For		
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For		
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For		
4	Amend Omnibus Stock Plan	Mgmt	For	For		
5	Provide Proxy Access Right	Mgmt	For	For		
6	Adopt Policy to Annually Disclose EEO-1 Data	SH	Against	Against		
	Blended Rationale: [SF-S4578-106] Company already has policies in place to address these issues.					
7	Report on Lobbying Payments and Policy	SH	Against	Against		
	Blended Rationale: [SF-S4578-106] Company already ha	as policies in place to addr	ess these issues.			

#### **TransUnion**

Meeting Date: 05/12/2020

Country: USA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Declassify the Board of Directors	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

## **TransUnion**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2a	Eliminate Supermajority Vote Requirement to Amend Certificate of Incorporation and Bylaws	Mgmt	For	For
2b	Eliminate Supermajority Vote Requirement to Remove Directors	Mgmt	For	For
3	Amend Articles of Incorporation to Remove the Corporate Opportunity Waiver	Mgmt	For	For
4	Amend Articles of Association	Mgmt	For	For
5a	Elect Director Suzanne P. Clark	Mgmt	For	For
5b	Elect Director Kermit R. Crawford	Mgmt	For	For
5c	Elect Director Thomas L. Monahan, III	Mgmt	For	For
6	Amend Omnibus Stock Plan	Mgmt	For	For
7	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For

# **Credit Agricole SA**

Meeting Date: 05/13/2020

Country: France

Meeting Type: Annual/Special

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
- Humber	Froposariest	Proponent	rigine Rec	Thisti decion
	Ordinary Business	Mgmt		
1	Approve Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For
3	Approve Allocation of Income and Absence of Dividends	Mgmt	For	For
4	Approve Transaction with Credit Agricole CIB RE: Acquisition of 32,953 Preferred C Shares	Mgmt	For	For
5	Elect Marie-Claire Daveu as Director	Mgmt	For	Against
	Blended Rationale: [SF-M0201-019] Nominee serves on an excessive number of public company boards, which we believe raises substantial concerns about the director's ability to exercise sufficient oversight on this board.			
6	Elect Pierre Cambefort as Director	Mgmt	For	For
7	Elect Pascal Lheureux as Director	Mgmt	For	For
8	Elect Philippe de Waal as Director	Mgmt	For	For
9	Reelect Caroline Catoire as Director	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# **Credit Agricole SA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction			
10	Reelect Laurence Dors as Director	Mgmt	For	Against			
	Blended Rationale: [SF-M0201-020] Vote against compensation committee member because pay is not properly aligned with performance and/or peers.						
11	Reelect Francoise Gri as Director	Mgmt	For	Against			
	Blended Rationale: [SF-M0201-020] Vote against compeperformance and/or peers.	nsation committee membe	er because pay is not properly aligned with				
12	Reelect Catherine Pourre as Director	Mgmt	For	For			
13	Reelect Daniel Epron as Director	Mgmt	For	Against			
	Blended Rationale: [SF-M0201-020] Vote against compeperformance and/or peers.	nsation committee membe	er because pay is not properly aligned with				
14	Reelect Gerard Ouvrier-Buffet as Director	Mgmt	For	For			
15	Approve Remuneration Policy of Chairman of the Board	Mgmt	For	For			
16	Approve Remuneration Policy of CEO	Mgmt	For	Against			
	Blended Rationale: [SD-M0550-001] Disclosure does not policies and the link between performance-based pay are are poorly structured.	•	. ,				
17	Approve Remuneration Policy of Vice-CEO	Mgmt	For	Against			
	Blended Rationale: [SD-M0550-001] Disclosure does not policies and the link between performance-based pay are are poorly structured.	•					
18	Approve Remuneration Policy of Directors	Mgmt	For	For			
19	Approve Compensation of Dominique Lefebvre, Chairman of the Board	Mgmt	For	For			
20	Approve Compensation of Philippe Brassac, CEO	Mgmt	For	Against			
	Blended Rationale: [SD-M0550-001] Disclosure does not policies and the link between performance-based pay are		tanding of the company's remuneration				
21	Approve Compensation of Xavier Musca, Vice-CEO	Mgmt	For	Against			
	Blended Rationale: [SD-M0550-001] Disclosure does not policies and the link between performance-based pay an	•	tanding of the company's remuneration				
22	Approve Compensation Report of Corporate Officers	Mgmt	For	Against			
	Blended Rationale: [SD-M0550-001] Disclosure does not policies and the link between performance-based pay an	•	tanding of the company's remuneration				
23	Approve the Aggregate Remuneration Granted in 2019 to Senior Management, Responsible Officers and Regulated Risk-Takers	Mgmt	For	For			
24	Fix Maximum Variable Compensation Ratio for Executives and Risk Takers	Mgmt	For	For			

Date range covered: 04/01/2020 to 06/30/2020

# **Credit Agricole SA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
25	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
	Extraordinary Business	Mgmt		
26	Amend Article 11 of Bylaws Re: Board Composition	Mgmt	For	For
27	Amend Articles 14 and 19 of Bylaws to Comply with Legal Changes	Mgmt	For	For
28	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of EUR 4.3 Billion	Mgmt	For	For
29	Approve Issuance of Equity or Equity-Linked Securities for Private Placements, up to Aggregate Nominal Amount of EUR 870 Million	Mgmt	For	For
30	Authorize Issuance of Equity or Equity-Linked Securities without Preemptive Rights up to Aggregate Nominal Amount of EUR 870 Million	Mgmt	For	For
31	Authorize Board to Increase Capital in the Event of Additional Demand Related to Delegation Submitted to Shareholder Vote Above	Mgmt	For	For
32	Authorize Capital Increase of up to 10 Percent of Issued Capital for Contributions in Kind	Mgmt	For	For
33	Authorize Board to Set Issue Price for 10 Percent Per Year of Issued Capital Pursuant to Issue Authority without Preemptive Rights	Mgmt	For	For
	Blended Rationale: [LN-M0301-004] The authority has a at an excessive discount.	potential to be used as a	n anti-takeover device or allows capital issue	
34	Set Total Limit for Capital Increase to Result from Issuance Requests Under Items 28-32 and 36-37 at EUR 4.3 Billion	Mgmt	For	For
35	Authorize Capitalization of Reserves of Up to EUR 1 Billion for Bonus Issue or Increase in Par Value	Mgmt	For	For
36	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	For
37	Authorize Capital Issuances for Use in Employee Stock Purchase Plans Reserved for Employees of the Group's Subsidiaries	Mgmt	For	For
38	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For
39	Authorize up to 0.75 Percent of Issued Capital for Use in Restricted Stock Plans with Performance Conditions Attached	Mgmt	For	Against

Blended Rationale: [LN-M0550-001] Remuneration arrangements are poorly structured.

Date range covered: 04/01/2020 to 06/30/2020

# **Credit Agricole SA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
40	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For

# **Dunkin' Brands Group, Inc.**

Meeting Date: 05/13/2020

Country: USA

Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Linda Boff	Mgmt	For	For
1b	Elect Director Irene Chang Britt	Mgmt	For	For
1c	Elect Director Michael F. Hines	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify KPMG LLP as Auditors	Mgmt	For	For

# **Kohl's Corporation**

**Meeting Date:** 05/13/2020

Country: USA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Michael J. Bender	Mgmt	For	For
1b	Elect Director Peter Boneparth	Mgmt	For	For
1c	Elect Director Steven A. Burd	Mgmt	For	For
1d	Elect Director Yael Cosset	Mgmt	For	For
1e	Elect Director H. Charles Floyd	Mgmt	For	For
1f	Elect Director Michelle Gass	Mgmt	For	For
1g	Elect Director Jonas Prising	Mgmt	For	For
1h	Elect Director John E. Schlifske	Mgmt	For	For
1i	Elect Director Adrianne Shapira	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# **Kohl's Corporation**

roposal umber	Proposal Text	Proponent	Mgmt Rec	Vote Instruction		
1j	Elect Director Frank V. Sica	Mgmt	For	For		
1k	Elect Director Stephanie A. Streeter	Mgmt	For	For		
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For		
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For		
4	Provide Right to Act by Written Consent	SH	Against	Against		
	Blended Rationale: [SF-S0238-002] Shareholders should have the right to act without waiting for the company to call a shareholder meeting. At this company, shareholders already have the right to act by calling a special meeting.					
5	Adopt Vendor Policy Regarding Oversight on Animal Welfare Throughout the Supply Chain	SH	Against	Against		

Blended Rationale: 1- [SF-S4578-106] Company already has policies in place to address these issues.

## **Rentokil Initial Plc**

Meeting Date: 05/13/2020

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Remuneration Report	Mgmt	For	For
3	Elect Cathy Turner as Director	Mgmt	For	For
4	Re-elect John Pettigrew as Director	Mgmt	For	For
5	Re-elect Andy Ransom as Director	Mgmt	For	For
6	Re-elect Angela Seymour-Jackson as Director	Mgmt	For	For
7	Re-elect Richard Solomons as Director	Mgmt	For	For
8	Re-elect Julie Southern as Director	Mgmt	For	For
9	Re-elect Jeremy Townsend as Director	Mgmt	For	For
10	Re-elect Linda Yueh as Director	Mgmt	For	For
11	Reappoint KPMG LLP as Auditors	Mgmt	For	For
12	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For
13	Authorise Issue of Equity	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

## **Rentokil Initial Plc**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
14	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
15	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For
16	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For
17	Authorise EU Political Donations and Expenditure	Mgmt	For	For
18	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For

# **S&P Global Inc.**

Meeting Date: 05/13/2020

Country: USA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
Number	Proposal Text	Proponent	myint Rec	THSU UCCION
1.1	Elect Director Marco Alvera	Mgmt	For	For
1.2	Elect Director William J. Amelio	Mgmt	For	For
1.3	Elect Director William D. Green	Mgmt	For	For
1.4	Elect Director Charles E. Haldeman, Jr.	Mgmt	For	For
1.5	Elect Director Stephanie C. Hill	Mgmt	For	For
1.6	Elect Director Rebecca J. Jacoby	Mgmt	For	For
1.7	Elect Director Monique F. Leroux	Mgmt	For	For
1.8	Elect Director Maria R. Morris	Mgmt	For	For
1.9	Elect Director Douglas L. Peterson	Mgmt	For	For
1.10	Elect Director Edward B. Rust, Jr.	Mgmt	For	For
1.11	Elect Director Kurt L. Schmoke	Mgmt	For	For
1.12	Elect Director Richard E. Thornburgh	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Provide Directors May Be Removed With or Without Cause	Mgmt	For	For
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# **SiteOne Landscape Supply, Inc.**

Meeting Date: 05/13/2020 Country: USA

Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director William (Bill) W. Douglas, III	Mgmt	For	For
1.2	Elect Director Jeri L. Isbell	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
4	Approve Omnibus Stock Plan	Mgmt	For	For

# **Spirax-Sarco Engineering Plc**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Remuneration Policy	Mgmt	For	For
3	Amend Performance Share Plan	Mgmt	For	For
4	Approve Remuneration Report	Mgmt	For	For
5	Approve Final Dividend	Mgmt	For	For
6	Reappoint Deloitte LLP as Auditors	Mgmt	For	For
7	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For
8	Re-elect Jamie Pike as Director	Mgmt	For	For
9	Re-elect Nicholas Anderson as Director	Mgmt	For	For
10	Re-elect Kevin Boyd as Director	Mgmt	For	For
11	Re-elect Neil Daws as Director	Mgmt	For	For
12	Re-elect Dr Trudy Schoolenberg as Director	Mgmt	For	For
13	Re-elect Peter France as Director	Mgmt	For	For
14	Re-elect Caroline Johnstone as Director	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# **Spirax-Sarco Engineering Plc**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
15	Re-elect Jane Kingston as Director	Mgmt	For	For
16	Elect Kevin Thompson as Director	Mgmt	For	For
17	Authorise Issue of Equity	Mgmt	For	For
18	Approve Scrip Dividend Alternative	Mgmt	For	For
19	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
20	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For

# **Xylem Inc.**

Meeting Date: 05/13/2020

Country: USA

Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Jeanne Beliveau-Dunn	Mgmt	For	For
1b	Elect Director Patrick K. Decker	Mgmt	For	For
1c	Elect Director Robert F. Friel	Mgmt	For	For
1d	Elect Director Jorge M. Gomez	Mgmt	For	For
1e	Elect Director Victoria D. Harker	Mgmt	For	For
1f	Elect Director Sten E. Jakobsson	Mgmt	For	For
1g	Elect Director Steven R. Loranger	Mgmt	For	For
1h	Elect Director Surya N. Mohapatra	Mgmt	For	For
1i	Elect Director Jerome A. Peribere	Mgmt	For	For
1j	Elect Director Markos I. Tambakeras	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
4	Reduce Ownership Threshold for Shareholders to Call Special Meeting	SH	Against	Against

Blended Rationale: [SF-S0235-101] We do not believe the proposed threshold to call special meetings is sufficient to avoid waste of corporate resources.

Date range covered: 04/01/2020 to 06/30/2020

## Altria Group, Inc.

**Meeting Date:** 05/14/2020

Country: USA

Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruc
1a	Elect Director John T. Casteen, III	Mgmt	For	For
1b	Elect Director Dinyar S. Devitre	Mgmt	For	For
1c	Elect Director Thomas F. Farrell, II	Mgmt	For	For
1d	Elect Director Debra J. Kelly-Ennis	Mgmt	For	For
1e	Elect Director W. Leo Kiely, III	Mgmt	For	For
1f	Elect Director Kathryn B. McQuade	Mgmt	For	For
1g	Elect Director George Munoz	Mgmt	For	For
1h	Elect Director Mark E. Newman	Mgmt	For	For
1i	Elect Director Nabil Y. Sakkab	Mgmt	For	For
1j	Elect Director Virginia E. Shanks	Mgmt	For	For
1k	Elect Director Howard A. Willard, III *Withdrawn Resolution*	Mgmt		
2	Ratify PricewaterhouseCoopers LLP as Auditor	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
4	Approve Omnibus Stock Plan	Mgmt	For	For
5	Report on Lobbying Payments and Policy	SH	Against	Against
	Blended Rationale: 1- [SF-S4578-106] Company alre	ady has policies in plac	ce to address these issues.	
6	Report on Underage Tobacco Prevention Policies	SH	Against	Against

Blended Rationale: 1- [SF-S4578-106] Company already has policies in place to address these issues.

# **Apple Hospitality REIT, Inc.**

Meeting Date: 05/14/2020

Country: USA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Glenn W. Bunting	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# **Apple Hospitality REIT, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.2	Elect Director Jon A. Fosheim	Mgmt	For	For
1.3	Elect Director Kristian M. Gathright	Mgmt	For	For
1.4	Elect Director Glade M. Knight	Mgmt	For	For
1.5	Elect Director Justin G. Knight	Mgmt	For	For
1.6	Elect Director Blythe J. McGarvie	Mgmt	For	For
1.7	Elect Director Daryl A. Nickel	Mgmt	For	For
1.8	Elect Director L. Hugh Redd	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

# **Baker Hughes Company**

Meeting Date: 05/14/2020

Country: USA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction		
1.1	Elect Director W. Geoffrey Beattie	Mgmt	For	For		
1.2	Elect Director Gregory D. Brenneman	Mgmt	For	For		
1.3	Elect Director Cynthia B. Carroll	Mgmt	For	For		
1.4	Elect Director Clarence P. Cazalot, Jr.	Mgmt	For	For		
1.5	Elect Director Nelda J. Connors	Mgmt	For	Withhold		
	Blended Rationale: [SF-M0201-019] Vote against for serving on over 4 public company boards which we believe raises substantial concerns about her ability to exercise sufficient oversight on this board.					
1.6	Elect Director Gregory L. Ebel	Mgmt	For	For		
1.7	Elect Director Lynn L. Elsenhans	Mgmt	For	For		
1.8	Elect Director John G. Rice	Mgmt	For	Withhold		
	Blended Rationale: [SD-M0201-005] Nominee is not inde	ependent and serves on a	key committee.			
1.9	Elect Director Lorenzo Simonelli	Mgmt	For	For		
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For		
3	Ratify KPMG LLP as Auditors	Mgmt	For	For		

Date range covered: 04/01/2020 to 06/30/2020

# **Bayerische Motoren Werke AG**

**Meeting Date:** 05/14/2020

**Country:** Germany **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction	
1	Receive Financial Statements and Statutory Reports for Fiscal 2019 (Non-Voting)	Mgmt			
2	Approve Allocation of Income and Dividends of EUR 2.50 per Ordinary Share and EUR 2.52 per Preferred Share	Mgmt	For	For	
3	Approve Discharge of Management Board for Fiscal 2019	Mgmt	For	For	
4	Approve Discharge of Supervisory Board for Fiscal 2019	Mgmt	For	For	
5	Ratify PricewaterhouseCoopers GmbH as Auditors for Fiscal 2020	Mgmt	For	For	
6.1	Elect Norbert Reithofer to the Supervisory Board	Mgmt	For	Against	
	Blended Rationale: [LN-M0201-002] Nominee serves as Chairman of the board and bears responsibility for a poorly structured board.				
6.2	Elect Anke Schaeferkordt to the Supervisory Board	Mgmt	For	For	
7	Approve Remuneration of Supervisory Board	Mgmt	For	For	

# **Cairn Energy Plc**

**Meeting Date:** 05/14/2020

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Remuneration Report	Mgmt	For	For
3	Approve Remuneration Policy	Mgmt	For	For
4	Reappoint PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
5	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# **Cairn Energy Plc**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
6	Re-elect Ian Tyler as Director	Mgmt	For	For
	Blended Rationale: [SF-M0201-019] Vote against for s believe raises substantial concerns about the director's	-		
7	Re-elect Keith Lough as Director	Mgmt	For	For
8	Re-elect Peter Kallos as Director	Mgmt	For	For
9	Re-elect Nicoletta Giadrossi as Director	Mgmt	For	For
	Blended Rationale: [SF-M0201-019] Vote against for s believe raises substantial concerns about the director's	-		
10	Elect Alison Wood as Director	Mgmt	For	For
11	Elect Catherine Krajicek as Director	Mgmt	For	For
12	Re-elect Simon Thomson as Director	Mgmt	For	For
13	Re-elect James Smith as Director	Mgmt	For	For
14	Authorise Issue of Equity	Mgmt	For	For
15	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
16	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For
17	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For
18	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For

# **Caltex Australia Ltd.**

Meeting Date: 05/14/2020

**Country:** Australia **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Elect Melinda Conrad as Director	Mgmt	For	For
2	Approve Remuneration Report	Mgmt	For	For
3	Approve the Change of Company Name to Ampol Limited	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

## **CBRE Group, Inc.**

Meeting Date: 05/14/2020

Country: USA

Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruc
1a	Elect Director Brandon B. Boze	Mgmt	For	For
1b	Elect Director Beth F. Cobert	Mgmt	For	For
1c	Elect Director Curtis F. Feeny	Mgmt	For	For
1d	Elect Director Reginald H. Gilyard	Mgmt	For	For
1e	Elect Director Shira D. Goodman	Mgmt	For	For
1f	Elect Director Christopher T. Jenny	Mgmt	For	For
1g	Elect Director Gerardo I. Lopez	Mgmt	For	For
1h	Elect Director Robert E. Sulentic	Mgmt	For	For
1i	Elect Director Laura D. Tyson	Mgmt	For	For
1j	Elect Director Ray Wirta	Mgmt	For	For
1k	Elect Director Sanjiv Yajnik	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
4	Reduce Ownership Threshold for Shareholders to Call Special Meeting	SH	Against	Against

Blended Rationale: [SF-S0235-101] We do not believe the proposed threshold to call special meetings is sufficient to avoid waste of corporate resources.

# **CVS Health Corporation**

Meeting Date: 05/14/2020

Country: USA

Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Fernando Aguirre	Mgmt	For	For
1b	Elect Director C. David Brown, II	Mgmt	For	Against

Blended Rationale: [LN-M0201-001] Nominee serves as chair of the remuneration committee, which is responsible for poorly structured arrangements.

Date range covered: 04/01/2020 to 06/30/2020

# **CVS Health Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1c	Elect Director Alecia A. DeCoudreaux	Mgmt	For	For
1d	Elect Director Nancy-Ann M. DeParle	Mgmt	For	For
1e	Elect Director David W. Dorman	Mgmt	For	Against
	Blended Rationale: [LN-M0201-001] Nominee serve responsible for poorly structured arrangements	s as long-tenured membe	or of the remuneration committee, which is	
1f	Elect Director Roger N. Farah	Mgmt	For	For
1g	Elect Director Anne M. Finucane	Mgmt	For	For
1h	Elect Director Edward J. Ludwig	Mgmt	For	For
1i	Elect Director Larry J. Merlo	Mgmt	For	For
1j	Elect Director Jean-Pierre Millon	Mgmt	For	For
1k	Elect Director Mary L. Schapiro	Mgmt	For	For
11	Elect Director William C. Weldon	Mgmt	For	For
1m	Elect Director Tony L. White	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against
	Blended Rationale: [LN-M0550-002] Remuneration	committee discretion has	been used poorly.	
4	Amend Omnibus Stock Plan	Mgmt	For	For
5	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For
6	Amend Shareholder Written Consent Provisions	SH	Against	Against
	Blended Rationale: [SF-S0235-101] We do not belie waste ofcorporate resources.	ve the proposed threshold	d to call special meetings is sufficient to avoid	
7	Require Independent Board Chairman	SH	Against	Against
	Blended Rationale: [SF-S0107-001] Investors would	l benefit from greater inde	ependent leadership in the boardroom.	

# **Equinor ASA**

Meeting Date: 05/14/2020

Country: Norway Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
		·		

Open Meeting Mgmt

Date range covered: 04/01/2020 to 06/30/2020

# **Equinor ASA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Registration of Attending Shareholders and Proxies	Mgmt		
3	Elect Chairman of Meeting; Designate Inspector(s) of Minutes of Meeting	Mgmt	For	Do Not Vote
4	Approve Notice of Meeting and Agenda	Mgmt	For	Do Not Vote
5	Designate Inspector(s) of Minutes of Meeting	Mgmt	For	Do Not Vote
6	Accept Financial Statements and Statutory Reports; Approve Allocation of Income and Dividends of USD 0.27 Per Share	Mgmt	For	Do Not Vote
7	Approve Board to Distribute Dividends	Mgmt	For	Do Not Vote
8	Approve NOK 202.4 Million Reduction in Share Capital via Share Cancellation	Mgmt	For	Do Not Vote
	Shareholder Proposals	Mgmt		
9	Instruct Company to Set and Publish Targets Aligned with the Goal of the Paris Climate Agreement to Limit Global Warming	SH	Against	Do Not Vote
10	Instruct Company to Stop all Exploration Activity and Test Drilling for Fossil Energy resources	SH	Against	Do Not Vote
11	Instruct Company to Consider the Health Effects of Global Warming due to Fossil Energy in the Company's Further Strategy	SH	Against	Do Not Vote
12	Instruct Company to Refrain from Oil and Gas Exploration and Production Activities in CertainAreas	SH	Against	Do Not Vote
13	Instruct Company to Stop All Oil and Gas Activities Outside the Norwegian Continental Shelf	SH	Against	Do Not Vote
14	Instruct Board to Present New Direction for the Company Including Phasing Out of AllExploration Activities Within Two Years	SH	Against	Do Not Vote
	Management Proposals	Mgmt		
15	Approve Company's Corporate Governance Statement	Mgmt	For	Do Not Vote
16.1	Approve Remuneration Policy And Other Terms of Employment For Executive Management (Advisory)	Mgmt	For	Do Not Vote
16.2	Approve Remuneration Policy And Other Terms of Employment For Executive Management (Binding)	Mgmt	For	Do Not Vote
17	Approve Remuneration of Auditors	Mgmt	For	Do Not Vote

Date range covered: 04/01/2020 to 06/30/2020

# **Equinor ASA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Elect Either All Candidates to Corporate Assembly Bundled in item 18, or Vote on Each Candidate in items 18.1-18.16	Mgmt		
18	Elect All Members and Deputy Members of Corporate Assembly Bundled	Mgmt	For	Do Not Vote
18.1	Reelect Tone Lunde Bakker (Chair) as Member of Corporate Assembly	Mgmt	For	Do Not Vote
18.2	Reelect Nils Bastiansen (Vice Chair) as Member of Corporate Assembly	Mgmt	For	Do Not Vote
18.3	Reelect Greger Mannsverk as Member of Corporate Assembly	Mgmt	For	Do Not Vote
18.4	Reelect Terje Venold as Member of Corporate Assembly	Mgmt	For	Do Not Vote
18.5	Reelect Kjersti Kleven as Member of Corporate Assembly	Mgmt	For	Do Not Vote
18.6	Reelect Finn Kinserdal as Member of Corporate Assembly	Mgmt	For	Do Not Vote
18.7	Reelect Jarle Roth as Member of Corporate Assembly	Mgmt	For	Do Not Vote
18.8	Reelect Kari Skeidsvoll Moe as Member of Corporate Assembly	Mgmt	For	Do Not Vote
18.9	Elect Kjerstin Fyllingen as Member of Corporate Assembly	Mgmt	For	Do Not Vote
18.10	Elect Kjerstin Rasmussen Braathen as Member of Corporate Assembly	Mgmt	For	Do Not Vote
18.11	Elect Mari Rege as Member of Corporate Assembly	Mgmt	For	Do Not Vote
18.12	Elect Brynjar Kristian Forbergskog as Member of Corporate Assembly	Mgmt	For	Do Not Vote
18.13	Elect Knut Nesse as 1st Deputy Member of Corporate Assembly	Mgmt	For	Do Not Vote
18.14	Elect Trond Straume as 2nd Deputy Member of Corporate Assembly	Mgmt	For	Do Not Vote
18.15	Reelect Nina Kivijervi Jonassen as 3rd Deputy Member of Corporate Assembly	Mgmt	For	Do Not Vote
18.16	Reelect Martin Wien Fjell as 4th Deputy Member of Corporate Assembly	Mgmt	For	Do Not Vote
19	Approve Remuneration of Corporate Assembly	Mgmt	For	Do Not Vote
	Elect Either All Candidates to Nominating Committee Bundled in item 20, or Vote on Each Candidate in items 20.1-20.4	Mgmt		
20	Elect All Members of Nominating Committee Bundled	Mgmt	For	Do Not Vote

Date range covered: 04/01/2020 to 06/30/2020

# **Equinor ASA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
20.1	Reelect Tone Lunde Bakker (Chair) as Member of Nominating Committee	Mgmt	For	Do Not Vote
20.2	Elect Bjorn Stale Haavik as Member of Nominating Committee with Personal Deputy Andreas Hilding Eriksen	Mgmt	For	Do Not Vote
20.3	Reelect Jarle Roth as Member of Nominating Committee	Mgmt	For	Do Not Vote
20.4	Reelect Berit L. Henriksen as Member of Nominating Committee	Mgmt	For	Do Not Vote
21	Approve Remuneration of Nominating Committee	Mgmt	For	Do Not Vote
22	Approve Equity Plan Financing	Mgmt	For	Do Not Vote
23	Authorize Share Repurchase Program	Mgmt	For	Do Not Vote

# Fiserv, Inc.

**Meeting Date:** 05/14/2020

Country: USA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Frank J. Bisignano	Mgmt	For	For
1.2	Elect Director Alison Davis	Mgmt	For	For
1.3	Elect Director Henrique de Castro	Mgmt	For	For
1.4	Elect Director Harry F. DiSimone	Mgmt	For	For
1.5	Elect Director Dennis F. Lynch	Mgmt	For	For
1.6	Elect Director Heidi G. Miller	Mgmt	For	For
1.7	Elect Director Scott C. Nuttall	Mgmt	For	For
1.8	Elect Director Denis J. O'Leary	Mgmt	For	For
1.9	Elect Director Doyle R. Simons	Mgmt	For	For
1.10	Elect Director Jeffery W. Yabuki	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# Fiserv, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Report on Political Contributions	SH	Against	Against

Blended Rationale: 1- [SF-S4578-106] Company already has policies in place to address these issues.

## **Flutter Entertainment Plc**

Meeting Date: 05/14/2020

Country: Ireland
Meeting Type: Annual

Proposal				Vo
Number	Proposal Text	Proponent	Mgmt Rec	In
1	Accept Financial Statements and Statutory Reports	Mgmt	For	Fo
2	Approve Remuneration Report	Mgmt	For	Fo
3	Approve Remuneration Policy	Mgmt	For	Fo
	4A. Subject to and Conditional Upon Completion of The Combination Not Having Occurred Before the Start of the AGM	Mgmt		
I	Elect Nancy Cruickshank as Director	Mgmt	For	Fo
II	Elect Andrew Higginson as Director	Mgmt	For	Fo
III	Re-elect Jan Bolz as Director	Mgmt	For	Fo
IV	Re-elect Zillah Byng-Thorne as Director	Mgmt	For	Ag
	Blended Rationale: [SF-M0201-019] Nominee serve raises substantial concerns about the director's abil			nich we believe
V	Re-elect Michael Cawley as Director	Mgmt	For	Ag
	Blended Rationale: [SF-M0201-019] Nominee serve raises substantial concerns about the director's abil			nich we believe
VI	Re-elect Ian Dyson as Director	Mgmt	For	Fo
VII	Re-elect Jonathan Hill as Director	Mgmt	For	Fo
VIII	Re-elect Peter Jackson as Director	Mgmt	For	Fo
IX	Re-elect Gary McGann as Director	Mgmt	For	Fo
Х	Re-elect Peter Rigby as Director	Mgmt	For	Fo
XI	Re-elect Emer Timmons as Director	Mgmt	For	Fo
	4B. Subject to and Conditional Upon Completion of the Combination Having Occurred Prior to the Start of the AGM	Mgmt		
I	Elect Rafael Ashkenazi as Director	Mgmt	For	Fo

Date range covered: 04/01/2020 to 06/30/2020

## **Flutter Entertainment Plc**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
II	Elect Nancy Cruickshank as Director	Mgmt	For	For
III	Elect Richard Flint as Director	Mgmt	For	For
IV	Elect Divyesh Gadhia as Director	Mgmt	For	For
V	Elect Andrew Higginson as Director	Mgmt	For	For
VI	Elect Alfred Hurley Jr as Director	Mgmt	For	For
VII	Elect David Lazzarato as Director	Mgmt	For	For
VIII	Elect Mary Turner as Director	Mgmt	For	For
IX	Re-elect Zillah Byng-Thorne as Director	Mgmt	For	Against
	Blended Rationale: [SF-M0201-019] Nominee serves on raises substantial concerns about the director's ability to			
Х	Re-elect Michael Cawley as Director	Mgmt	For	Against
	Blended Rationale: [SF-M0201-019] Nominee serves on raises substantial concerns about the director's ability to	·		
XI	Re-elect Ian Dyson as Director	Mgmt	For	For
XII	Re-elect Jonathan Hill as Director	Mgmt	For	For
XIII	Re-elect Peter Jackson as Director	Mgmt	For	For
XIV	Re-elect Gary McGann as Director	Mgmt	For	For
XV	Re-elect Peter Rigby as Director	Mgmt	For	For
5	Approve Increase in the Aggregate Fees Payable to Directors	Mgmt	For	For
6	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For
7	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For
8	Approve Increase in Authorised Share Capital	Mgmt	For	For
9	Authorise Issue of Equity	Mgmt	For	For
10A	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
10B	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Specified Capital Investment	Mgmt	For	For
11	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For
12	Authorise the Company to Determine the Price Range at which Treasury Shares may be Re-issued Off-Market	Mgmt	For	For
13	Approve Restricted Share Plan	Mgmt	For	For
14	Approve Bonus Issue of Shares	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# **Ford Motor Company**

**Meeting Date:** 05/14/2020

Country: USA

Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruc
1a	Elect Director Kimberly A. Casiano	Mgmt	For	For
1b	Elect Director Anthony F. Earley, Jr.	Mgmt	For	For
1c	Elect Director Edsel B. Ford, II	Mgmt	For	For
1d	Elect Director William Clay Ford, Jr.	Mgmt	For	For
1e	Elect Director James P. Hackett	Mgmt	For	For
1f	Elect Director William W. Helman, IV	Mgmt	For	For
1g	Elect Director William E. Kennard	Mgmt	For	For
1h	Elect Director John C. Lechleiter	Mgmt	For	For
1i	Elect Director Beth E. Mooney	Mgmt	For	For
1j	Elect Director John L. Thornton	Mgmt	For	For
1k	Elect Director John B. Veihmeyer	Mgmt	For	For
11	Elect Director Lynn M. Vojvodich	Mgmt	For	For
1m	Elect Director John S. Weinberg	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditor	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
4	Approve Recapitalization Plan for all Stock to Have One-vote per Share	SH	Against	For
	Blended Rationale: [SD-S0316-001] We believe that	one vote per share is i	n the best interest of long term shareh	olders
5	Report on Lobbying Payments and Policy	SH	Against	Against

# **Hiscox Ltd.**

Meeting Date: 05/14/2020

**Country:** Bermuda **Meeting Type:** Annual

Date range covered: 04/01/2020 to 06/30/2020

## **Hiscox Ltd.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Remuneration Policy	Mgmt	For	For
3	Approve Remuneration Report	Mgmt	For	For
4	Re-elect Robert Childs as Director	Mgmt	For	For
5	Re-elect Caroline Foulger as Director	Mgmt	For	For
6	Re-elect Michael Goodwin as Director	Mgmt	For	For
7	Re-elect Thomas Hurlimann as Director	Mgmt	For	For
8	Re-elect Hamayou Akbar Hussain as Director	Mgmt	For	For
9	Re-elect Colin Keogh as Director	Mgmt	For	For
10	Re-elect Anne MacDonald as Director	Mgmt	For	For
11	Re-elect Bronislaw Masojada as Director	Mgmt	For	For
12	Re-elect Constantinos Miranthis as Director	Mgmt	For	For
13	Elect Joanne Musselle as Director	Mgmt	For	For
14	Re-elect Lynn Pike as Director	Mgmt	For	For
15	Reappoint PricewaterhouseCoopers Ltd as Auditors	Mgmt	For	For
16	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For
17	Amend Performance Share Plan	Mgmt	For	For
18	Authorise Issue of Equity	Mgmt	For	For
19	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
20	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For
21	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For

# **Intel Corporation**

Meeting Date: 05/14/2020 Country: USA
Meeting Type: Annual

Date range covered: 04/01/2020 to 06/30/2020

# **Intel Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruc
1a	Elect Director James J. Goetz	Mgmt	For	For
1b	Elect Director Alyssa Henry	Mgmt	For	For
1c	Elect Director Omar Ishrak	Mgmt	For	For
1d	Elect Director Risa Lavizzo-Mourey	Mgmt	For	For
1e	Elect Director Tsu-Jae King Liu	Mgmt	For	For
1f	Elect Director Gregory D. Smith	Mgmt	For	For
1g	Elect Director Robert 'Bob' H. Swan	Mgmt	For	For
1h	Elect Director Andrew Wilson	Mgmt	For	For
1i	Elect Director Frank D. Yeary	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Blended Rationale: 1- [SF-S4578-111] Upon engag	ement decided to supp	oort management	
4	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For
5	Provide Right to Act by Written Consent	SH	Against	Against
	Blended Rationale: [SF-S0238-002] Shareholders si shareholder meeting. At this company, shareholde	-		all a
6	Report on Global Median Gender/Racial Pay Gap	SH	Against	Against

## **Invesco Ltd.**

**Meeting Date:** 05/14/2020

**Country:** Bermuda **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Sarah E. Beshar	Mgmt	For	For
1.2	Elect Director Martin L. Flanagan	Mgmt	For	For
1.3	Elect Director William F. Glavin, Jr.	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

## **Invesco Ltd.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction	
1.4	Elect Director C. Robert Henrikson	Mgmt	For	For	
1.5	Elect Director Denis Kessler	Mgmt	For	For	
	Blended Rationale: [SF-S4578-111] Upon Engagement Decided to Support Management				
1.6	Elect Director Nigel Sheinwald	Mgmt	For	For	
1.7	Elect Director G. Richard Wagoner, Jr.	Mgmt	For	For	
1.8	Elect Director Phoebe A. Wood	Mgmt	For	For	
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	

# **Just Eat Takeaway.com NV**

Meeting Date: 05/14/2020

**Country:** Netherlands **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt		
1	Open Meeting	Mgmt		
2.a	Receive Report of Management Board (Non-Voting)	Mgmt		
2.b	Approve Remuneration Report	Mgmt	For	For
2.c	Adopt Financial Statements and Statutory Reports	Mgmt	For	For
3	Amend Remuneration Policy for Management Board	Mgmt	For	For
4	Approve Remuneration Policy for Supervisory Board	Mgmt	For	For
5.a	Approve Discharge of Management Board	Mgmt	For	For
5.b	Approve Discharge of Supervisory Board	Mgmt	For	For
6.a	Reelect Jitse Groen to Management Board	Mgmt	For	For
6.b	Reelect Brent Wissink to Management Board	Mgmt	For	For
6.c	Reelect Jorg Gerbig to Management Board	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# **Just Eat Takeaway.com NV**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
7.a	Reelect Adriaan Nuhn to Supervisory Board	Mgmt	For	Against
	Blended Rationale: [SF-M0201-019] Nominee serves or raises substantial concerns about the director's ability			
7.b	Reelect Corinne Vigreux to Supervisory Board	Mgmt	For	For
7.c	Reelect Ron Teerlink to Supervisory Board	Mgmt	For	For
7.d	Reelect Gwyn Burr to Supervisory Board	Mgmt	For	For
7.e	Reelect Jambu Palaniappan to Supervisory Board	Mgmt	For	For
8	Grant Board Authority to Issue Shares Up to 25 Percent of Issued Capital	Mgmt	For	For
	Blended Rationale: [LN-M0300-003] Potential to be ex	rcessively dilutive to existi	ing shareholders.	
9.a	Authorize Board to Exclude Preemptive Rights from Share Issuances for General Corporate Purposes	Mgmt	For	For
9.b	Authorize Board to Exclude Preemptive Rights from Share IssuancesAuthorize Board to Exclude Preemptive Rights from Share Issuances for Mergers, Acquisitions and/or Strategic Alliances	Mgmt	For	Against
	Blended Rationale: [RU-M3500-001] Proposal would re	esult in excessive dilution.		
10	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
11	Other Business (Non-Voting)	Mgmt		
12	Close Meeting	Mgmt		

# **Manhattan Associates, Inc.**

Meeting Date: 05/14/2020 Country: USA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instructi
1a	Elect Director Eddie Capel	Mgmt	For	For
1b	Elect Director Charles E. Moran	Mgmt	For	For
	Blended Rationale: .			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Approve Omnibus Stock Plan	Mamt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# **Manhattan Associates, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Ratify Ernst & Young LLP as Auditor	Mgmt	For	For

#### **Next Plc**

Meeting Date: 05/14/2020

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instru			
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For			
2	Approve Remuneration Policy	Mgmt	For	For			
3	Approve Remuneration Report	Mgmt	For	For			
4	Re-elect Jonathan Bewes as Director	Mgmt	For	For			
5	Re-elect Tristia Harrison as Director	Mgmt	For	For			
6	Re-elect Amanda James as Director	Mgmt	For	For			
7	Re-elect Richard Papp as Director	Mgmt	For	For			
8	Re-elect Michael Roney as Director	Mgmt	For	Abstai			
	Blended Rationale: [SF-M0201-019] Nominee serves on an excessive number of public company boards, which we believe raises substantial concerns about the director's ability to exercise sufficient oversight on this board.						
9	Re-elect Francis Salway as Director	Mgmt	For	For			
	Blended Rationale: [LN-M0200-001] Re-appointmen	t of this director is not	in shareholders' best interest.				
10	Re-elect Jane Shields as Director	Mgmt	For	For			
11	Re-elect Dame Dianne Thompson as Director	Mgmt	For	For			
12	Re-elect Lord Wolfson as Director	Mgmt	For	For			
13	Reappoint PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For			
14	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For			
15	Amend Long Term Incentive Plan	Mgmt	For	For			
16	Approve Share Matching Plan	Mgmt	For	For			
17	Approve Sharesave Plan	Mgmt	For	For			
18	Approve Management Share Option Plan	Mgmt	For	For			
19	Authorise Issue of Equity	Mgmt	For	For			

Date range covered: 04/01/2020 to 06/30/2020

## **Next Plc**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
20	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
21	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For
22	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For
23	Authorise Off-Market Purchase of Ordinary Shares	Mgmt	For	For
24	Approve Increase in Borrowing Powers	Mgmt	For	For
25	Adopt New Articles of Association	Mgmt	For	For
26	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For

#### **Prudential Plc**

Meeting Date: 05/14/2020

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Remuneration Report	Mgmt	For	For
3	Approve Remuneration Policy	Mgmt	For	For
4	Elect Jeremy Anderson as Director	Mgmt	For	For
5	Elect Shriti Vadera as Director	Mgmt	For	For
6	Re-elect Mark Fitzpatrick as Director	Mgmt	For	For
7	Re-elect David Law as Director	Mgmt	For	For
8	Re-elect Paul Manduca as Director	Mgmt	For	For
9	Re-elect Kaikhushru Nargolwala as Director	Mgmt	For	For
10	Re-elect Anthony Nightingale as Director	Mgmt	For	For
11	Re-elect Philip Remnant as Director	Mgmt	For	For
12	Re-elect Alice Schroeder as Director	Mgmt	For	For
13	Re-elect James Turner as Director	Mgmt	For	For
14	Re-elect Thomas Watjen as Director	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

## **Prudential Plc**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
15	Re-elect Michael Wells as Director	Mgmt	For	For
16	Re-elect Fields Wicker-Miurin as Director	Mgmt	For	For
17	Re-elect Amy Yip as Director	Mgmt	For	For
18	Reappoint KPMG LLP as Auditors	Mgmt	For	For
19	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For
20	Authorise EU Political Donations and Expenditure	Mgmt	For	For
21	Authorise Issue of Equity	Mgmt	For	For
22	Authorise Issue of Equity to Include Repurchased Shares	Mgmt	For	For
23	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
24	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For
25	Authorise Issue of Equity in Connection with the Issue of Mandatory Convertible Securities	Mgmt	For	For
26	Authorise Issue of Equity without Pre-emptive Rights in Connection with the Issue of Mandatory Convertible Securities	Mgmt	For	For
27	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For
28	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For

# **Serco Group Plc**

Meeting Date: 05/14/2020

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction			
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For			
2	Approve Remuneration Report	Mgmt	For	For			
3	Approve Final Dividend	Mgmt	For	Abstain			
	Blended Rationale: [LN-AB000-001] This proposal will be removed at the shareholder meeting.						
4	Re-elect Sir Roy Gardner as Director	Mamt	For	For			

Date range covered: 04/01/2020 to 06/30/2020

# **Serco Group Plc**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Re-elect Rupert Soames as Director	Mgmt	For	For
6	Re-elect Angus Cockburn as Director	Mgmt	For	For
7	Re-elect Kirsty Bashforth as Director	Mgmt	For	For
8	Re-elect Eric Born as Director	Mgmt	For	For
9	Re-elect Ian El-Mokadem as Director	Mgmt	For	For
10	Re-elect Rachel Lomax as Director	Mgmt	For	For
11	Re-elect Lynne Peacock as Director	Mgmt	For	For
12	Re-elect John Rishton as Director	Mgmt	For	For
13	Reappoint KPMG LLP as Auditors	Mgmt	For	For
14	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For
15	Authorise Issue of Equity	Mgmt	For	For
16	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
17	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For
18	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For
19	Authorise EU Political Donations and Expenditure	Mgmt	For	For
20	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For

# **Tesco Plc**

**Meeting Date:** 05/14/2020

**Country:** United Kingdom **Meeting Type:** Special

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Matters Relating to the Disposal of the Asia Business to C.P. Retail Development Company Limited	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# **United Parcel Service, Inc.**

Meeting Date: 05/14/2020

Country: USA

Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruct		
1a	Elect Director David P. Abney	Mgmt	For	For		
1b	Elect Director Rodney C. Adkins	Mgmt	For	For		
1c	Elect Director Michael J. Burns	Mgmt	For	For		
1d	Elect Director William R. Johnson	Mgmt	For	For		
1e	Elect Director Ann M. Livermore	Mgmt	For	For		
1f	Elect Director Rudy H.P. Markham	Mgmt	For	For		
1g	Elect Director Franck J. Moison	Mgmt	For	For		
1h	Elect Director Clark 'Sandy' T. Randt, Jr.	Mgmt	For	For		
1i	Elect Director Christiana Smith Shi	Mgmt	For	For		
1j	Elect Director John T. Stankey	Mgmt	For	For		
1k	Elect Director Carol B. Tome	Mgmt	For	For		
11	Elect Director Kevin Warsh	Mgmt	For	For		
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For		
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For		
4	Report on Lobbying Payments and Policy	SH	Against	Against		
	Blended Rationale: 1- [SF-S4578-106] Company alrea	ady has policies in pla	ace to address these issues.			
5	Approve Recapitalization Plan for all Stock to Have One-vote per Share	SH	Against	Against		
	Blended Rationale: 1- [SF-S4578-106] Company alrea	ady has policies in pla	ace to address these issues.			
6	Report on Climate Change	SH	Against	Against		
	llended Rationale: 1- [SF-S4578-106] Company already has policies in place to address these issues.					

# **Wheaton Precious Metals Corp.**

Meeting Date: 05/14/2020

Country: Canada

Meeting Type: Annual/Special

Date range covered: 04/01/2020 to 06/30/2020

# **Wheaton Precious Metals Corp.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
a1	Elect Director George L. Brack	Mgmt	For	For
a2	Elect Director John A. Brough	Mgmt	For	For
a3	Elect Director R. Peter Gillin	Mgmt	For	For
a4	Elect Director Chantal Gosselin	Mgmt	For	For
a5	Elect Director Douglas M. Holtby	Mgmt	For	For
a6	Elect Director Glenn Ives	Mgmt	For	For
a7	Elect Director Charles A. Jeannes	Mgmt	For	For
a8	Elect Director Eduardo Luna	Mgmt	For	For
a9	Elect Director Marilyn Schonberner	Mgmt	For	For
a10	Elect Director Randy V. J. Smallwood	Mgmt	For	For
b	Approve Deloitte LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
С	Advisory Vote on Executive Compensation Approach	Mgmt	For	For

# YUM! Brands, Inc.

Meeting Date: 05/14/2020

Country: USA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Paget L. Alves	Mgmt	For	For
1b	Elect Director Keith Barr	Mgmt	For	For
1c	Elect Director Michael J. Cavanagh	Mgmt	For	For
1d	Elect Director Christopher M. Connor	Mgmt	For	For
1e	Elect Director Brian C. Cornell	Mgmt	For	For
1f	Elect Director Tanya L. Domier	Mgmt	For	For
1g	Elect Director David W. Gibbs	Mgmt	For	For
1h	Elect Director Mirian M. Graddick-Weir	Mgmt	For	For
1i	Elect Director Thomas C. Nelson	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# YUM! Brands, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1j	Elect Director P. Justin Skala	Mgmt	For	For
1k	Elect Director Elane B. Stock	Mgmt	For	For
11	Elect Director Annie Young-Scrivner	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
4	Report on Supply Chain Impact on Deforestation	SH	Against	Against

Blended Rationale: 1- [SF-S4578-106] Company already has policies in place to address these issues.

# **Zebra Technologies Corporation**

Meeting Date: 05/14/2020

Country: USA

Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Anders Gustafsson	Mgmt	For	For
1.2	Elect Director Janice M. Roberts	Mgmt	For	For
1.3	Elect Director Linda M. Connly	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Approve Qualified Employee Stock Purchase Plan	Mgmt	For	For
4	Ratify Ernst & Young LLP as Auditor	Mgmt	For	For

## ANSYS, Inc.

Meeting Date: 05/15/2020

Country: USA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Ajei S. Gopal	Mgmt	For	For
1b	Elect Director Glenda M. Dorchak	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# ANSYS, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1c	Elect Director Robert M. Calderoni	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditor	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

# **Intercontinental Exchange, Inc.**

Meeting Date: 05/15/2020

Country: USA

Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction	
1a	Elect Director Sharon Y. Bowen	Mgmt	For	For	
1b	Elect Director Charles R. Crisp	Mgmt	For	For	
1c	Elect Director Duriya M. Farooqui	Mgmt	For	For	
1d	Elect Director Jean-Marc Forneri	Mgmt	For	For	
1e	Elect Director The Right Hon. the Lord Hague of Richmond	Mgmt	For	For	
1f	Elect Director Frederick W. Hatfield	Mgmt	For	For	
1g	Elect Director Thomas E. Noonan	Mgmt	For	For	
1h	Elect Director Frederic V. Salerno	Mgmt	For	For	
1i	Elect Director Jeffrey C. Sprecher	Mgmt	For	For	
1j	Elect Director Judith A. Sprieser	Mgmt	For	For	
1k	Elect Director Vincent Tese	Mgmt	For	For	
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	

#### ITT Inc.

Meeting Date: 05/15/2020

Country: USA

Date range covered: 04/01/2020 to 06/30/2020

#### ITT Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Orlando D. Ashford	Mgmt	For	For
1b	Elect Director Geraud Darnis	Mgmt	For	For
1c	Elect Director Donald DeFosset, Jr.	Mgmt	For	For
1d	Elect Director Nicholas C. Fanandakis	Mgmt	For	For
1e	Elect Director Richard P. Lavin	Mgmt	For	For
1f	Elect Director Mario Longhi	Mgmt	For	For
1g	Elect Director Rebecca A. McDonald	Mgmt	For	For
1h	Elect Director Timothy H. Powers	Mgmt	For	For
<b>1</b> i	Elect Director Luca Savi	Mgmt	For	For
1j	Elect Director Cheryl L. Shavers	Mgmt	For	For
1k	Elect Director Sabrina Soussan	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditor	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
4	Amend Proxy Access Right	SH	Against	Against

Blended Rationale: [SF-S4578-106] Company already has policies in place to address these issues.

# Macy's, Inc.

Meeting Date: 05/15/2020

Country: USA
Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director David P. Abney	Mgmt	For	For
1b	Elect Director Francis S. Blake	Mgmt	For	For
1c	Elect Director Torrence N. Boone	Mgmt	For	For
1d	Elect Director John A. Bryant	Mgmt	For	For
1e	Elect Director Deirdre P. Connelly	Mgmt	For	For
1f	Elect Director Jeff Gennette	Mgmt	For	For
1g	Elect Director Leslie D. Hale	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# Macy's, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1h	Elect Director William H. Lenehan	Mgmt	For	For
1i	Elect Director Sara Levinson	Mgmt	For	For
1j	Elect Director Joyce M. Roche	Mgmt	For	For
1k	Elect Director Paul C. Varga	Mgmt	For	For
11	Elect Director Marna C. Whittington	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

## **Techtronic Industries Co., Ltd.**

Meeting Date: 05/15/2020

**Country:** Hong Kong **Meeting Type:** Annual

Proposal				Vote
Number	Proposal Text	Proponent	Mgmt Rec	Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Final Dividend	Mgmt	For	For
3a	Elect Horst Julius Pudwill as Director	Mgmt	For	For
3b	Elect Joseph Galli Jr. as Director	Mgmt	For	For
3c	Elect Vincent Ting Kau Cheung as Director	Mgmt	For	Against
	Blended Rationale: [HK-M0201-008] Audit Committee w Committee not independent [HK-M0201-013] Remunera nomination committee is not a majority independent.		-	
3d	Elect Johannes-Gerhard Hesse as Director	Mgmt	For	For
3e	Elect Robert Hinman Getz as Director	Mgmt	For	For
3f	Authorize Board to Fix Remuneration of Directors	Mgmt	For	For
4	Approve Deloitte Touche Tohmatsu as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
5a	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights (for Cash)	Mgmt	For	For
5b	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights (for Consideration Other Than Cash)	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

## **Techtronic Industries Co., Ltd.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction	
6	Authorize Repurchase of Issued Share Capital	Mgmt	For	For	
7a	Authorize Reissuance of Repurchased Shares (Pursuant to Resolution 5a)	Mgmt	For	Against	
	Blended Rationale: [RU-M0300-003] This authority is not in shareholders' best economic interests as it would give the board excessive discretion on terms of issuance.				
7b	Authorize Reissuance of Repurchased Shares (Pursuant to Resolution 5b)	Mgmt	For	Against	
	Blended Rationale: [RU-M0300-003] This authority is no excessive discretion on terms of issuance.	t in shareholders' best ecc	onomic interests as it would give the board		

#### **Unibail-Rodamco-Westfield**

Meeting Date: 05/15/2020

Country: Netherlands

Meeting Type: Annual/Special

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instructi
	rioposai rext	Froponent	rigint Rec	1115ti deci
	Ordinary Business	Mgmt		
1	Approve Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For
3	Approve Allocation of Income and Dividends of EUR 5.40 per Share	Mgmt	For	For
4	Approve Auditors' Special Report on Related-Party Transactions Mentioning the Absence of New Transactions	Mgmt	For	For
5	Approve Compensation of Christophe Cuvillier, Chairman of the Management Board	Mgmt	For	Abstain
	Blended Rationale: [LN-M0550-001] Remuneration a	rrangements are poor	rly structured.	
6	Approve Compensation of Jaap Tonckens, Member of the Management Board	Mgmt	For	Abstain
	Blended Rationale: [LN-M0550-001] Remuneration a	rrangements are poor	rly structured.	
7	Approve Compensation of Colin Dyer, Chairman of the Supervisory Board	Mgmt	For	For
8	Approve Compensation Report of Corporate Officers	Mgmt	For	For
9	Approve Remuneration Policy for Chairman of the Management Board	Mgmt	For	Abstain

Date range covered: 04/01/2020 to 06/30/2020

### **Unibail-Rodamco-Westfield**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
10	Approve Remuneration Policy for Management Board Members	Mgmt	For	Abstain
	Blended Rationale: [LN-M0550-001] Remuneration arra	ngements are poorly struc	tured.	
11	Approve Remuneration Policy for Supervisory Board Members	Mgmt	For	For
12	Reelect Colin Dyer as Supervisory Board Member	Mgmt	For	For
	Blended Rationale: [LN-M0201-001] As remuneration coarrangements.	ommittee member, respon	sible for poorly structured remuneration	
13	Reelect Philippe Collombel as Supervisory Board Member	Mgmt	For	For
14	Reelect Dagmar Kollmann as Supervisory Board Member	Mgmt	For	For
	Blended Rationale: [LN-M0201-001] As remuneration coarrangements.	ommittee member, respon	sible for poorly structured remuneration	
15	Reelect Roderick Munsters as Supervisory Board Member	Mgmt	For	For
16	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
	Extraordinary Business	Mgmt		
17	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For
18	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of EUR 100 Million	Mgmt	For	For
19	Authorize Issuance of Equity or Equity-Linked Securities without Preemptive Rights up to Aggregate Nominal Amount of EUR 60 Million	Mgmt	For	For
20	Authorize Board to Increase Capital in the Event of Additional Demand Related to Delegation Submitted to Shareholder Vote Above Under Items 18-19	Mgmt	For	For
21	Authorize Capital Increase of up to 10 Percent of Issued Capital for Contributions in Kind	Mgmt	For	For
22	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	For
	Ordinary Business	Mgmt		
23	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

## **Weyerhaeuser Company**

Meeting Date: 05/15/2020

**Country:** USA **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Mark A. Emmert	Mgmt	For	For
1b	Elect Director Rick R. Holley	Mgmt	For	For
1c	Elect Director Sara Grootwassink Lewis	Mgmt	For	For
1d	Elect Director Al Monaco	Mgmt	For	For
1e	Elect Director Nicole W. Piasecki	Mgmt	For	For
1f	Elect Director Marc F. Racicot	Mgmt	For	For
1g	Elect Director Lawrence A. Selzer	Mgmt	For	For
1h	Elect Director D. Michael Steuert	Mgmt	For	For
1i	Elect Director Devin W. Stockfish	Mgmt	For	For
1j	Elect Director Kim Williams	Mgmt	For	For
1k	Elect Director Charles R. Williamson	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify KPMG LLP as Auditors	Mgmt	For	For

## **Consolidated Edison, Inc.**

**Meeting Date:** 05/18/2020

Country: USA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director George Campbell, Jr.	Mgmt	For	For
1.2	Elect Director Ellen V. Futter	Mgmt	For	For
1.3	Elect Director John F. Killian	Mgmt	For	For
1.4	Elect Director John McAvoy	Mgmt	For	For
1.5	Elect Director William J. Mulrow	Mgmt	For	For
1.6	Elect Director Armando J. Olivera	Mgmt	For	For
1.7	Elect Director Michael W. Ranger	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

## **Consolidated Edison, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.8	Elect Director Linda S. Sanford	Mgmt	For	For
1.9	Elect Director Deirdre Stanley	Mgmt	For	For
1.10	Elect Director L. Frederick Sutherland	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

## **Kazatomprom JSC**

Meeting Date: 05/18/2020

Country: Kazakhstan Meeting Type: Annual

roposal				Vote
lumber	Proposal Text	Proponent	Mgmt Rec	Instruction
	Meeting for GDR Holders	Mgmt		
1.1	Elect Meeting Chairman	Mgmt	For	For
1.2	Elect Secretary of Meeting	Mgmt	For	For
2	Approve Meeting Procedures	Mgmt	For	For
3	Approve Meeting Agenda	Mgmt	For	For
4	Approve Standalone and Consolidated Financial Statements	Mgmt	For	For
5	Approve Allocation of Income and Dividends	Mgmt	For	For
6	Approve Results of Shareholders Appeals on Actions of Company and Its Officials	Mgmt	For	For
7	Approve Remuneration of Directors	Mgmt	For	For
8	Approve Changes to Composition of Board of Directors	Mgmt	For	Against
	Blended Rationale: [LN-M0201-009] As nomination of	ommittee member, resp	oonsible for lack of diversity.	
9	Approve New Edition of Regulations on Board of Directors	Mgmt	For	For
10	Approve New Edition of Methodology of Determination of Share Repurchase Price and Regulation of Share Repurchase	Mgmt	For	Against

Blended Rationale: [LN-M0100-001] Poor disclosure.

Date range covered: 04/01/2020 to 06/30/2020

## **Neste Corp.**

**Meeting Date:** 05/18/2020

**Country:** Finland **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Open Meeting	Mgmt		
2	Call the Meeting to Order	Mgmt		
3	Designate Inspector or Shareholder Representative(s) of Minutes of Meeting	Mgmt	For	For
4	Acknowledge Proper Convening of Meeting	Mgmt	For	For
5	Prepare and Approve List of Shareholders	Mgmt	For	For
6	Receive Financial Statements and Statutory Reports; Receive Board's Report; Receive Auditor's Report	Mgmt		
7	Accept Financial Statements and Statutory Reports	Mgmt	For	For
8	Approve Allocation of Income and Dividends of EUR 0.46 Per Share	Mgmt	For	For
9	Approve Discharge of Board and President	Mgmt	For	For
10	Approve Remuneration Policy And Other Terms of Employment For Executive Management	Mgmt	For	For
	Shareholder Proposal Submitted by The Finnish State	Mgmt		
11	Approve Remuneration of Directors in the Amount of EUR 67,900 for Chairman, EUR 49,600 for Vice Chairman, and EUR 35,700 for Other Directors; Approve Remuneration for Committee Work; Approve Meeting Fees	SH	None	For
	Blended Rationale: [HK-S0000-001] We consider the	is to be in the best intere	ests of shareholders.	
	Management Proposals	Mgmt		
12	Fix Number of Directors at Eight	Mgmt	For	For
13	Reelect Matti Kahkonen (Chair), Sonat Burman Olsson, Martina Floel, Jean-Baptiste Renard, Jari Rosendal and Marco Wiren (Vice Chair) as Directors; Elect Nick Elmslie and Johanna Soderstrom as New Directors	Mgmt	For	For
14	Approve Remuneration of Auditors	Mgmt	For	For
15	Ratify PricewaterhouseCoopers as Auditors	Mgmt	For	For
16	Authorize Share Repurchase Program	Mgmt	For	For
17	Approve Issuance of up to 23 Million Shares without Preemptive Rights	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

### **Neste Corp.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
18	Close Meeting	Mamt		

# **Oversea-Chinese Banking Corporation Limited**

Meeting Date: 05/18/2020 Cou

**Country:** Singapore **Meeting Type:** Annual

Proposal				Vote	
Number	Proposal Text	Proponent	Mgmt Rec	Instruction	
1	Adopt Financial Statements and Directors' and Auditors' Reports	Mgmt	For	For	
2a	Elect Ooi Sang Kuang as Director	Mgmt	For	For	
2b	Elect Lee Tih Shih as Director	Mgmt	For	For	
2c	Elect Wee Joo Yeow as Director	Mgmt	For	For	
3a	Elect Koh Beng Seng as Director	Mgmt	For	For	
3b	Elect Tan Yen Yen as Director	Mgmt	For	For	
4	Approve Final Dividend	Mgmt	For	For	
5a	Approve Directors' Remuneration	Mgmt	For	For	
5b	Approve Issuance of 6,000 Shares to Each Non-Executive Director for the Year Ended Dec. 31, 2019	Mgmt	For	For	
6	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For	
7	Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights	Mgmt	For	For	
8	Approve Grant of Options and/or Rights and Issuance of Shares Pursuant to the OCBC Share Option Scheme 2001 and OCBC Employee Share Purchase Plan	Mgmt	For	For	
9	Approve Issuance of Shares Pursuant to the Oversea-Chinese Banking Corporation Limited Scrip Dividend Scheme	Mgmt	For	For	
10	Authorize Share Repurchase Program	Mgmt	For	For	

## **TERNA Rete Elettrica Nazionale SpA**

Meeting Date: 05/18/2020 Country: Italy

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Meeting Type: Annual/Special

Date range covered: 04/01/2020 to 06/30/2020

# **TERNA Rete Elettrica Nazionale SpA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruct
	Ordinary Business	Mgmt		
	Management Proposals	Mgmt		
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Allocation of Income	Mgmt	For	For
	Shareholder Proposals Submitted by CDP Reti SpA	Mgmt		
3	Fix Number of Directors	SH	None	For
	Blended Rationale: [HK-S0000-001] We consider this	to be in the best interes	ests of shareholders.	
4	Fix Board Terms for Directors	SH	None	For
	Blended Rationale: [HK-S0000-001] We consider this	to be in the best inter	ests of shareholders.	
	Appoint Directors (Slate Election) - Choose One of the Following Slates	Mgmt		
5.1	Slate 1 Submitted by CDP Reti SpA	SH	None	Against
	Blended Rationale: [LN-S0275-102] Another slate be	tter represents the inte	rests of minority shareholders.	
5.2	Slate 2 Submitted by Institutional Investors (Assogestioni)	SH	None	For
	Blended Rationale: [LN-S0275-101] This slate better	represents the interest	s of minority shareholders.	
	Shareholder Proposals Submitted by CDP Reti SpA	Mgmt		
6	Elect Valentina Bosetti as Board Chair	SH	None	For
	Blended Rationale: [HK-S0000-001] We consider this	to be in the best inter	ests of shareholders.	
7	Approve Remuneration of Directors	SH	None	For
	Blended Rationale: [HK-S0000-001] We consider this	to be in the best inter	ests of shareholders.	
	Appoint Internal Statutory Auditors (Slate Election) - Choose One of the Following Slates	Mgmt		
8.1	Slate 1 Submitted by CDP Reti SpA	SH	None	For
	Blended Rationale: [LN-S0275-101] This slate better	represents the interest	's of minority shareholders.	
8.2	Slate 2 Submitted by Institutional Investors (Assogestioni)	SH	None	Against
	Blended Rationale: [LN-S0275-102] Another slate be	tter represents the inte	rests of minority shareholders.	
	Shareholder Proposal Submitted by CDP Reti SpA	Mgmt		

Date range covered: 04/01/2020 to 06/30/2020

# **TERNA Rete Elettrica Nazionale SpA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
9	Approve Internal Auditors' Remuneration	SH	None	For
	Blended Rationale: [HK-S0000-001] We consider this	to be in the best interes	ts of shareholders.	
	Management Proposals	Mgmt		
10	Approve Long Term Incentive Plan	Mgmt	For	For
11	Authorize Share Repurchase Program and Reissuance of Repurchased Shares	Mgmt	For	For
12.1	Approve Remuneration Policy	Mgmt	For	For
12.2	Approve Second Section of the Remuneration Report	Mgmt	For	For
	Extraordinary Business	Mgmt		
1	Amend Company Bylaws Re: Article 31	Mgmt	For	For
Α	Deliberations on Possible Legal Action Against Directors if Presented by Shareholders	Mgmt	None	Against
	Blended Rationale: [LN-M0100-001] Poor disclosure.			

## **Amgen Inc.**

**Meeting Date:** 05/19/2020

Country: USA

Proposal				Vote	
Number	Proposal Text	Proponent	Mgmt Rec	Instruction	
1a	Elect Director Wanda M. Austin	Mgmt	For	For	
1b	Elect Director Robert A. Bradway	Mgmt	For	For	
1c	Elect Director Brian J. Druker	Mgmt	For	For	
1d	Elect Director Robert A. Eckert	Mgmt	For	For	
1e	Elect Director Greg C. Garland	Mgmt	For	For	
1f	Elect Director Fred Hassan	Mgmt	For	For	
1g	Elect Director Charles M. Holley, Jr.	Mgmt	For	For	
1h	Elect Director Tyler Jacks	Mgmt	For	For	
1i	Elect Director Ellen J. Kullman	Mgmt	For	For	
1j	Elect Director Ronald D. Sugar	Mgmt	For	For	
1k	Elect Director R. Sanders Williams	Mgmt	For	For	

Date range covered: 04/01/2020 to 06/30/2020

# Amgen Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
4	Require Independent Board Chairman	SH	Against	Against

Blended Rationale: [SF-S0107-101] Company has a designated lead director who fulfills the requirements appropriate to such role.

### **Atlas Arteria**

Meeting Date: 05/19/2020

**Country:** Australia **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Annual Meeting Agenda of Atlas Arteria Limited (ATLAX)	Mgmt		
2	Elect Debra Goodin as Director	Mgmt	For	For
3	Approve the Remuneration Report	Mgmt	For	For
4	Approve Grant of Performance Rights to Graeme Bevans	Mgmt	For	For
5	Approve Grant of Restricted Securities to Graeme Bevans	Mgmt	For	For
6	Ratify Past Issuance of ATLAX Shares to Existing Institutional Investors and New Institutional Investors	Mgmt	For	For
	Annual Meeting Agenda of Atlas Arteria International Limited (ATLIX)	Mgmt		
2	Appoint PricewaterhouseCoopers as Auditor and Authorize Board to Fix Their Remuneration	Mgmt	For	For
3	Elect Fiona Beck as Director	Mgmt	For	For
4a	Elect Jeffrey Conyers as Director	Mgmt	For	For
4b	Elect Derek Stapley as Director	Mgmt	For	For
5	Ratify Past Issuance of ATLIX Shares to Existing Institutional Investors and New Institutional Investors	Mgmt	For	For
6	Approve Amendments to ATLIX Bye-Laws	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

## **Conduent Incorporated**

Meeting Date: 05/19/2020

Country: USA

Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kathy Higgins Victor	Mgmt	For	For
1.2	Elect Director Scott Letier	Mgmt	For	For
1.3	Elect Director Jesse A. Lynn	Mgmt	For	For
1.4	Elect Director Courtney Mather	Mgmt	For	For
1.5	Elect Director Michael Montelongo	Mgmt	For	For
1.6	Elect Director Margarita Palau-Hernandez	Mgmt	For	For
1.7	Elect Director Clifford Skelton	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

### **Deutsche Boerse AG**

**Meeting Date:** 05/19/2020

**Country:** Germany **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal 2019 (Non-Voting)	Mgmt		
2	Approve Allocation of Income and Dividends of EUR 2.90 per Share	Mgmt	For	For
3	Approve Discharge of Management Board for Fiscal 2019	Mgmt	For	For
4	Approve Discharge of Supervisory Board for Fiscal 2019	Mgmt	For	For
5	Elect Michael Ruediger to the Supervisory Board	Mgmt	For	For
6	Approve Creation of EUR 19 Million Pool of Capital without Preemptive Rights	Mgmt	For	For
7	Approve Creation of EUR 19 Million Pool of Capital with Preemptive Rights	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

#### **Deutsche Boerse AG**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
8	Approve Remuneration Policy	Mgmt	For	Against
	Blended Rationale: [LN-M0550-001] Remuneration arrathe performance hurdles do not appear to be challenging		tured.[SD-M0550-004] Based on disclosures,	
9	Approve Remuneration of Supervisory Board Members	Mgmt	For	For
10	Amend Corporate Purpose	Mgmt	For	For
11	Ratify KPMG AG as Auditors for Fiscal 2020	Mgmt	For	For

## JPMorgan Chase & Co.

Meeting Date: 05/19/2020

Country: USA

Meeting Type: Annual

Blended Rationale: [SF-S4578-106] Company already has policies in place to address these issues.

Proposal Number	Proposal Text	Proponent	Mgmt Rec		Vote Instruc
1a	Elect Director Linda B. Bammann	Mgmt	For		For
1b	Elect Director Stephen B. Burke	Mgmt	For		For
1c	Elect Director Todd A. Combs	Mgmt	For		For
1d	Elect Director James S. Crown	Mgmt	For		For
1e	Elect Director James Dimon	Mgmt	For		For
1f	Elect Director Timothy P. Flynn	Mgmt	For		For
1g	Elect Director Mellody Hobson	Mgmt	For		For
1h	Elect Director Michael A. Neal	Mgmt	For		For
1i	Elect Director Lee R. Raymond	Mgmt	For		For
1j	Elect Director Virginia M. Rometty	Mgmt	For		For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For		For
3	Ratify PricewaterhouseCoopers LLP as Auditor	Mgmt	For		For
4	Require Independent Board Chair	SH	Against		Against
	Blended Rationale: [SF-S0107-101] Company has a crole.	designated lead director	who fulfils the requirements ap	ppropriate to such	
5	Report on Reputational Risk Related to Canadian Oil Sands, Oil Sands Pipeline Companies and Arctic Oil and Gas Exploration and Production.	SH	Against		Against
5	role.  Report on Reputational Risk Related to Canadian Oil Sands, Oil Sands Pipeline Companies and Arctic Oil and Gas Exploration				Ą

Date range covered: 04/01/2020 to 06/30/2020

# JPMorgan Chase & Co.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction			
6	Report on Climate Change	SH	Against	Against			
	Blended Rationale: [SF-S4578-106] Company alm	eady has policies in place	to address these issues.				
7	Amend Shareholder Written Consent Provisions	SH	Against	Against			
	Blended Rationale: [SF-S0238-002] Shareholders should have the right to act without waiting for the company to call a shareholder meeting. At this company, shareholders already have the right to act by calling a special meeting.						
8	Report on Charitable Contributions	SH	Against	Against			
			Blended Rationale: [SF-S4578-109] We expect all board members to be versed in the risks facing the company.				
	Blended Rationale: [SF-S4578-109] We expect a	ll board members to be ve	ersed in the risks facing the company.				

## **Orange SA**

Meeting Date: 05/19/2020

Country: France

Meeting Type: Annual/Special

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Business	Mgmt		
1	Approve Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For
3	Approve Allocation of Income and Dividends of EUR 0.50 per Share	Mgmt	For	For
4	Approve Auditors' Special Report on Related-Party Transactions	Mgmt	For	For
5	Elect Frederic Sanchez as Director	Mgmt	For	For
6	Reelect Christel Heydemann as Director	Mgmt	For	For
7	Reelect Bernard Ramanantsoa as Director	Mgmt	For	For
8	Elect Laurence Dalboussiere as Director	Mgmt	For	For
9	Approve Compensation Report for Corporate Officers	Mgmt	For	For
10	Approve Compensation of Stephane Richard, Chairman and CEO	Mgmt	For	For
11	Approve Compensation of Ramon Fernandez, Vice-CEO	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# **Orange SA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
12	Approve Compensation of Gervais Pellissier, Vice-CEO	Mgmt	For	For
13	Approve Remuneration Policy of Chairman and CEO	Mgmt	For	For
14	Approve Remuneration Policy of Vice-CEOs	Mgmt	For	For
15	Approve Remuneration Policy of Non-Executive Directors	Mgmt	For	For
16	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
	Extraordinary Business	Mgmt		
17	Amend Article 2 of Bylaws Re: Corporate Purpose	Mgmt	For	For
18	Amend Article 13 of Bylaws Re: Employee Representative	Mgmt	For	For
19	Authorize up to 0.07 Percent of Issued Capital for Use in Restricted Stock Plans Reserved for Key Employees and Corporate Officers With Performance Conditions Attached	Mgmt	For	For
20	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	For
21	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For
22	Amend Article 13 of Bylaws Re: Employee Shareholders	Mgmt	For	For
	Ordinary Business	Mgmt		
23	Approve Stock Dividend Program	Mgmt	For	For
24	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For
	Shareholder Proposals Submitted by Fonds Commun de Placement d Entreprise Orange Actions	Mgmt		
Α	Amend Item 16: Authorize Repurchase of Shares	SH	Against	Against
	Blended Rationale: [RU-S0000-001] Proposal is not in	n shareholders' best intere	ests.	
В	Amend Article 13 of Bylaws Re: Plurality of Directorships	SH	Against	Against
	Blended Rationale: [RU-S0000-001] Proposal is not in	n shareholders' best intere	ests.	
С	Amend Item 19: Authorize Shares for Use in Restricted Stock Plans Reserved for Key Employees and Corporate Officers With Performance Conditions Attached	SH	Against	Against
	Blended Rationale: [RU-S0000-001] Proposal is not in	n shareholders' hest intere	PSTS.	

Blended Rationale: [RU-S0000-001] Proposal is not in shareholders' best interests.

Date range covered: 04/01/2020 to 06/30/2020

### **Orange SA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
D	Amend Employee Stock Purchase Plans in Favor of Employees	SH	Against	Against

Blended Rationale: [RU-S0000-001] Proposal is not in shareholders' best interests.

## **Principal Financial Group, Inc.**

Meeting Date: 05/19/2020

Country: USA

Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Jonathan S. Auerbach	Mgmt	For	For
1.2	Elect Director Jocelyn Carter-Miller	Mgmt	For	For
1.3	Elect Director Scott M. Mills	Mgmt	For	For
2	Approve Non-Employee Director Omnibus Stock Plan	Mgmt	For	For
3	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
5	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

## **Quest Diagnostics Incorporated**

**Meeting Date:** 05/19/2020

Country: USA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Vicky B. Gregg	Mgmt	For	For
1.2	Elect Director Wright L. Lassiter, III	Mgmt	For	For
1.3	Elect Director Timothy L. Main	Mgmt	For	For
1.4	Elect Director Denise M. Morrison	Mgmt	For	For
1.5	Elect Director Gary M. Pfeiffer	Mgmt	For	For
1.6	Elect Director Timothy M. Ring	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

## **Quest Diagnostics Incorporated**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.7	Elect Director Stephen H. Rusckowski	Mgmt	For	For
1.8	Elect Director Daniel C. Stanzione	Mgmt	For	For
1.9	Elect Director Helen I. Torley	Mgmt	For	For
1.10	Elect Director Gail R. Wilensky	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For

# **Royal Dutch Shell Plc**

Meeting Date: 05/19/2020

**Country:** United Kingdom **Meeting Type:** Annual

Proposal				Vote	
Number	Proposal Text	Proponent	Mgmt Rec	Instruction	
	Management Proposals	Mgmt			
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	
2	Approve Remuneration Policy	Mgmt	For	For	
3	Approve Remuneration Report	Mgmt	For	For	
4	Elect Dick Boer as Director	Mgmt	For	For	
5	Elect Andrew Mackenzie as Director	Mgmt	For	For	
6	Elect Martina Hund-Mejean as Director	Mgmt	For	For	
7	Re-elect Ben van Beurden as Director	Mgmt	For	For	
8	Re-elect Neil Carson as Director	Mgmt	For	For	
9	Re-elect Ann Godbehere as Director	Mgmt	For	For	
10	Re-elect Euleen Goh as Director	Mgmt	For	For	
11	Re-elect Charles Holliday as Director	Mgmt	For	For	
12	Re-elect Catherine Hughes as Director	Mgmt	For	For	
13	Re-elect Sir Nigel Sheinwald as Director	Mgmt	For	For	
14	Re-elect Jessica Uhl as Director	Mgmt	For	For	
15	Re-elect Gerrit Zalm as Director	Mgmt	For	For	
16	Reappoint Ernst & Young LLP as Auditors	Mgmt	For	For	

Date range covered: 04/01/2020 to 06/30/2020

## **Royal Dutch Shell Plc**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
17	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For
18	Authorise Issue of Equity	Mgmt	For	For
19	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
20	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For
	Shareholder Proposal	Mgmt		
21	Request Shell to Set and Publish Targets for Greenhouse Gas (GHG) Emissions	SH	Against	Against

Blended Rationale: [RU-S0000-001] Proposal is not in shareholders' best interests.

### **Societe Generale SA**

**Meeting Date:** 05/19/2020

Country: France

Meeting Type: Annual/Special

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Business	Mgmt		
1	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Financial Statements and Statutory Reports	Mgmt	For	For
3	Approve Allocation of Income and Absence of Dividends	Mgmt	For	For
4	Approve Auditors' Special Report on Related-Party Transactions Mentioning the Absence of New Transactions	Mgmt	For	For
5	Approve Remuneration Policy of Chairman of the Board	Mgmt	For	For
6	Approve Remuneration Policy of CEO and Vice-CEOs	Mgmt	For	For
7	Approve Remuneration Policy of Directors	Mgmt	For	For
8	Approve Compensation Report of Corporate Officers	Mgmt	For	For
9	Approve Compensation of Lorenzo Bini Smaghi, Chairman of the Board	Mgmt	For	For
10	Approve Compensation of Frederic Oudea, CEO	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

### **Societe Generale SA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
11	Approve Compensation of Philippe Aymerich, Vice-CEO	Mgmt	For	For
12	Approve Compensation of Severin Cabannes, Vice-CEO	Mgmt	For	For
13	Approve Compensation of Philippe Heim, Vice-CEO	Mgmt	For	For
14	Approve Compensation of Diony Lebot, Vice-CEO	Mgmt	For	For
15	Approve the Aggregate Remuneration Granted in 2019 to Certain Senior Management, Responsible Officers, and Risk-Takers	Mgmt	For	For
16	Reelect Juan Maria Nin Genova as Director	Mgmt	For	For
17	Elect Annette Messemer as Director	Mgmt	For	For
18	Authorize Repurchase of Up to 5 Percent of Issued Share Capital	Mgmt	For	For
	Extraordinary Business	Mgmt		
19	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of EUR 352 Million	Mgmt	For	For
20	Authorize Issuance of Equity or Equity-Linked Securities without Preemptive Rights up to Aggregate Nominal Amount of EUR 106.67 Million	Mgmt	For	For
21	Authorize Capital Increase of up to 10 Percent of Issued Capital for Contributions in Kind	Mgmt	For	For
22	Authorize Issuance of Convertible Bonds for Private Placements without Preemptive Rights, up to Aggregate Nominal Amount of EUR 106.67 Million	Mgmt	For	For
23	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	For
24	Authorize up to 1.2 Percent of Issued Capital for Use in Restricted Stock Plans Reserved for Regulated Persons	Mgmt	For	For
25	Authorize up to 0.5 Percent of Issued Capital for Use in Restricted Stock Plans	Mgmt	For	For
26	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For
27	Amend Article 6 of Bylaws Re: Shareholding Disclosure Thresholds	Mgmt	For	For
28	Amend Article 6 of Bylaws Re: Employees Participation in Capital	Mgmt	For	For
29	Amend Article 7 of Bylaws Re: Board Composition	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

### **Societe Generale SA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
30	Amend Article 10 of Bylaws Re: Board Members Deliberation via Written Consultation	Mgmt	For	For
31	Amend Articles 1, 2, 3, 5, 6, 8, 11, 12, 13, 14, 15, 17, 18 and 20 of Bylaws to Compy with Legal Changes	Mgmt	For	For
32	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For

# **Capgemini SE**

Meeting Date: 05/20/2020

Country: France

Meeting Type: Annual/Special

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Business	Mgmt	<del>-</del>	
1	Approve Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For
3	Approve Allocation of Income and Dividends of EUR 1.35 per Share	Mgmt	For	For
4	Approve Auditors' Special Report on Related-Party Transactions	Mgmt	For	For
5	Approve Compensation of Paul Hermelin, Chairman and CEO	Mgmt	For	For
6	Approve Compensation of Thierry Delaporte, Vice-CEO	Mgmt	For	For
7	Approve Compensation of Aiman Ezzat, Vice-CEO	Mgmt	For	For
8	Approve Compensation Report of Corporate Officers	Mgmt	For	For
9	Approve Remuneration Policy of Chairman and CEO	Mgmt	For	For
10	Approve Remuneration Policy of Vice-CEOs	Mgmt	For	For
11	Approve Remuneration Policy of Chairman of the Board	Mgmt	For	For
12	Approve Remuneration Policy of CEO	Mgmt	For	For
13	Approve Remuneration Policy of Directors	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# **Capgemini SE**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
14	Reelect Sian Herbert-Jones as Director	Mgmt	For	For
15	Elect Belen Moscoso del Prado Lopez-Doriga as Director	Mgmt	For	Against
	Blended Rationale: [SF-M0201-019] Nominee serves on raises substantial concerns about the director's ability to			
16	Elect Aiman Ezzat as Director	Mgmt	For	For
17	Elect Lucia Sinapi-Thomas as Director Shareholder Representative	Mgmt	For	For
17A	Elect Claire Sauvanaud as Director Shareholder Representative	Mgmt	Against	Against
	Blended Rationale: [LN-M0276-101] Another proposed	director better represents	the interests of minority shareholders.	
18	Renew Appointment of PricewaterhouseCoopers Audit as Auditor	Mgmt	For	For
19	Appoint Mazars as Auditor	Mgmt	For	For
20	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
	Extraordinary Business	Mgmt		
21	Amend Articles 7 and 17 of Bylaws to Comply with Legal Changes	Mgmt	For	For
22	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For
23	Authorize Capitalization of Reserves of Up to EUR 1.5 Billion for Bonus Issue or Increase in Par Value	Mgmt	For	For
24	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of EUR 540 Million	Mgmt	For	For
25	Authorize Issuance of Equity or Equity-Linked Securities without Preemptive Rights up to Aggregate Nominal Amount of EUR 135 Million	Mgmt	For	For
26	Approve Issuance of Equity or Equity-Linked Securities for Private Placements, up to Aggregate Nominal Amount of EUR 135 Million	Mgmt	For	For
27	Authorize Board to Set Issue Price for 10 Percent Per Year of Issued Capital Pursuant to Issue Authority without Preemptive Rights Under Items 25 and 26	Mgmt	For	For
28	Authorize Board to Increase Capital in the Event of Additional Demand Related to Delegation Submitted to Shareholder Vote Above	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# **Capgemini SE**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
29	Authorize Capital Increase of up to 10 Percent of Issued Capital for Contributions in Kind	Mgmt	For	For
30	Authorize up to 1.2 Percent of Issued Capital for Use in Restricted Stock Plans Under Performance Conditions Reserved for Employees and Executive Officers	Mgmt	For	For
31	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	For
32	Authorize Capital Issuances for Use in Employee Stock Purchase Plans Reserved for Employees of International Subsidiaries	Mgmt	For	For
33	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For

## **Molson Coors Beverage Company**

Meeting Date: 05/20/2020

Country: USA

Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Roger G. Eaton	Mgmt	For	For
1.2	Elect Director Charles M. Herington	Mgmt	For	For
1.3	Elect Director H. Sanford Riley	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

#### **Natixis SA**

Meeting Date: 05/20/2020

Country: France

Meeting Type: Annual/Special

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Business	Mgmt		
1	Approve Financial Statements and Statutory Reports	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

### **Natixis SA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For
3	Approve Allocation of Income and Absence of Dividends	Mgmt	For	For
4	Approve Auditors' Special Report on Related-Party Transactions	Mgmt	For	For
5	Approve Compensation Report of Corporate Officers	Mgmt	For	Against
	Blended Rationale: [SF-M0550-002] We find the report understanding of the company's approach to paying its	-	to provide shareholders with a clear	
6	Approve Compensation of Laurent Mignon, Chairman of the Board	Mgmt	For	Against
	Blended Rationale: [SF-M0550-002] We find the report understanding of the company's approach to paying its	-	to provide shareholders with a clear	
7	Approve Compensation of Francois Riah, CEO	Mgmt	For	Against
	Blended Rationale: [SF-M0550-002] We find the report understanding of the company's approach to paying its hurdle	-	•	
8	Approve Remuneration Policy of Laurent Mignon, Chairman of the Board	Mgmt	For	For
9	Approve Remuneration Policy of Francois Riah, CEO	Mgmt	For	Against
	Blended Rationale: [SF-M0550-002] We find the report understanding of the company's approach to paying its arrangements.	-	•	
10	Approve Remuneration Policy of Board Members	Mgmt	For	For
11	Approve the Overall Envelope of Compensation of Certain Senior Management, Responsible Officers and the Risk-takers	Mgmt	For	For
12	Ratify Appointment of Dominique Duband as Director	Mgmt	For	For
13	Reelect Alain Condaminas as Director	Mgmt	For	Against
	Blended Rationale: [LN-M0201-001] As remuneration coarrangements.	ommittee member, respon	sible for poorly structured remuneration	
14	Reelect Nicole Etchegoinberry as Director	Mgmt	For	For
15	Reelect Sylvie Garcelon as Director	Mgmt	For	Against
	Blended Rationale: [SD-M0201-005] Nominee is not ind	ependent and serves on a	key committee.	
16	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
	Extraordinary Business	Mgmt		
17	Amend Article 12 of Bylaws Re: Board Power	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

### **Natixis SA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
18	Amend Articles 13, 14, 22, 29 of Bylaws to Comply with Legal Changes	Mgmt	For	For
19	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For

## **Northrop Grumman Corporation**

Meeting Date: 05/20/2020

Country: USA

Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruct
1.1	Elect Director Kathy J. Warden	Mgmt	For	For
2	Elect Director Marianne C. Brown	Mgmt	For	For
1.3	Elect Director Donald E. Felsinger	Mgmt	For	For
1.4	Elect Director Ann M. Fudge	Mgmt	For	For
1.5	Elect Director Bruce S. Gordon	Mgmt	For	For
1.6	Elect Director William H. Hernandez	Mgmt	For	For
1.7	Elect Director Madeleine A. Kleiner	Mgmt	For	For
1.8	Elect Director Karl J. Krapek	Mgmt	For	For
1.9	Elect Director Gary Roughead	Mgmt	For	For
1.10	Elect Director Thomas M. Schoewe	Mgmt	For	For
1.11	Elect Director James S. Turley	Mgmt	For	For
1.12	Elect Director Mark A. Welsh, III	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
4	Report on Human Rights Impact Assessment	SH	Against	Against
	Blended Rationale: 1- [SF-S4578-106] Company alre	ady has policies in plac	ce to address these issues.	
5	Reduce Ownership Threshold for Shareholders to Request Action by Written Consent	SH	Against	Against

Blended Rationale: [SF-S0235-101] We do not believe the proposed threshold to call special meetings is sufficient to avoid waste of corporate resources.

Date range covered: 04/01/2020 to 06/30/2020

## **ON Semiconductor Corporation**

Meeting Date: 05/20/2020 Co

Country: USA

Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instructio
1a	Elect Director Atsushi Abe	Mgmt	For	For
1b	Elect Director Alan Campbell	Mgmt	For	For
	Blended Rationale: .			
1c	Elect Director Gilles Delfassy	Mgmt	For	For
1d	Elect Director Emmanuel T. Hernandez	Mgmt	For	For
	Blended Rationale: .			
1e	Elect Director Keith D. Jackson	Mgmt	For	For
1f	Elect Director Paul A. Mascarenas	Mgmt	For	For
	Blended Rationale: .			
1g	Elect Director Christine Y. Yan	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For

### **Orascom Construction Plc**

**Meeting Date:** 05/20/2020

Country: United Arab Emirates

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Business	Mgmt		
1	Accept Financial Statements and Statutory Reports and Related Auditor's Report for FY 2019	Mgmt	For	Do Not Vote
2	Reappoint Jerome Guiraud as Chairman	Mgmt	For	Do Not Vote
	Blended Rationale: [LN-M0201-010] As chairman of the	board, responsible for lace	k of diversity.	
3	Reappoint Sami Haddad as Independent Non-Executive Director	Mgmt	For	Do Not Vote

Date range covered: 04/01/2020 to 06/30/2020

### **Orascom Construction Plc**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Reappoint Johan Beerlandt as Non-Executive Director	Mgmt	For	Do Not Vote
5	Reappoint KPMG LLP as Auditors for FY 2020	Mgmt	For	Do Not Vote
6	Authorize Board to Fix Remuneration of Auditors for FY 2020	Mgmt	For	Do Not Vote
	Blended Rationale: [LN-M0100-001] Poor disclosure.			
7	Approve Dividends of USD 0.21 Per Share for FY 2019	Mgmt	For	Do Not Vote

## **Reliance Steel & Aluminum Co.**

Meeting Date: 05/20/2020

Country: USA

Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Sarah J. Anderson	Mgmt	For	For
1b	Elect Director Lisa L. Baldwin	Mgmt	For	For
1c	Elect Director Karen W. Colonias	Mgmt	For	For
1d	Elect Director John G. Figueroa	Mgmt	For	For
1e	Elect Director David H. Hannah	Mgmt	For	For
1f	Elect Director James D. Hoffman	Mgmt	For	For
1g	Elect Director Mark V. Kaminski	Mgmt	For	For
1h	Elect Director Robert A. McEvoy	Mgmt	For	For
1i	Elect Director Andrew G. Sharkey, III	Mgmt	For	For
1j	Elect Director Douglas W. Stotlar	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify KPMG LLP as Auditors	Mgmt	For	For
4	Amend Omnibus Stock Plan	Mgmt	For	For
5	Amend Non-Employee Director Omnibus Stock Plan	Mgmt	For	For
6	Amend Proxy Access Right	SH	Against	Against

Blended Rationale: [SF-S4578-106] Company already has policies in place to address these issues.

Date range covered: 04/01/2020 to 06/30/2020

### **Robert Half International Inc.**

Meeting Date: 05/20/2020

Country: USA

Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Julia L. Coronado	Mgmt	For	For
1.2	Elect Director Dirk A. Kempthorne	Mgmt	For	For
1.3	Elect Director Harold M. Messmer, Jr.	Mgmt	For	For
1.4	Elect Director Marc H. Morial	Mgmt	For	For
1.5	Elect Director Barbara J. Novogradac	Mgmt	For	For
1.6	Elect Director Robert J. Pace	Mgmt	For	For
1.7	Elect Director Frederick A. Richman	Mgmt	For	For
1.8	Elect Director M. Keith Waddell	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditor	Mgmt	For	For

#### **SAP SE**

Meeting Date: 05/20/2020

**Country:** Germany **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal 2019 (Non-Voting)	Mgmt		
2	Approve Allocation of Income and Dividends of EUR 1.58 per Share	Mgmt	For	For
3	Approve Discharge of Management Board for Fiscal 2019	Mgmt	For	For
4	Approve Discharge of Supervisory Board for Fiscal 2019	Mgmt	For	For
5	Ratify KPMG AG as Auditors for Fiscal 2020	Mgmt	For	For
6.1	Approve Creation of EUR 250 Million Pool of Capital with Preemptive Rights	Mgmt	For	For
6.2	Approve Creation of EUR 250 Million Pool of Capital with Partial Exclusion of Preemptive Rights	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

### **SAP SE**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction		
7	Approve Remuneration Policy for the Management Board	Mgmt	For	Against		
	Blended Rationale: [SD-M0500-004] Performance hurdles are insufficiently demanding.					
8	Approve Remuneration Policy for the Supervisory Board	Mgmt	For	For		

## **Societe BIC SA**

Meeting Date: 05/20/2020

Country: France

Meeting Type: Annual/Special

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	·	·		
	Ordinary Business	Mgmt		
1	Approve Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For
3	Approve Allocation of Income and Dividends of EUR 2.45 per Share	Mgmt	For	For
4	Approve Remuneration of Directors in the Aggregate Amount of EUR 500,000	Mgmt	For	For
5	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	Against
	Blended Rationale: [RU-M3600-001] Authority has an	titakeover potential.		
6	Reelect Marie-Pauline Chandon-Moet as Director	Mgmt	For	For
7	Reelect Candace Matthews as Director	Mgmt	For	For
8	Ratify Appointment of Timothee Bich as Director	Mgmt	For	For
9	Reelect Timothee Bich as Director	Mgmt	For	For
10	Elect Jake Schwartz as Director	Mgmt	For	For
11	Approve Compensation Report	Mgmt	For	Against
	Blended Rationale: [SF-M0550-002] We find the repo understanding of the company's approach to paying i	-	tail to provide shareholders with a clear	
12	Approve Compensation of Pierre Vareille, Chairman of the Board	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

### **Societe BIC SA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction			
13	Approve Compensation of Gonzalve Bich, CEO	Mgmt	For	Against			
	Blended Rationale: [SF-M0550-002] We find the report lacking in sufficient detail to provide shareholders with a clear understanding of the company's approach to paying its executives.						
14	Approve Compensation of James DiPietro, Vice-CEO	Mgmt	For	For			
15	Approve Compensation of Marie-Aimee Bich-Dufour, Vice-CEO	Mgmt	For	Against			
	Blended Rationale: [SF-M0550-002] We find the report understanding of the company's approach to paying its	-	to provide shareholders with a clear				
16	Approve Remuneration Policy of Corporate Officers	Mgmt	For	Against			
	Blended Rationale: [LN-M0550-003] Poor use of remuneration committee discretion regarding increases. [LN-M0550-004] Poor use of remuneration committee discretion regarding the grant of a one-off award. [SD-M0550-006] Vesting conditions and performance hurdles are unsatisfactory.						
	Extraordinary Business	Mgmt					
17	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For			
18	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of EUR 50 Million	Mgmt	For	Against			
	Blended Rationale: [RU-M3600-001] Authority has anti	itakeover potential.					
19	Authorize Board to Increase Capital in the Event of Additional Demand Related to Delegation Submitted to Shareholder Vote Above Under Item 17	Mgmt	For	Against			
	Blended Rationale: [RU-M3600-001] Authority has anti	takeover potential.					
20	Authorize Capitalization of Reserves for Bonus Issue or Increase in Par Value	Mgmt	For	Against			
	Blended Rationale: [RU-M3600-001] Authority has anti	itakeover potential.					
21	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	For			
22	Eliminate Preemptive Rights Pursuant to Item 20 Above	Mgmt	For	For			
23	Amend Article 10 of Bylaws Re: Employee Representative	Mgmt	For	For			
24	Amend Article 11 of Bylaws Re: Board Members Deliberation via Written Consultation	Mgmt	For	For			
25	Amend Article 13 of Bylaws Re: Board Members Remuneration	Mgmt	For	For			
26	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For			

Date range covered: 04/01/2020 to 06/30/2020

### **Thermo Fisher Scientific Inc.**

Meeting Date: 05/20/2020

**Country:** USA **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Marc N. Casper	Mgmt	For	For
1b	Elect Director Nelson J. Chai	Mgmt	For	For
1c	Elect Director C. Martin Harris	Mgmt	For	For
1d	Elect Director Tyler Jacks	Mgmt	For	For
1e	Elect Director Judy C. Lewent	Mgmt	For	For
1f	Elect Director Thomas J. Lynch	Mgmt	For	For
1g	Elect Director Jim P. Manzi	Mgmt	For	For
1h	Elect Director James C. Mullen	Mgmt	For	For
1i	Elect Director Lars R. Sorensen	Mgmt	For	For
1j	Elect Director Debora L. Spar	Mgmt	For	For
1k	Elect Director Scott M. Sperling	Mgmt	For	For
11	Elect Director Dion J. Weisler	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditor	Mgmt	For	For

# **Uniper SE**

Meeting Date: 05/20/2020

**Country:** Germany **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal 2019 (Non-Voting)	Mgmt		
2	Approve Allocation of Income and Dividends of EUR 1.15 per Share	Mgmt	For	For
3	Approve Discharge of Management Board for Fiscal 2017	Mgmt	For	For
4	Approve Discharge of Management Board for Fiscal 2018	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# **Uniper SE**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction	
5	Approve Discharge of Management Board for Fiscal 2019	Mgmt	For	For	
6	Approve Discharge of Supervisory Board for Fiscal 2019	Mgmt	For	Against	
	Blended Rationale: [SF-M0201-029] Vote against direct	tor for insufficient progres	ss with respect to climate-related reporting.		
7	Ratify PricewaterhouseCoopers GmbH as Auditors for Fiscal 2020	Mgmt	For	For	
8.1	Elect Werner Brinker to the Supervisory Board	Mgmt	For	For	
8.2	Elect Bernhard Guenther to the Supervisory Board	Mgmt	For	Against	
	Blended Rationale: [SF-M0201-019] Vote against for serving on over an excessive number of public company boards which we believe raises substantial concerns about the director's ability to exercise sufficient oversight on this board.				
8.3	Elect Klaus-Dieter Maubach to the Supervisory Board	Mgmt	For	For	
8.4	Elect Sirpa-Helena Sormunen to the Supervisory Board	Mgmt	For	For	
8.5	Elect Tiina Tuomela to the Supervisory Board	Mgmt	For	For	

### **United Internet AG**

**Meeting Date:** 05/20/2020

**Country:** Germany **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal 2019 (Non-Voting)	Mgmt		
2	Approve Allocation of Income and Dividends of EUR 0.50 per Share	Mgmt	For	For
3.1	Approve Discharge of Management Board Member Ralph Dommermuth for Fiscal 2019	Mgmt	For	For
3.2	Approve Discharge of Management Board Member Frank Krause for Fiscal 2019	Mgmt	For	For
4	Approve Discharge of Supervisory Board for Fiscal 2019	Mgmt	For	For
5	Ratify Ernst & Young GmbH as Auditors for Fiscal 2020	Mgmt	For	For
6.1	Elect Claudia Borgas-Herold to the Supervisory Board	Mgmt	For	For
6.2	Elect Manuel del Castillo-Olivares to the Supervisory Board	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

### **United Internet AG**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction			
6.3	Elect Kurt Dobitsch to the Supervisory Board	Mgmt	For	Against			
	Blended Rationale: [SF-M0201-019] Nominee serves on an excessive number of public company boards, which we believe raises substantial concerns about the director's ability to exercise sufficient oversight on this board.						
7.1	Approve Increase in Size of Board to Six Members	Mgmt	For	For			
7.2	Approve Creation of Further Delegation Right for Ralph Dommermuth	Mgmt	For	Against			
	Blended Rationale: [SF-M0100-001] On balance, we under the new Charter/Articles/Bylaws.	find that shareholders' rig	hts are likely to be diminished in material ways				
8.1	Elect Michael Scheeren to the Supervisory Board	Mgmt	For	For			
8.2	Elect Philipp von Bismarck to the Supervisory Board	Mgmt	For	For			
8.3	Elect Yasmin Weiss to the Supervisory Board	Mgmt	For	For			
9.1	Approve Revocation of May 21, 2015 AGM Resolution on Remuneration	Mgmt	For	For			
9.2	Approve Remuneration of Supervisory Board	Mgmt	For	For			
10	Amend Articles Re: Annulment of the Clause Regarding the Form of the Transmission of AGM Convocation Notices to Credit Institutions	Mgmt	For	For			
11.1	Amend Articles Re: Online Participation	Mgmt	For	For			
11.2	Amend Articles Re: Absentee Vote	Mgmt	For	For			
11.3	Amend Articles Re: General Meeting Chairman; Participation of Board Members	Mgmt	For	For			
11.4	Amend Articles Re: Supervisory Board Attendance at General Meetings	Mgmt	For	For			
12	Amend Articles Re: Interim Dividend	Mgmt	For	For			
13	Approve Creation of EUR 77.5 Million Pool of Capital with Partial Exclusion of Preemptive Rights	Mgmt	For	Against			
	Blended Rationale: [RU-M3500-001] Proposal would	result in excessive dilution	7.				
14	Approve Issuance of Warrants/Bonds with Warrants Attached/Convertible Bonds with Partial Exclusion of Preemptive Rights up to Aggregate Nominal Amount of EUR 900 Million; Approve Creation of EUR 25 Million Pool of Capital to Guarantee Conversion Rights	Mgmt	For	Against			
	Blended Rationale: [RU-M3500-001] Proposal would	result in excessive dilution	п.				
15	Authorize Share Repurchase Program and Reissuance or Cancellation of Repurchased Shares	Mgmt	For	For			

Date range covered: 04/01/2020 to 06/30/2020

## **Vivo Energy Plc**

**Meeting Date:** 05/20/2020

**Country:** United Kingdom **Meeting Type:** Annual

Proposal				Vote
Number	Proposal Text	Proponent	Mgmt Rec	Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Remuneration Report	Mgmt	For	For
3	Approve Final Dividend	Mgmt	For	Abstain
	Blended Rationale: [LN-AB000-001] Proposal will be ren	moved at shareholder mee	pting	
4	Re-elect John Daly as Director	Mgmt	For	Against
	Blended Rationale: [SF-M0201-019] Vote against for se believe raises substantial concerns about the director's	-		
5	Re-elect Christian Chammas as Director	Mgmt	For	For
6	Re-elect Johan Depraetere as Director	Mgmt	For	For
7	Re-elect Gawad Abaza as Director	Mgmt	For	Against
	Blended Rationale: [SF-M0201-019] Vote against for se believe raises substantial concerns about the director's	-		
8	Re-elect Carol Arrowsmith as Director	Mgmt	For	For
9	Re-elect Thembalihle Hixonia Nyasulu as Director	Mgmt	For	For
10	Re-elect Christopher Rogers as Director	Mgmt	For	For
11	Re-elect Javed Ahmed as Director	Mgmt	For	For
12	Re-elect Temitope Lawani as Director	Mgmt	For	For
13	Reappoint PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
14	Authorise the Audit and Risk Committee to Fix Remuneration of Auditors	Mgmt	For	For
15	Authorise Issue of Equity	Mgmt	For	For
16	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
17	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For
18	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For
19	Authorise EU Political Donations and Expenditure	Mgmt	For	For
20	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

#### **Zoetis Inc.**

Meeting Date: 05/20/2020

Country: USA

Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Gregory Norden	Mgmt	For	For
1b	Elect Director Louise M. Parent	Mgmt	For	For
1c	Elect Director Kristin C. Peck	Mgmt	For	For
1d	Elect Director Robert W. Scully	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
4	Ratify KPMG LLP as Auditor	Mgmt	For	For

## Anthem, Inc.

Meeting Date: 05/21/2020

Country: USA

Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Gail K. Boudreaux	Mgmt	For	For
1.2	Elect Director R. Kerry Clark	Mgmt	For	For
1.3	Elect Director Robert L. Dixon, Jr.	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
4	Reduce Ownership Threshold for Shareholders to Call Special Meeting	SH	Against	Against

Blended Rationale: [SF-S0235-101] We do not believe the proposed threshold to call special meetings is sufficient to avoid waste of corporate resources.

## **CDW Corporation**

Meeting Date: 05/21/2020

Country: USA

Date range covered: 04/01/2020 to 06/30/2020

## **CDW Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Steven W. Alesio	Mgmt	For	For
1b	Elect Director Barry K. Allen	Mgmt	For	For
1c	Elect Director Lynda M. Clarizio	Mgmt	For	For
1d	Elect Director Christine A. Leahy	Mgmt	For	For
1e	Elect Director David W. Nelms	Mgmt	For	For
1f	Elect Director Joseph R. Swedish	Mgmt	For	For
1g	Elect Director Donna F. Zarcone	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify Ernst & Young LLP as Auditor	Mgmt	For	For

## DexCom, Inc.

Meeting Date: 05/21/2020

Country: USA

Meeting Type: Annual

Proposal				Vote
Number	Proposal Text	Proponent	Mgmt Rec	Instruction
1a	Elect Director Richard A. Collins	Mgmt	For	For
1b	Elect Director Mark G. Foletta	Mgmt	For	For
1c	Elect Director Eric J. Topol	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

## **Henry Schein, Inc.**

Meeting Date: 05/21/2020

Country: USA

Date range covered: 04/01/2020 to 06/30/2020

# **Henry Schein, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Barry J. Alperin	Mgmt	For	For
1b	Elect Director Gerald A. Benjamin	Mgmt	For	For
1c	Elect Director Stanley M. Bergman	Mgmt	For	For
1d	Elect Director James P. Breslawski	Mgmt	For	For
1e	Elect Director Paul Brons	Mgmt	For	For
1f	Elect Director Shira Goodman	Mgmt	For	For
1g	Elect Director Joseph L. Herring	Mgmt	For	For
1h	Elect Director Kurt P. Kuehn	Mgmt	For	For
1i	Elect Director Philip A. Laskawy	Mgmt	For	For
1j	Elect Director Anne H. Margulies	Mgmt	For	For
1k	Elect Director Mark E. Mlotek	Mgmt	For	For
11	Elect Director Steven Paladino	Mgmt	For	For
1m	Elect Director Carol Raphael	Mgmt	For	For
1n	Elect Director E. Dianne Rekow	Mgmt	For	For
10	Elect Director Bradley T. Sheares	Mgmt	For	For
2	Amend Omnibus Stock Plan	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
4	Ratify BDO USA, LLP as Auditor	Mgmt	For	For

## **Lennox International Inc.**

**Meeting Date:** 05/21/2020

Country: USA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Janet K. Cooper	Mgmt	For	For
1.2	Elect Director John W. Norris, III	Mgmt	For	For
1.3	Elect Director Karen H. Quintos	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

### **Lennox International Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify KPMG LLP as Auditors	Mgmt	For	For

## **Lloyds Banking Group Plc**

Meeting Date: 05/21/2020

**Country:** United Kingdom **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruc
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Elect William Chalmers as Director	Mgmt	For	For
3	Elect Sarah Legg as Director	Mgmt	For	For
4	Elect Catherine Woods as Director	Mgmt	For	For
5	Re-elect Lord Blackwell as Director	Mgmt	For	For
	Blended Rationale: [LN-M0201-001] As remuneral arrangements.	ion committee member,	responsible for poorly structured r	remuneration
6	Re-elect Juan Colombas as Director	Mgmt	For	For
7	Re-elect Alan Dickinson as Director	Mgmt	For	For
	Blended Rationale: [LN-M0201-001] As remunerat arrangements.	ion committee member,	responsible for poorly structured r	remuneration
8	Re-elect Simon Henry as Director	Mgmt	For	For
9	Re-elect Antonio Horta-Osorio as Director	Mgmt	For	For
10	Re-elect Lord Lupton as Director	Mgmt	For	For
11	Re-elect Amanda Mackenzie as Director	Mgmt	For	For
	Blended Rationale: [LN-M0201-001] As remuneral arrangements.	tion committee member,	responsible for poorly structured i	remuneration
12	Re-elect Nick Prettejohn as Director	Mgmt	For	For
13	Re-elect Stuart Sinclair as Director	Mgmt	For	For
	Blended Rationale: [LN-M0201-001] As remuneral arrangements.	tion committee member,	responsible for poorly structured I	remuneration
14	Re-elect Sara Weller as Director	Mgmt	For	For

Blended Rationale: [LN-M0201-001] As remuneration committee member, responsible for poorly structured remuneration arrangements.

Date range covered: 04/01/2020 to 06/30/2020

# **Lloyds Banking Group Plc**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
15	Approve Remuneration Policy	Mgmt	For	For
	Blended Rationale: [SD-M0550-004] Insufficiently dema remuneration arrangements.	nding performance hurdle	[LN-M0550-001] Poorly structured	
16	Approve Remuneration Report	Mgmt	For	For
17	Approve Final Dividend	Mgmt	For	Abstain
	Blended Rationale: [LN-AB000-001] This proposal will be	e removed at the sharehol	lder meeting.	
18	Reappoint PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
19	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For
20	Approve Long Term Share Plan	Mgmt	For	For
	Blended Rationale: [SD-M0550-004] Insufficiently dema remuneration arrangements.	nding performance hurdle	[LN-M0550-001] Poorly structured	
21	Authorise EU Political Donations and Expenditure	Mgmt	For	For
22	Authorise Issue of Equity	Mgmt	For	For
23	Authorise Issue of Equity in Relation to the Issue of Regulatory Capital Convertible Instruments	Mgmt	For	For
24	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
25	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For
26	Authorise Issue of Equity without Pre-Emptive Rights in Relation to the Issue of Regulatory Capital Convertible Instruments	Mgmt	For	For
27	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For
28	Authorise Market Purchase of Preference Shares	Mgmt	For	For
29	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For

# **McDonald's Corporation**

Meeting Date: 05/21/2020 Country: USA

Date range covered: 04/01/2020 to 06/30/2020

# **McDonald's Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruct
1a	Elect Director Lloyd Dean	Mgmt	For	For
1b	Elect Director Robert Eckert	Mgmt	For	For
1c	Elect Director Catherine Engelbert	Mgmt	For	For
1d	Elect Director Margaret Georgiadis	Mgmt	For	For
1e	Elect Director Enrique Hernandez, Jr.	Mgmt	For	For
1f	Elect Director Christopher Kempczinski	Mgmt	For	For
1g	Elect Director Richard Lenny	Mgmt	For	For
1h	Elect Director John Mulligan	Mgmt	For	For
1i	Elect Director Sheila Penrose	Mgmt	For	For
1j	Elect Director John Rogers, Jr.	Mgmt	For	For
1k	Elect Director Paul Walsh	Mgmt	For	For
	Blended Rationale: .			
11	Elect Director Miles White	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
4	Amend Omnibus Stock Plan	Mgmt	For	For
5	Reduce Ownership Threshold for Shareholders to Call Special Meeting	SH	Against	Against
	Blended Rationale: [SF-S0235-101] We do not believ waste of corporate resources.	e the proposed thresho	ld to call special meetings is sufficient to avo	id
6	Report on Sugar and Public Health	SH	Against	Against

Blended Rationale: 1- [SF-S4578-106] Company already has policies in place to address these issues.

# **Morgan Stanley**

Meeting Date: 05/21/2020 Country: USA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Elizabeth Corley	Mamt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# **Morgan Stanley**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1b	Elect Director Alistair Darling	Mgmt	For	For
1c	Elect Director Thomas H. Glocer	Mgmt	For	For
1d	Elect Director James P. Gorman	Mgmt	For	For
1e	Elect Director Robert H. Herz	Mgmt	For	For
1f	Elect Director Nobuyuki Hirano	Mgmt	For	For
1g	Elect Director Stephen J. Luczo	Mgmt	For	For
1h	Elect Director Jami Miscik	Mgmt	For	For
<b>1</b> i	Elect Director Dennis M. Nally	Mgmt	For	For
1j	Elect Director Takeshi Ogasawara	Mgmt	For	For
1k	Elect Director Hutham S. Olayan	Mgmt	For	For
11	Elect Director Mary L. Schapiro	Mgmt	For	For
1m	Elect Director Perry M. Traquina	Mgmt	For	For
1n	Elect Director Rayford Wilkins, Jr.	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

# **ONE Gas, Inc.**

**Meeting Date:** 05/21/2020

Country: USA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Robert B. Evans	Mgmt	For	For
1.2	Elect Director John W. Gibson	Mgmt	For	For
1.3	Elect Director Tracy E. Hart	Mgmt	For	For
1.4	Elect Director Michael G. Hutchinson	Mgmt	For	For
1.5	Elect Director Pattye L. Moore	Mgmt	For	For
1.6	Elect Director Pierce H. Norton, II	Mgmt	For	For
1.7	Elect Director Eduardo A. Rodriguez	Mgmt	For	For
1.8	Elect Director Douglas H. Yaeger	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# **ONE Gas, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

# PayPal Holdings, Inc.

Meeting Date: 05/21/2020

Country: USA

Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruct
1a	Elect Director Rodney C. Adkins	Mgmt	For	For
1b	Elect Director Jonathan Christodoro	Mgmt	For	Against
	Blended Rationale: [SF-M0201-019] Nominee serves raises substantial concerns about the director's abilit			we believe
1c	Elect Director John J. Donahoe	Mgmt	For	For
1d	Elect Director David W. Dorman	Mgmt	For	For
1e	Elect Director Belinda J. Johnson	Mgmt	For	For
1f	Elect Director Gail J. McGovern	Mgmt	For	For
1g	Elect Director Deborah M. Messemer	Mgmt	For	For
1h	Elect Director David M. Moffett	Mgmt	For	For
1i	Elect Director Ann M. Sarnoff	Mgmt	For	For
1j	Elect Director Daniel H. Schulman	Mgmt	For	For
1k	Elect Director Frank D. Yeary	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
4	Provide Right to Act by Written Consent	SH	Against	Against
	Blended Rationale: [SF-S0238-002] Shareholders shareholder meeting. At this company, shareholders	-		to call a
5	Adopt Human and Indigenous People's Rights Policy	SH	Against	Against
	Blended Rationale' 1- [SF-S4578-106] Company alre	adv has nolicies in pla	ce to address these issues	

Blended Rationale: 1- [SF-S4578-106] Company already has policies in place to address these issues.

Date range covered: 04/01/2020 to 06/30/2020

### **Telephone and Data Systems, Inc.**

Meeting Date: 05/21/2020 Country: USA

Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Clarence A. Davis	Mgmt	For	For
1.2	Elect Director George W. Off	Mgmt	For	For
1.3	Elect Director Wade Oosterman	Mgmt	For	For
1.4	Elect Director Gary L. Sugarman	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditor	Mgmt	For	For
3	Approve Omnibus Stock Plan	Mgmt	For	For
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
5	Approve Recapitalization Plan for all Stock to Have One-vote per Share	SH	Against	For

Blended Rationale: [SD-S0316-001] We believe that one vote per share is in the best interest of long term shareholders

# The Home Depot, Inc.

Meeting Date: 05/21/2020

Country: USA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Gerard J. Arpey	Mgmt	For	For
1b	Elect Director Ari Bousbib	Mgmt	For	For
1c	Elect Director Jeffery H. Boyd	Mgmt	For	For
1d	Elect Director Gregory D. Brenneman	Mgmt	For	For
1e	Elect Director J. Frank Brown	Mgmt	For	For
1f	Elect Director Albert P. Carey	Mgmt	For	For
1g	Elect Director Helena B. Foulkes	Mgmt	For	For
1h	Elect Director Linda R. Gooden	Mgmt	For	For
1i	Elect Director Wayne M. Hewett	Mgmt	For	For
1j	Elect Director Manuel Kadre	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# The Home Depot, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction		
1k	Elect Director Stephanie C. Linnartz	Mgmt	For	For		
11	Elect Director Craig A. Menear	Mgmt	For	For		
2	Ratify KPMG LLP as Auditors	Mgmt	For	For		
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For		
4	Amend Shareholder Written Consent Provisions	SH	Against	Against		
	Blended Rationale: [SF-S0238-002] Shareholders sh shareholder meeting. At this company, shareholder	-				
5	Prepare Employment Diversity Report and Report on Diversity Policies	SH	Against	Against		
	Blended Rationale: 1- [SF-S4578-106] Company already has policies in place to address these issues.					
6	Adopt Share Retention Policy For Senior Executives	SH	Against	Against		
	Blended Rationale: [SF-S0500-102] Executive comp which can be held accountable for its decisions thro		,			
7	Report on Congruency Political Analysis and Electioneering Expenditures	SH	Against	Against		
	Blended Rationale: 1- [SF-S4578-106] Company alro	eady has policies in place	to address these issues.			

# The Interpublic Group of Companies, Inc.

Meeting Date: 05/21/2020

Country: USA

Proposal Vote				
Number	Proposal Text	Proponent	Mgmt Rec	Instruction
1.1	Elect Director Jocelyn Carter-Miller	Mgmt	For	For
1.2	Elect Director Mary J. Steele Guilfoile	Mgmt	For	For
1.3	Elect Director Dawn Hudson	Mgmt	For	For
1.4	Elect Director Jonathan F. Miller	Mgmt	For	For
1.5	Elect Director Patrick Q. Moore	Mgmt	For	For
1.6	Elect Director Michael I. Roth	Mgmt	For	For
1.7	Elect Director Linda S. Sanford	Mgmt	For	For
1.8	Elect Director David M. Thomas	Mgmt	For	For
1.9	Elect Director E. Lee Wyatt, Jr.	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

### The Interpublic Group of Companies, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
4	Reduce Ownership Threshold for Shareholders to Call Special Meeting	SH	Against	Against

Blended Rationale: [SF-S0235-101] We do not believe the proposed threshold to call special meetings is sufficient to avoid waste of corporate resources.

# The Travelers Companies, Inc.

Meeting Date: 05/21/2020

Country: USA

Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Alan L. Beller	Mgmt	For	For
1b	Elect Director Janet M. Dolan	Mgmt	For	For
1c	Elect Director Patricia L. Higgins	Mgmt	For	For
1d	Elect Director William J. Kane	Mgmt	For	For
1e	Elect Director Clarence Otis, Jr.	Mgmt	For	For
1f	Elect Director Elizabeth E. Robinson	Mgmt	For	For
1g	Elect Director Philip T. (Pete) Ruegger, III	Mgmt	For	For
1h	Elect Director Todd C. Schermerhorn	Mgmt	For	For
1i	Elect Director Alan D. Schnitzer	Mgmt	For	For
1j	Elect Director Donald J. Shepard	Mgmt	For	For
1k	Elect Director Laurie J. Thomsen	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

### VeriSign, Inc.

Meeting Date: 05/21/2020

Country: USA

Date range covered: 04/01/2020 to 06/30/2020

# VeriSign, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director D. James Bidzos	Mgmt	For	For
1.2	Elect Director Yehuda Ari Buchalter	Mgmt	For	For
1.3	Elect Director Kathleen A. Cote	Mgmt	For	For
1.4	Elect Director Thomas F. Frist, III	Mgmt	For	For
1.5	Elect Director Jamie S. Gorelick	Mgmt	For	For
1.6	Elect Director Roger H. Moore	Mgmt	For	For
1.7	Elect Director Louis A. Simpson	Mgmt	For	For
1.8	Elect Director Timothy Tomlinson	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify KPMG LLP as Auditors	Mgmt	For	For
4	Provide Right to Act by Written Consent	SH	Against	Against

Blended Rationale: [SF-S0238-002] Shareholders should have the right to act without waiting for the company to call a shareholder meeting. At this company, shareholders already have the right to act by calling a special meeting.

#### **Centrica Plc**

**Meeting Date:** 05/22/2020

**Country:** United Kingdom **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Remuneration Report	Mgmt	For	For
3	Elect Heidi Mottram as Director	Mgmt	For	For
4	Re-elect Joan Gillman as Director	Mgmt	For	For
5	Re-elect Stephen Hester as Director	Mgmt	For	For
6	Re-elect Richard Hookway as Director	Mgmt	For	For
7	Re-elect Pam Kaur as Director	Mgmt	For	For
8	Re-elect Kevin O'Byrne as Director	Mgmt	For	For
9	Re-elect Chris O'Shea as Director	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

### **Centrica Plc**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
10	Re-elect Sarwjit Sambhi as Director	Mgmt	For	For
11	Re-elect Scott Wheway as Director	Mgmt	For	For
12	Reappoint Deloitte LLP as Auditors	Mgmt	For	For
13	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For
14	Authorise EU Political Donations and Expenditure	Mgmt	For	For
15	Authorise Issue of Equity	Mgmt	For	For
16	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
17	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For
18	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For
19	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For

### easyJet Plc

Meeting Date: 05/22/2020

**Country:** United Kingdom **Meeting Type:** Special

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruct	
	Shareholder Proposals	Mgmt			
1	Remove John Barton as Director	SH	Against	Against	
	Blended Rationale: [RU-S0000-001] Proposal is not in shareholders' best interests.				
2	Remove Johan Lundgren as Director	SH	Against	Against	
	Blended Rationale: [RU-S0000-001] Proposal is not in s	hareholders' best interests			
3	Remove Andrew Findlay as Director	SH	Against	Against	
	Blended Rationale: [RU-S0000-001] Proposal is not in shareholders' best interests.				
4	Remove Dr Andreas Bierwirth as Director	SH	Against	Against	
	Blended Rationale: [RU-S0000-001] Proposal is not in si	hareholders' best interests			

Date range covered: 04/01/2020 to 06/30/2020

# **Halyk Savings Bank of Kazakhstan JSC**

Meeting Date: 05/22/2020 Country: Kazakhstan
Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Meeting for GDR Holders	Mgmt		
1	Approve Meeting Agenda	Mgmt	For	For
2	Approve Financial Statements	Mgmt	For	For
3	Approve Allocation of Income and Omission of Dividends	Mgmt	For	For
4	Approve Board of Directors' Report	Mgmt	For	For
5	Fix Number of Directors at Seven	Mgmt	For	For
6	Fix Board Terms for Directors at Three Years	Mgmt	For	For
	Elect Directors via Cumulative Voting	Mgmt		
7.1	Elect Arman Dunayev as Director	Mgmt	None	For
7.2	Elect Mazhit Yessenbay Director	Mgmt	None	For
7.3	Elect Christof Ruehl as Director	Mgmt	None	For
7.4	Elect Alexander Pavlov as Director	Mgmt	None	For
7.5	Elect Piotr Romanowski as Director	Mgmt	None	For
7.6	Elect Franciscus Kuijlaars as Director	Mgmt	None	For
7.7	Elect Umut Shayakhmetova as Director	Mgmt	None	For
8	Amend Charter	Mgmt	For	For
9	Amend Company's Corporate Governance Code	Mgmt	For	For
10	Amend Regulations on Board of Directors	Mgmt	For	For
11	Approve Information on Remuneration of Management Board and Board of Directors	Mgmt	For	For
12	Approve Results of Shareholders Appeals on Actions of Company and Its Officials	Mgmt	For	For

# **Hang Seng Bank Ltd.**

Meeting Date: 05/22/2020 Country: Hong Kong
Meeting Type: Annual

Date range covered: 04/01/2020 to 06/30/2020

### **Hang Seng Bank Ltd.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2a	Elect Raymond K F Ch'ien as Director	Mgmt	For	For
2b	Elect L Y Chiang as Director	Mgmt	For	For
2c	Elect Kathleen C H Gan as Director	Mgmt	For	For
2d	Elect Kenneth S Y Ng as Director	Mgmt	For	For
2e	Elect Michael W K Wu as Director	Mgmt	For	For
3	Authorize Board to Fix Remuneration of Directors	Mgmt	For	For
4	Approve PricewaterhouseCoopers as Auditor and Authorize Board to Fix Their Remuneration	Mgmt	For	For
5	Authorize Repurchase of Issued Share Capital	Mgmt	For	For
6	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against

Blended Rationale: [RU-M0300-003] This authority is not in shareholders' best economic interests as it would give the board excessive discretion on terms of issuance.

# **Adyen NV**

**Meeting Date:** 05/26/2020

**Country:** Netherlands **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt		
1	Open Meeting	Mgmt		
2.a	Receive Report of Management Board (Non-Voting)	Mgmt		
2.b	Approve Remuneration Report	Mgmt	For	For
2.c	Adopt Annual Accounts	Mgmt	For	For
2.d	Receive Explanation on Company's Reserves and Dividend Policy	Mgmt		
2.e	Approve Remuneration Policy for Management Board	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# **Adyen NV**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction		
2.f	Approve Remuneration Policy for Supervisory Board	Mgmt	For	For		
3	Approve Discharge of Management Board	Mgmt	For	For		
4	Approve Discharge of Supervisory Board	Mgmt	For	For		
5	Reelect Piero Overmars to Supervisory Board	Mgmt	For	For		
	Blended Rationale: [LN-M0201-009] As nomination committee member, responsible for lack of diversity. [LN-M0201-006] As chairman of the board, responsible for the poor composition of the committees.					
6	Grant Board Authority to Issue Shares Up to 10 Percent of Issued Capital	Mgmt	For	For		
7	Authorize Board to Exclude Preemptive Rights from Share Issuances	Mgmt	For	For		
8	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For		
9	Ratify PWC as Auditors	Mgmt	For	For		
10	Close Meeting	Mgmt				

### **Aviva Plc**

Meeting Date: 05/26/2020

**Country:** United Kingdom **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction		
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For		
2	Approve Remuneration Report	Mgmt	For	For		
3	Approve Final Dividend (Withdrawn)	Mgmt	For	Abstain		
	Blended Rationale: [LN-AB000-001] This proposal will be removed at the shareholder meeting.					
4	Elect Amanda Blanc as Director	Mgmt	For	For		
5	Elect George Culmer as Director	Mgmt	For	For		
6	Elect Patrick Flynn as Director	Mgmt	For	For		
7	Elect Jason Windsor as Director	Mgmt	For	For		
8	Re-elect Patricia Cross as Director	Mgmt	For	For		
9	Re-elect Belen Romana Garcia as Director	Mgmt	For	For		
10	Re-elect Michael Mire as Director	Mgmt	For	For		

Date range covered: 04/01/2020 to 06/30/2020

### **Aviva Plc**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
11	Re-elect Sir Adrian Montague as Director	Mgmt	For	For
12	Re-elect Maurice Tulloch as Director	Mgmt	For	For
13	Reappoint PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
14	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For
15	Authorise EU Political Donations and Expenditure	Mgmt	For	For
16	Authorise Issue of Equity	Mgmt	For	For
17	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
18	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For
19	Authorise Issue of Equity in Relation to Any Issuance of SII Instruments	Mgmt	For	For
20	Authorise Issue of Equity without Pre-emptive Rights in Relation to Any Issuance of SII Instruments	Mgmt	For	For
21	Authorise Issue of Sterling New Preference Shares	Mgmt	For	For
22	Authorise Issue of Sterling New Preference Shares without Pre-emptive Rights	Mgmt	For	For
23	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For
24	Authorise Market Purchase of 8 3/4 % Preference Shares	Mgmt	For	For
25	Authorise Market Purchase of 8 3/8 % Preference Shares	Mgmt	For	For
26	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For

# **Incyte Corporation**

Meeting Date: 05/26/2020 Country: USA

Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Julian C. Baker	Mgmt	For	For

Blended Rationale: .

Date range covered: 04/01/2020 to 06/30/2020

### **Incyte Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.2	Elect Director Jean-Jacques Bienaime	Mgmt	For	For
1.3	Elect Director Paul J. Clancy	Mgmt	For	For
1.4	Elect Director Wendy L. Dixon	Mgmt	For	For
1.5	Elect Director Jacqualyn A. Fouse	Mgmt	For	For
	Blended Rationale: .			
1.6	Elect Director Paul A. Friedman	Mgmt	For	For
	Blended Rationale: .			
1.7	Elect Director Edmund P. Harrigan	Mgmt	For	For
1.8	Elect Director Katherine A. High	Mgmt	For	For
1.9	Elect Director Herve Hoppenot	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
5	Require Independent Board Chair	SH	Against	Against
	Plandad Patianala, [SE CO107 101] Company has a	designated land director wh	a fulfille the requirements appreniate to such	

Blended Rationale: [SF-S0107-101] Company has a designated lead director who fulfills the requirements appropriate to such role.

### Merck & Co., Inc.

Meeting Date: 05/26/2020

Country: USA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Leslie A. Brun	Mgmt	For	For
1b	Elect Director Thomas R. Cech	Mgmt	For	For
1c	Elect Director Mary Ellen Coe	Mgmt	For	For
1d	Elect Director Pamela J. Craig	Mgmt	For	For
1e	Elect Director Kenneth C. Frazier	Mgmt	For	For
1f	Elect Director Thomas H. Glocer	Mgmt	For	For
1g	Elect Director Risa J. Lavizzo-Mourey	Mgmt	For	For
1h	Elect Director Paul B. Rothman	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

### Merck & Co., Inc.

oposal umber	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1i	Elect Director Patricia F. Russo	Mgmt	For	For
1j	Elect Director Christine E. Seidman	Mgmt	For	For
1k	Elect Director Inge G. Thulin	Mgmt	For	For
11	Elect Director Kathy J. Warden	Mgmt	For	For
1m	Elect Director Peter C. Wendell	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
+	Provide Right to Act by Written Consent	SH	Against	Against
	Blended Rationale: [SF-S0238-002] Shareholders sl shareholder meeting. At this company, shareholder	-		
5	Report on Corporate Tax Savings Allocation	SH	Against	Against

### **RELX PIc**

**Meeting Date:** 05/26/2020

**Country:** United Kingdom **Meeting Type:** Special

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Increase in Borrowing Limit Under the Company's Articles of Association	Mgmt	For	For

### **Acciona SA**

**Meeting Date:** 05/27/2020

Country: Spain
Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Approve Consolidated and Standalone Financial Statements	Mgmt	For	For
1.2	Approve Consolidated and Standalone Management Reports	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

### **Acciona SA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction	
1.3	Approve Non-Financial Information Statement	Mgmt	For	For	
1.4	Approve Sustainability Report	Mgmt	For	For	
1.5	Approve Allocation of Income and Dividends	Mgmt	For	For	
1.6	Renew Appointment of KPMG Auditores as Auditor	Mgmt	For	For	
2.1	Reelect Karen Christiana Figueres Olsen as Director	Mgmt	For	For	
2.2	Reelect Jeronimo Marcos Gerard Rivero as Director	Mgmt	For	Against	
	Blended Rationale: [LN-M0201-001] As remuneration coarrangements.	nmmittee member, respon	sible for poorly structured remuneration		
3.1	Authorize Increase in Capital up to 50 Percent via Issuance of Equity or Equity-Linked Securities, Excluding Preemptive Rights of up to 20 Percent	Mgmt	For	For	
3.2	Authorize Issuance of Convertible Bonds, Debentures, Warrants, and Other Debt Securities up to EUR 3 Billion with Exclusion of Preemptive Rights up to 20 Percent of Capital	Mgmt	For	For	
3.3	Authorize Company to Call EGM with 21 Days' Notice	Mgmt	For	For	
4.1	Approve Remuneration Policy	Mgmt	For	Against	
	Blended Rationale: [LN-M0550-004] Poor use of remune [LN-M0550-001] Poorly structured remuneration arrange		on regarding the grant of a one-off award.		
4.2	Amend Settlement of the 2014 Stock and Option Plan	Mgmt	For	For	
4.3	Approve Share Appreciation Rights Plan	Mgmt	For	Against	
	Blended Rationale: [LN-M0550-002] Poor use of remune remuneration arrangements.	eration committee discretion	on.[LN-M0550-001] Poorly structured		
4.4	Advisory Vote on Remuneration Report	Mgmt	For	Against	
	Blended Rationale: [SF-M0550-002] We find the report lacking in sufficient detail to provide shareholders with a clear understanding of the company's approach to paying its executives. [LN-M0550-001] Poorly structured remuneration arrangements.[SF-M0550-001] Pay is not aligned with performance				
5.1	Amend Article 18 Re: Right to Attend	Mgmt	For	For	
5.2	Add Article 15 bis of General Meeting Regulations Re: Telematic Attendance	Mgmt	For	For	
6	Authorize Board to Ratify and Execute Approved Resolutions	Mgmt	For	For	

Date range covered: 04/01/2020 to 06/30/2020

### Amazon.com, Inc.

**Meeting Date:** 05/27/2020

role.

Country: USA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruct
1a	Elect Director Jeffrey P. Bezos	Mgmt	For	For
1b	Elect Director Rosalind G. Brewer	Mgmt	For	For
1c	Elect Director Jamie S. Gorelick	Mgmt	For	For
1d	Elect Director Daniel P. Huttenlocher	Mgmt	For	For
1e	Elect Director Judith A. McGrath	Mgmt	For	For
1f	Elect Director Indra K. Nooyi	Mgmt	For	For
1g	Elect Director Jonathan J. Rubinstein	Mgmt	For	For
1h	Elect Director Thomas O. Ryder	Mgmt	For	For
1i	Elect Director Patricia Q. Stonesifer	Mgmt	For	For
1j	Elect Director Wendell P. Weeks	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditor	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
4	Reduce Ownership Threshold for Shareholders to Call Special Meeting	Mgmt	For	For
5	Report on Management of Food Waste	SH	Against	Against
	Blended Rationale: 1- [SF-S4578-106] Company alre	ady has policies in plac	re to address these issues.	
6	Report on Customers' Use of its Surveillance and Computer Vision Products or Cloud-Based Services	SH	Against	Against
	Blended Rationale: 1- [SF-S4578-106] Company alre	ady has policies in plac	re to address these issues.	
7	Report on Potential Human Rights Impacts of Customers' Use of Rekognition	SH	Against	Against
	Blended Rationale: 1- [SF-S4578-106] Company alre	ady has policies in plac	re to address these issues.	
8	Report on Products Promoting Hate Speech and Sales of Offensive Products	SH	Against	Against
	Blended Rationale: 1- [SF-S4578-106] Company alre	ady has policies in plac	re to address these issues.	
9	Require Independent Board Chairman	SH	Against	Against

Date range covered: 04/01/2020 to 06/30/2020

### Amazon.com, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction	
10	Report on Global Median Gender/Racial Pay Gap	SH	Against	Against	
	Blended Rationale: 1- [SF-S4578-106] Company alrea	ady has policies in place	to address these issues.		
11	Report on Reducing Environmental and Health Harms to Communities of Color	SH	Against	Against	
	Blended Rationale: 1- [SF-S4578-106] Company alrea	ady has policies in place	to address these issues.		
12	Report on Viewpoint Discrimination	SH	Against	Against	
	Blended Rationale: 1- [SF-S4578-106] Company alrea	ady has policies in place i	to address these issues.		
13	Report on Promotion Velocity	SH	Against	Against	
	Blended Rationale: 1- [SF-S4578-106] Company alrea	ady has policies in place t	to address these issues.		
14	Reduce Ownership Threshold for Shareholders to Call Special Meeting	SH	Against	Against	
	Blended Rationale: 1- [SF-S4578-111] Upon Engager	ment Decided to Support	Management		
15	Human Rights Risk Assessment	SH	Against	Against	
	Blended Rationale: 1- [SF-S4578-106] Company already has policies in place to address these issues.				
16	Report on Lobbying Payments and Policy	SH	Against	Against	

# Arista Networks, Inc.

Meeting Date: 05/27/2020

**Country:** USA **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction			
1.1	Elect Director Mark B. Templeton	Mgmt	For	For			
1.2	Elect Director Nikos Theodosopoulos	Mgmt	For	Withhold			
	Blended Rationale: [SF-M0201-005] Vote against for failure of the nom/gov committee to take action with respect to substantial votes against one or more directors last year.						
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For			
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For			

Date range covered: 04/01/2020 to 06/30/2020

### **BioMarin Pharmaceutical Inc.**

Meeting Date: 05/27/2020

Country: USA

Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Jean-Jacques Bienaime	Mgmt	For	For
1.2	Elect Director Elizabeth McKee Anderson	Mgmt	For	For
1.3	Elect Director Willard Dere	Mgmt	For	For
1.4	Elect Director Michael Grey	Mgmt	For	For
1.5	Elect Director Elaine J. Heron	Mgmt	For	For
1.6	Elect Director Robert J. Hombach	Mgmt	For	For
1.7	Elect Director V. Bryan Lawlis	Mgmt	For	For
1.8	Elect Director Richard A. Meier	Mgmt	For	For
1.9	Elect Director David E.I. Pyott	Mgmt	For	For
1.10	Elect Director Dennis J. Slamon	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

#### **BP Plc**

Meeting Date: 05/27/2020

**Country:** United Kingdom **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Remuneration Report	Mgmt	For	For
3	Approve Remuneration Policy	Mgmt	For	For
4(a)	Elect Bernard Looney as Director	Mgmt	For	For
4(b)	Re-elect Brian Gilvary as Director	Mgmt	For	For
4(c)	Re-elect Dame Alison Carnwath as Director	Mgmt	For	For
4(d)	Re-elect Pamela Daley as Director	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

### **BP Plc**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4(e)	Re-elect Sir Ian Davis as Director	Mgmt	For	For
4(f)	Re-elect Dame Ann Dowling as Director	Mgmt	For	For
4(g)	Re-elect Helge Lund as Director	Mgmt	For	For
	Blended Rationale: .			
4(h)	Re-elect Melody Meyer as Director	Mgmt	For	For
4(i)	Re-elect Brendan Nelson as Director	Mgmt	For	For
4(j)	Re-elect Paula Reynolds as Director	Mgmt	For	For
4(k)	Re-elect Sir John Sawers as Director	Mgmt	For	For
5	Reappoint Deloitte LLP as Auditors	Mgmt	For	For
6	Authorise Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For
7	Approve Executive Directors' Incentive Plan	Mgmt	For	For
8	Authorise EU Political Donations and Expenditure	Mgmt	For	For
9	Authorise Issue of Equity	Mgmt	For	For
10	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
11	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For
12	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For
13	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For

# **Chevron Corporation**

**Meeting Date:** 05/27/2020

Country: USA
Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Wanda M. Austin	Mgmt	For	For
1b	Elect Director John B. Frank	Mgmt	For	For
1c	Elect Director Alice P. Gast	Mgmt	For	For
1d	Elect Director Enrique Hernandez, Jr.	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# **Chevron Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction		
1e	Elect Director Charles W. Moorman, IV	Mgmt	For	For		
1f	Elect Director Dambisa F. Moyo	Mgmt	For	For		
1g	Elect Director Debra Reed-Klages	Mgmt	For	For		
1h	Elect Director Ronald D. Sugar	Mgmt	For	For		
1i	Elect Director D. James Umpleby, III	Mgmt	For	For		
1j	Elect Director Michael K. Wirth	Mgmt	For	For		
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For		
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For		
4	Report on Lobbying Payments and Policy	SH	Against	Against		
	Blended Rationale: 1- [SF-S4578-106] Company already	has policies in place to ac	ddress these issues.			
5	Establish Board Committee on Climate Risk	SH	Against	Against		
	Blended Rationale: 1- [SF-S4578-106] Company already	has policies in place to ac	ddress these issues.			
6	Report on Climate Lobbying Aligned with Paris Agreement Goals	SH	Against	For		
	Blended Rationale: 1- [SF-S0000-002] We believe it is in the best interests of shareholders to have access to greater disclosure on this issue.					
7	Report on Petrochemical Risk	SH	Against	Against		
	Blended Rationale: 1- [SF-S4578-106] Company already	has policies in place to ac	ddress these issues.			
8	Report on Human Rights Practices	SH	Against	Against		
	Blended Rationale: 1- [SF-S4578-106] Company already	has policies in place to ac	ddress these issues.			
9	Reduce Ownership Threshold for Shareholders to Call Special Meeting	SH	Against	Against		
	Blended Rationale: [SF-S0235-101] We do not believe the waste of corporate resources.	he proposed threshold to d	rall special meetings is sufficient to avoid			
10	Require Independent Board Chair	SH	Against	Against		
	Blended Rationale: [SF-S0107-101] Company has a designation of the	ignated lead director who	fulfills the requirements appropriate to such			

# **Coca-Cola European Partners Pic**

Meeting Date: 05/27/2020 Country: United Kingdom

Date range covered: 04/01/2020 to 06/30/2020

# **Coca-Cola European Partners Plc**

Proposal	Parameter State	Down	Manual Bara	Vote
Number	Proposal Text	Proponent	Mgmt Rec	Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Remuneration Policy	Mgmt	For	For
3	Approve Remuneration Report	Mgmt	For	For
4	Re-elect Jan Bennink as Director	Mgmt	For	For
5	Re-elect Thomas Johnson as Director	Mgmt	For	For
	Blended Rationale: [LN-M0200-001] Re-appointment of nomination committee member, responsible for lack of committee.			
6	Elect Dessi Temperley as Director	Mgmt	For	For
7	Re-elect Jose Ignacio Comenge as Director	Mgmt	For	For
8	Re-elect Francisco Crespo Benitez as Director	Mgmt	For	For
9	Re-elect Irial Finan as Director	Mgmt	For	For
	Blended Rationale: [LN-M0201-007] As nomination con Non-independent director on key committee.	nmittee member, responsi	ble for lack of independence.[LN-M0201-004]	
10	Re-elect Damian Gammell as Director	Mgmt	For	For
11	Re-elect Nathalie Gaveau as Director	Mgmt	For	For
12	Re-elect Alvaro Gomez-Trenor Aguilar as Director	Mgmt	For	For
13	Re-elect Dagmar Kollmann as Director	Mgmt	For	For
14	Re-elect Alfonso Libano Daurella as Director	Mgmt	For	For
15	Re-elect Lord Mark Price as Director	Mgmt	For	For
16	Re-elect Mario Rotllant Sola as Director	Mgmt	For	For
	Blended Rationale: [LN-M0201-004] Non-independent of	director on key committee.		
17	Reappoint Ernst & Young LLP as Auditors	Mgmt	For	For
18	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For
19	Authorise EU Political Donations and Expenditure	Mgmt	For	For
20	Authorise Issue of Equity	Mgmt	For	For
21	Approve Waiver on Tender-Bid Requirement	Mgmt	For	For
22	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
23	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

### **Coca-Cola European Partners Plc**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
24	Authorise Off-Market Purchase of Ordinary Shares	Mgmt	For	For
25	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For

# **Exxon Mobil Corporation**

Meeting Date: 05/27/2020

Country: USA

Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instructio
	·	Troponent	rigine Rec	1156 466
1.1	Elect Director Susan K. Avery	Mgmt	For	For
1.2	Elect Director Angela F. Braly	Mgmt	For	Against
	Blended Rationale: [SF-M0201-031] Vote against Ch climate risk for insufficient progress with respect to			oversight over
1.3	Elect Director Ursula M. Burns	Mgmt	For	For
1.4	Elect Director Kenneth C. Frazier	Mgmt	For	Against
	Blended Rationale: [HK-M0201-006] As Lead Indeperent sufficient independent of the sufficient Director for insufficient progress with many sufficient progress.	nce of thought on the	board. [SF-M0201-031] Vote agains	
1.5	Elect Director Joseph L. Hooley	Mgmt	For	For
1.6	Elect Director Steven A. Kandarian	Mgmt	For	For
1.7	Elect Director Douglas R. Oberhelman	Mgmt	For	For
1.8	Elect Director Samuel J. Palmisano	Mgmt	For	For
1.9	Elect Director William C. Weldon	Mgmt	For	For
1.10	Elect Director Darren W. Woods	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditor	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
4	Require Independent Board Chair	SH	Against	For
	Blended Rationale: [SF-S0107-001] Investors would	benefit from greater in	ndependent leadership in the boardr	room.
5	Reduce Ownership Threshold for Shareholders to Call Special Meeting	SH	Against	Against

Blended Rationale: [SF-S0235-101] We do not believe the proposed threshold to call special meetings is sufficient to avoic waste of corporate resources.

Date range covered: 04/01/2020 to 06/30/2020

### **Exxon Mobil Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction	
6	Report on Costs & Benefits of Climate-Related Expenditures	SH	Against	Against	
	Blended Rationale: [RU-S0000-001] Proposal is not in sl	nareholders' best interests.			
7	Report on Risks of Petrochemical Operations in Flood Prone Areas	SH	Against	Against	
	Blended Rationale: [SF-S4578-106] Company already ha	s policies in place to addr	ress these issues.		
8	Report on Political Contributions	SH	Against	Against	
Blended Rationale: [SF-S4578-106] Company already has policies in place to address these issues.					
9	Report on Lobbying Payments and Policy	SH	Against	Against	
	Blended Rationale: [SF-S4578-106] Company already ha	as policies in place to addr	ress these issues.		

# Facebook, Inc.

Meeting Date: 05/27/2020

Country: USA

Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Peggy Alford	Mgmt	For	For
1.2	Elect Director Marc L. Andreessen	Mgmt	For	Withhold
	Blended Rationale: 1- SD-M0201-005] Nominee is not	independent and serves or	n a key committee.	
1.3	Elect Director Andrew W. Houston	Mgmt	For	For
1.4	Elect Director Nancy Killefer	Mgmt	For	For
1.5	Elect Director Robert M. Kimmitt	Mgmt	For	For
1.6	Elect Director Sheryl K. Sandberg	Mgmt	For	For
1.7	Elect Director Peter A. Thiel	Mgmt	For	For
1.8	Elect Director Tracey T. Travis	Mgmt	For	For
1.9	Elect Director Mark Zuckerberg	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
3	Approve Non-Employee Director Compensation Policy	Mgmt	For	For
4	Approve Recapitalization Plan for all Stock to Have One-vote per Share	SH	Against	For

Blended Rationale: [SD-S0316-001] We believe that one vote per share is in the best interest of long term shareholders

Date range covered: 04/01/2020 to 06/30/2020

# Facebook, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction			
5	Require Independent Board Chair	SH	Against	Against			
	Blended Rationale: 1- [SF-S4578-106] Company alrea	dy has policies in place to	address these issues.				
6	Require a Majority Vote for the Election of Directors	SH	Against	Against			
	Blended Rationale: 1- [SF-S4578-111] Upon Engagen	nent Decided to Support Ma	anagement				
7	Report on Political Advertising	SH	Against	Against			
	Blended Rationale: 1- [SF-S4578-106] Company already has policies in place to address these issues.						
8	Require Independent Director Nominee with Human and/or Civil Rights Experience	SH	Against	Against			
	Blended Rationale: 1- [SF-S4578-111] Upon Engagen	nent Decided to Support Ma	anagement				
9	Report on Civil and Human Rights Risk Assessment	SH	Against	Against			
	Blended Rationale: 1- [SF-S4578-106] Company already has policies in place to address these issues.						
10	Report on Online Child Sexual Exploitation	SH	Against	Against			
	Blended Rationale: 1- [SF-S4578-106] Company alrea	dy has policies in place to	address these issues.				
11	Report on Median Gender/Racial Pay Gap	SH	Against	Against			
	Blended Rationale: 1- [SF-S4578-106] Company alrea	dy has policies in place to	address these issues.				

# Illumina, Inc.

Meeting Date: 05/27/2020

Country: USA
Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1A	Elect Director Caroline D. Dorsa	Mgmt	For	For
1B	Elect Director Robert S. Epstein	Mgmt	For	For
1C	Elect Director Scott Gottlieb	Mgmt	For	For
1D	Elect Director Philip W. Schiller	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
4	Report on Political Contributions	SH	Against	Against

Blended Rationale: 1- [SF-S4578-106] Company already has policies in place to address these issues.

Date range covered: 04/01/2020 to 06/30/2020

# **International Public Partnerships Ltd.**

Meeting Date: 05/27/2020

**Country:** Guernsey **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Remuneration of Directors	Mgmt	For	For
3	Re-elect Julia Bond as Director	Mgmt	For	For
4	Elect Sally-Ann David as Director	Mgmt	For	For
5	Re-elect Giles Frost as Director	Mgmt	For	For
6	Re-elect Mike Gerrard as Director	Mgmt	For	For
7	Elect Meriel Lenfestey as Director	Mgmt	For	For
8	Re-elect John Le Poidevin as Director	Mgmt	For	For
9	Re-elect Claire Whittet as Director	Mgmt	For	For
10	Note and Sanction Interim Dividends	Mgmt	For	For
11	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
12	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For
13	Approve Scrip Dividend	Mgmt	For	For
14	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For
15	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For

# Izumi Co., Ltd.

Meeting Date: 05/27/2020

Country: Japan
Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 40	Mgmt	For	For
2	Amend Articles to Amend Business Lines	Mgmt	For	For
3	Elect Director Kuromoto, Hiroshi	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# Izumi Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4.1	Appoint Statutory Auditor Horikawa, Tomoko	Mgmt	For	For
4.2	Appoint Statutory Auditor Okada, Hirotaka	Mgmt	For	For
5	Approve Statutory Auditor Retirement Bonus	Mgmt	For	Against

Blended Rationale: [RJ-M0582-001] AGAINST as grantees include unsuitables.

# **Leroy Seafood Group ASA**

Meeting Date: 05/27/2020 Country: Norway

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Open Meeting; Registration of Attending Shareholders and Proxies	Mgmt		
2	Elect Chairman of Meeting; Designate Inspector(s) of Minutes of Meeting	Mgmt		
3	Approve Notice of Meeting and Agenda	Mgmt	For	Do Not Vote
4	Approve Remuneration Policy And Other Terms of Employment For Executive Management	Mgmt	For	Do Not Vote
	Blended Rationale: [LN-M0550-004] Poor use of rer	nuneration committee d	iscretion regarding the grant of	a one-off award.
5a	Accept Financial Statements and Statutory Reports; Approve Allocation of Income and Dividends of NOK 1.50 Per Share	Mgmt	For	Do Not Vote
5b	Authorize Board to Distribute Dividends	Mgmt	For	Do Not Vote
6a	Approve Remuneration of Directors in the Amount of NOK 400,000 for Chairman and NOK 250,000 for Other Directors	Mgmt	For	Do Not Vote
6b	Approve Remuneration of Nominating Committee	Mgmt	For	Do Not Vote
6c	Approve Remuneration of Audit Committee	Mgmt	For	Do Not Vote
6d	Approve Remuneration of Auditors for 2019	Mgmt	For	Do Not Vote
7	Discuss Company's Corporate Governance Statement	Mgmt		

Date range covered: 04/01/2020 to 06/30/2020

# **Leroy Seafood Group ASA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
8a	Reelect Helge Singelstad (Chair) as Director	Mgmt	For	Do Not Vote
	Blended Rationale: [LN-M0201-008] As chairman of the chairman of the board, responsible for the poor comp	· ·		
8b	Reelect Arne Mogster as Director	Mgmt	For	Do Not Vote
8c	Reelect Siri Lill Mannes as Director	Mgmt	For	Do Not Vote
8d	Reelect Helge Mogster (Chair) as Member of Nominating Committee	Mgmt	For	Do Not Vote
8e	Reelect Benedicte Schilbred Fasmer as Member of Nominating Committee	Mgmt	For	Do Not Vote
8f	Reelect Aksel Linchausen as Member of Nominating Committee	Mgmt	For	Do Not Vote
9	Authorize Share Repurchase Program	Mgmt	For	Do Not Vote
10	Approve Creation of NOK 5 Million Pool of Capital without Preemptive Rights	Mgmt	For	Do Not Vote

# **Nokia Oyj**

**Meeting Date:** 05/27/2020

**Country:** Finland **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Open Meeting	Mgmt		
2	Call the Meeting to Order	Mgmt		
3	Designate Inspector or Shareholder Representative(s) of Minutes of Meeting	Mgmt		
4	Acknowledge Proper Convening of Meeting	Mgmt		
5	Prepare and Approve List of Shareholders	Mgmt		
6	Receive Financial Statements and Statutory Reports	Mgmt		
7	Accept Financial Statements and Statutory Reports	Mgmt	For	Do Not Vote
8	Approve Allocation of Income and Omission of Dividends	Mgmt	For	Do Not Vote
9	Approve Discharge of Board and President	Mgmt	For	Do Not Vote

Date range covered: 04/01/2020 to 06/30/2020

# **Nokia Oyj**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
10	Approve Remuneration Policy And Other Terms of Employment For Executive Management	Mgmt	For	Do Not Vote
11	Approve Remuneration of Directors in the Amount of EUR 440,000 to Chair, EUR 185,000 to Vice Chair and EUR 160,000 to Other Directors; Approve Remuneration for Committee Work; Approve Meeting Fees	Mgmt	For	Do Not Vote
12	Fix Number of Directors at Nine	Mgmt	For	Do Not Vote
13	Reelect Sari Baldauf, Bruce Brown, Jeanette Horan, Edward Kozel, Elizabeth Nelson, Soren Skou, Carla Smits-Nusteling and Kari Stadigh as Directors, Elect Thomas Dannenfeldt as New Director	Mgmt	For	Do Not Vote
	Blended Rationale: [SF-M0201-019] Vote against for ser believe raises substantial concerns about the director's a	-		
14	Ratify Deloitte as Auditors for Financial Year 2021	Mgmt	For	Do Not Vote
15	Approve Remuneration of Auditors	Mgmt	For	Do Not Vote
16	Authorize Share Repurchase Program	Mgmt	For	Do Not Vote
17	Authorize Issuance of up to 550 Million Shares without Preemptive Rights	Mgmt	For	Do Not Vote
	Shareholder Proposal	Mgmt		
18	Amend Articles Re: Number of Directors; Age Limit of Directors; Strict Gender Balance in Board	SH	Against	Do Not Vote
	Blended Rationale: [RU-S0000-001] Proposal is not in sh	nareholders' best interests.		
19	Close Meeting	Mgmt		

# PT Indo Tambangraya Megah Tbk

**Meeting Date:** 05/27/2020 **Country:** Indonesia

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Allocation of Income and Dividend	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

### PT Indo Tambangraya Megah Tbk

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Approve Tanudiredja, Wibisana, Rintis & Rekan as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
4	Approve Remuneration of Directors and Commissioners	Mgmt	For	For
5	Accept Report on the Use of Proceeds	Mgmt	For	For

# **PT Indo Tambangraya Megah Tbk**

Meeting Date: 05/27/2020

**Country:** Indonesia **Meeting Type:** Special

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction		
1	Amend Articles of Association	Mgmt	For	Against		
	Blended Rationale: [SF-M0000-001] Vote against due to lack of disclosure.					
2	Approve Changes in Boards of Company	Mgmt	For	For		

# **Shopify Inc.**

Meeting Date: 05/27/2020

**Country:** Canada **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Meeting for Class A Subordinate Voting and Class B Multiple Voting Shareholders	Mgmt		
1.1	Elect Director Tobias Luetke	Mgmt	For	For
1.2	Elect Director Robert Ashe	Mgmt	For	For
1.3	Elect Director Gail Goodman	Mgmt	For	For
1.4	Elect Director Colleen Johnston	Mgmt	For	For
1.5	Elect Director Jeremy Levine	Mgmt	For	For
1.6	Elect Director John Phillips	Mgmt	For	For
2	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# **Shopify Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote on Executive Compensation	Mgmt	For	For

### **Trimble Inc.**

Meeting Date: 05/27/2020

Country: USA

Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Steven W. Berglund	Mgmt	For	For
1.2	Elect Director Borje Ekholm	Mgmt	For	For
1.3	Elect Director Kaigham (Ken) Gabriel	Mgmt	For	For
1.4	Elect Director Merit E. Janow	Mgmt	For	For
1.5	Elect Director Meaghan Lloyd	Mgmt	For	For
1.6	Elect Director Sandra MacQuillan	Mgmt	For	For
1.7	Elect Director Ronald S. Nersesian	Mgmt	For	For
1.8	Elect Director Robert G. Painter	Mgmt	For	For
1.9	Elect Director Mark S. Peek	Mgmt	For	For
1.10	Elect Director Johan Wibergh	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
4	Amend Omnibus Stock Plan	Mgmt	For	For

### **E.ON SE**

1

**Meeting Date:** 05/28/2020

**Country:** Germany **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction

Date range covered: 04/01/2020 to 06/30/2020

### **E.ON SE**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Approve Allocation of Income and Dividends of EUR 0.46 per Share	Mgmt	For	For
3	Approve Discharge of Management Board for Fiscal 2019	Mgmt	For	For
4	Approve Discharge of Supervisory Board for Fiscal 2019	Mgmt	For	For
5.1	Ratify PricewaterhouseCoopers GmbH as Auditors for Fiscal 2020	Mgmt	For	For
5.2	Ratify PricewaterhouseCoopers GmbH as Auditors for Half-Year and Quarterly Reports 2020	Mgmt	For	For
5.3	Ratify KPMG AG as Auditors for the First Quarter of Fiscal 2021	Mgmt	For	For
6.1	Elect Ulrich Grillo to the Supervisory Board	Mgmt	For	For
6.2	Elect Rolf Martin Schmitz to the Supervisory Board	Mgmt	For	For
6.3	Elect Deborah Wilkens to the Supervisory Board	Mgmt	For	For
7	Approve Creation of EUR 528 Million Pool of Capital with Partial Exclusion of Preemptive Rights	Mgmt	For	For
8	Approve Issuance of Warrants/Bonds with Warrants Attached/Convertible Bonds without Preemptive Rights up to Aggregate Nominal Amount of EUR 6 Billion; Approve Creation of EUR 264 Million Pool of Capital to Guarantee Conversion Rights	Mgmt	For	For
9	Authorize Share Repurchase Program and Reissuance or Cancellation of Repurchased Shares	Mgmt	For	For
10	Authorize Use of Financial Derivatives when Repurchasing Shares	Mgmt	For	For

# **Ferrexpo Plc**

Meeting Date: 05/28/2020

**Country:** United Kingdom **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# **Ferrexpo Plc**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction		
2	Approve Remuneration Report	Mgmt	For	Against		
	Blended Rationale: [LN-M0550-001] Poorly structured remuneration arrangements. [SF-M0550-002] We find the report lacking in sufficient detail to provide shareholders with a clear understanding of the company's approach to paying its executives.					
3	Approve Remuneration Policy	Mgmt	For	Against		
	Blended Rationale: [LN-M0550-001] Poorly structured remuneration arrangements.					
4	Approve Final Dividend	Mgmt	For	For		
5	Appoint MHA MacIntyre Hudson as Auditors	Mgmt	For	For		
6	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For		
7	Elect Graeme Dacomb as Director	Mgmt	For	For		
8	Re-elect Lucio Genovese as Director	Mgmt	For	For		
9	Re-elect Vitalii Lisovenko as Director	Mgmt	For	Against		
	Blended Rationale: [LN-M0201-001] As remuneration arrangements.	committee member, resp	onsible for poorly structured remuneration			
10	Re-elect Stephen Lucas as Director	Mgmt	For	Against		
	Blended Rationale: [RU-M0201-007] Nominee has no interests.	t demonstrated ability to e	offectively represent sharehholders' best			
11	Elect Fiona MacAulay as Director	Mgmt	For	For		
12	Re-elect Kostyantin Zhevago as Director	Mgmt	For	Against		
	Blended Rationale: [RU-M0201-007] Nominee has no interests.	t demonstrated ability to e	effectively represent sharehholders' best			
13	Re-elect Christopher Mawe as Director	Mgmt	For	For		
14	Authorise Issue of Equity	Mgmt	For	For		
15	Approve Employee Benefit Trust	Mgmt	For	For		
16	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For		
17	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For		
18	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For		

### **GLP-J REIT**

Meeting Date: 05/28/2020 Country: Japan

Meeting Type: Special

Date range covered: 04/01/2020 to 06/30/2020

### **GLP-J REIT**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction	
1	Amend Articles to Change Japanese Era Year to Western Year - Amend Provisions on Deemed Approval System - Amend Permitted Investment Types	Mgmt	For	For	
2	Elect Executive Director Miura, Yoshiyuki	Mgmt	For	For	
3	Elect Alternate Executive Director Miki, Hisatake	Mgmt	For	For	
4.1	Elect Supervisory Director Inoue, Toraki	Mgmt	For	Against	
	Blended Rationale: [RJ-M0280-001] AGAINST affiliated outsiders.				
4.2	Elect Supervisory Director Yamaguchi, Kota	Mgmt	For	For	
5	Elect Alternate Supervisory Director Kase, Yutaka	Mgmt	For	For	

# **Lamar Advertising Company**

Meeting Date: 05/28/2020

Country: USA
Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction	
1.1	Elect Director Nancy Fletcher	Mgmt	For	For	
1.2	Elect Director John E. Koerner, III	Mgmt	For	For	
1.3	Elect Director Marshall A. Loeb	Mgmt	For	For	
1.4	Elect Director Stephen P. Mumblow	Mgmt	For	For	
1.5	Elect Director Thomas V. Reifenheiser	Mgmt	For	For	
1.6	Elect Director Anna Reilly	Mgmt	For	For	
1.7	Elect Director Kevin P. Reilly, Jr.	Mgmt	For	For	
1.8	Elect Director Wendell Reilly	Mgmt	For	Withhold	
	Blended Rationale: [SF-M0201-015] Vote against for failure to attend at least 75% of board and relevant committee attendance.				
1.9	Elect Director Elizabeth Thompson	Mgmt	For	For	
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	

Date range covered: 04/01/2020 to 06/30/2020

#### **Merck KGaA**

Meeting Date: 05/28/2020

**Country:** Germany **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal 2019 (Non-Voting)	Mgmt		
2	Accept Financial Statements and Statutory Reports for Fiscal 2019	Mgmt	For	For
3	Approve Allocation of Income and Dividends of EUR 1.30 per Share	Mgmt	For	For
4	Approve Discharge of Management Board for Fiscal 2019	Mgmt	For	For
5	Approve Discharge of Supervisory Board for Fiscal 2019	Mgmt	For	For
6	Ratify KPMG AG as Auditors for Fiscal 2020	Mgmt	For	For
7	Approve Affiliation Agreement with BSSN UG	Mgmt	For	For

### **NN Group NV**

Meeting Date: 05/28/2020

**Country:** Netherlands **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt		
1	Open Meeting	Mgmt		
2	Receive Annual Report	Mgmt		
3.A	Adopt Financial Statements and Statutory Reports	Mgmt	For	For
3.B	Receive Explanation on Company's Reserves and Dividend Policy	Mgmt		
4.A	Approve Discharge of Management Board	Mgmt	For	For
4.B	Approve Discharge of Supervisory Board	Mgmt	For	For
5	Discussion of Supervisory Board Profile	Mgmt		
6.A	Reelect Clara Streit to Supervisory Board	Mgmt	For	Against

Blended Rationale: [SF-M0201-019] Nominee serves on an excessive number of public company boards, which we believe raises substantial concerns about the director's ability to exercise sufficient oversight on this board.

Date range covered: 04/01/2020 to 06/30/2020

# **NN Group NV**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
6.B	Reelect Robert Jenkins to Supervisory Board	Mgmt	For	For
7.A	Approve Remuneration Report	Mgmt	For	For
7.B	Approve Remuneration Policy for Management Board	Mgmt	For	For
7.C	Approve Remuneration Policy for Supervisory Board	Mgmt	For	For
7.D	Amend Articles of Association	Mgmt	For	For
8.A.1	Grant Board Authority to Issue Ordinary Shares Up To 10 Percent of Issued Capital	Mgmt	For	For
8.A.2	Authorize Board to Exclude Preemptive Rights from Share Issuances Under Item 8.A.1	Mgmt	For	For
8.B	Grant Board Authority to Issue Shares Up To 20 Percent of Issued Capital in Connection with a Rights Issue	Mgmt	For	For
9	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
10	Approve Reduction in Share Capital through Cancellation of Shares	Mgmt	For	For
11	Close Meeting	Mgmt		

# **Quanta Services, Inc.**

Meeting Date: 05/28/2020 Country: USA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Earl C. (Duke) Austin, Jr.	Mgmt	For	For
1.2	Elect Director Doyle N. Beneby	Mgmt	For	For
1.3	Elect Director J. Michal Conaway	Mgmt	For	For
1.4	Elect Director Vincent D. Foster	Mgmt	For	For
1.5	Elect Director Bernard Fried	Mgmt	For	For
1.6	Elect Director Worthing F. Jackman	Mgmt	For	For
1.7	Elect Director David M. McClanahan	Mgmt	For	For
1.8	Elect Director Margaret B. Shannon	Mgmt	For	For
1.9	Elect Director Pat Wood, III	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

## **Quanta Services, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.10	Elect Director Martha B. Wyrsch	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditor	Mgmt	For	For

# **Teladoc Health, Inc.**

Meeting Date: 05/28/2020

Country: USA

Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Helen Darling	Mgmt	For	For
1.2	Elect Director William H. Frist	Mgmt	For	For
1.3	Elect Director Michael Goldstein	Mgmt	For	For
1.4	Elect Director Jason Gorevic	Mgmt	For	For
1.5	Elect Director Catherine A. Jacobson	Mgmt	For	For
1.6	Elect Director Thomas G. McKinley	Mgmt	For	For
1.7	Elect Director Kenneth H. Paulus	Mgmt	For	For
1.8	Elect Director David Shedlarz	Mgmt	For	For
1.9	Elect Director Mark Douglas Smith	Mgmt	For	For
1.10	Elect Director David B. Snow, Jr.	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For

## **Unum Group**

Meeting Date: 05/28/2020

Country: USA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Theodore H. Bunting, Jr.	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# **Unum Group**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1b	Elect Director Susan L. Cross	Mgmt	For	For
1c	Elect Director Susan D. DeVore	Mgmt	For	For
1d	Elect Director Joseph J. Echevarria	Mgmt	For	For
1e	Elect Director Cynthia L. Egan	Mgmt	For	For
1f	Elect Director Kevin T. Kabat	Mgmt	For	For
1g	Elect Director Timothy F. Keaney	Mgmt	For	For
1h	Elect Director Gloria C. Larson	Mgmt	For	For
<b>1</b> i	Elect Director Richard P. McKenney	Mgmt	For	For
1j	Elect Director Ronald P. O'Hanley	Mgmt	For	For
1k	Elect Director Francis J. Shammo	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify Ernst & Young LLP as Auditor	Mgmt	For	For
4	Approve Qualified Employee Stock Purchase Plan	Mgmt	For	For
5	Approve Nonqualified Employee Stock Purchase Plan	Mgmt	For	For

## **AIA Group Limited**

Meeting Date: 05/29/2020

**Country:** Hong Kong **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Final Dividend	Mgmt	For	For
3	Elect Edmund Sze-Wing Tse as Director	Mgmt	For	For
4	Elect Jack Chak-Kwong So as Director	Mgmt	For	For
5	Elect Mohamed Azman Yahya Director	Mgmt	For	For
6	Approve PricewaterhouseCoopers as Auditor and Authorize Board to Fix Their Remuneration	Mgmt	For	For
7A	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

## **AIA Group Limited**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
7B	Authorize Repurchase of Issued Share Capital	Mgmt	For	For
8	Approve New Share Option Scheme and Terminate Existing Share Option Scheme	Mgmt	For	For

#### **Carrefour SA**

Meeting Date: 05/29/2020

Country: France

Meeting Type: Annual/Special

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Business	Mgmt		
1	Approve Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For
3	Approve Allocation of Income and Dividends of EUR 0.23 per Share	Mgmt	For	For
4	Approve Auditors' Special Report on Related-Party Transactions	Mgmt	For	For
5	Reelect Alexandre Arnault as Director	Mgmt	For	For
6	Reelect Marie-Laure Sauty de Chalon as Director	Mgmt	For	For
7	Approve Compensation Report of Corporate Officers	Mgmt	For	For
8	Approve Compensation of Alexandre Bompard, Chairman and CEO	Mgmt	For	Against
	Blended Rationale: [SD-M0550-001] Disclosure does no policies and the link between performance-based pay a are poorly structured.	•		
9	Approve Remuneration Policy of Chairman and CEO	Mgmt	For	For
,	Blended Rationale: [LN-M0550-001] Poorly structured	remuneration arrangemen	ts.	
10	Approve Remuneration Policy of Directors	Mgmt	For	For
11	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
	Extraordinary Business	Mgmt		
12	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

## **Carrefour SA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
13	Amend Article 11 of Bylaws Re: Quorum	Mgmt	For	For
14	Amend Article 13 of Bylaws Re: Board Members Deliberation via Written Consultation	Mgmt	For	For
15	Amend Article 17 of Bylaws Re: Board Remuneration	Mgmt	For	For
16	Amend Article 19 of Bylaws Re: Auditors	Mgmt	For	For
	Ordinary Business	Mgmt		
17	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For

# DocuSign, Inc.

Meeting Date: 05/29/2020

Country: USA

Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Cynthia Gaylor	Mgmt	For	For
1.2	Elect Director S. Steven Singh	Mgmt	For	For
2	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For

## Lowe's Companies, Inc.

Meeting Date: 05/29/2020

Country: USA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Raul Alvarez	Mgmt	For	For
1.2	Elect Director David H. Batchelder	Mgmt	For	For
1.3	Elect Director Angela F. Braly	Mgmt	For	For
1.4	Elect Director Sandra B. Cochran	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

## Lowe's Companies, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.5	Elect Director Laurie Z. Douglas	Mgmt	For	For
1.6	Elect Director Richard W. Dreiling	Mgmt	For	For
1.7	Elect Director Marvin R. Ellison	Mgmt	For	For
1.8	Elect Director Brian C. Rogers	Mgmt	For	For
1.9	Elect Director Bertram L. Scott	Mgmt	For	For
1.10	Elect Director Lisa W. Wardell	Mgmt	For	For
1.11	Elect Director Eric C. Wiseman	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify Deloitte & Touche LLP as Auditor	Mgmt	For	For
4	Reduce Ownership Threshold for Shareholders to Call Special Meeting	Mgmt	For	For
5	Approve Qualified Employee Stock Purchase Plan	Mgmt	For	For
6	Reduce Ownership Threshold for Shareholders to Call Special Meeting	SH	Against	Against
	Rlanded Pationale: [SE-S0235-101] We do not believe	the proposed threshold to	o call special meetings is sufficient to avoid	

Blended Rationale: [SF-S0235-101] We do not believe the proposed threshold to call special meetings is sufficient to avoid waste of corporate resources.

#### **RHB Bank Berhad**

Meeting Date: 05/29/2020

Country: Malaysia
Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Final Dividend	Mgmt	For	For
2	Elect Rebecca Fatima Sta Maria as Director	Mgmt	For	For
3	Elect Khairussaleh Bin Ramli as Director	Mgmt	For	For
4	Elect Govindan A/L Kunchamboo as Director	Mgmt	For	For
5	Elect Mohamad Nasir Bin Ab Latif as Director	Mgmt	For	For
6	Approve Directors' Fees and Board Committees' Allowances for the Financial Year Ended December 31, 2019	Mgmt	For	For
7	Approve Directors' Fees and Board Committees' Allowances from January 1, 2020 Until the 55th AGM	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

#### **RHB Bank Berhad**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
8	Approve Directors' Remuneration (Excluding Directors' Fees and Board Committees' Allowances)	Mgmt	For	For
9	Approve PricewaterhouseCoopers PLT as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
10	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	For

## **TeamViewer AG**

Meeting Date: 05/29/2020

**Country:** Germany **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal 2019 (Non-Voting)	Mgmt		
2	Approve Discharge of Management Board for Fiscal 2019	Mgmt	For	For
3	Approve Discharge of Supervisory Board for Fiscal 2019	Mgmt	For	For
4.1	Ratify Ernst & Young GmbH as Auditors for Fiscal 2020	Mgmt	For	For
4.2	Ratify Ernst & Young GmbH as Auditors for Fiscal 2021 until the Next AGM	Mgmt	For	For
5	Amend Articles Re: Proof of Entitlement	Mgmt	For	For

#### **Total SA**

**Meeting Date:** 05/29/2020

Country: France

Meeting Type: Annual/Special

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Business	Mgmt		
1	Approve Financial Statements and Statutory Reports	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

#### **Total SA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For
3	Approve Allocation of Income and Dividends of EUR 2.68 per Share and Option for Stock Dividend Program	Mgmt	For	For
4	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
5	Approve Auditors' Special Report on Related-Party Transactions Mentioning the Absence of New Transactions	Mgmt	For	For
6	Reelect Patricia Barbizet as Director	Mgmt	For	For
	Blended Rationale: .			
7	Reelect Marie-Christine Coisne-Roquette as Director	Mgmt	For	For
8	Reelect Mark Cutifani as Director	Mgmt	For	For
9	Elect Jerome Contamine as Director	Mgmt	For	For
10	Approve Compensation Report of Corporate Officers	Mgmt	For	For
11	Approve Remuneration Policy of Directors	Mgmt	For	For
12	Approve Compensation of Patrick Pouyanne, Chairman and CEO	Mgmt	For	For
13	Approve Remuneration Policy of Chairman and CEO	Mgmt	For	For
	Extraordinary Business	Mgmt		
14	Approve Change of Corporate Form to Societe Europeenne (SE) and Amend Bylaws Accordingly	Mgmt	For	For
15	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights and/or Capitalization of Reserves for Bonus Issue or Increase in Par Value, up to Aggregate Nominal Amount of EUR 2.5 Billion	Mgmt	For	For
16	Authorize Issuance of Equity or Equity-Linked Securities without Preemptive Rights up to Aggregate Nominal Amount of EUR 650 Million	Mgmt	For	For
17	Approve Issuance of Equity or Equity-Linked Securities for Private Placements, up to Aggregate Nominal Amount of EUR 650 Million	Mgmt	For	For
18	Authorize Board to Increase Capital in the Event of Additional Demand Related to Delegation Submitted to Shareholder Vote Above Under Items 16 and 17	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

#### **Total SA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
19	Authorize Capital Increase of up to 10 Percent of Issued Capital for Contributions in Kind	Mgmt	For	For
20	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	For
21	Authorize up to 0.75 Percent of Issued Capital for Use in Stock Option Plans	Mgmt	For	For
	Shareholders Proposal	Mgmt		
Α	Instruct Company to Set and Publish Targets for Greenhouse Gas (GHG) Emissions Aligned with the Goal of the Paris Climate Agreement and Amend Article 19 of Bylaws Accordingly	SH	Against	Against

Blended Rationale: [RU-S0000-001] Proposal is not in shareholders' best interests.

# **UnitedHealth Group Incorporated**

Meeting Date: 06/01/2020 Country: USA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Richard T. Burke	Mgmt	For	For
1b	Elect Director Timothy P. Flynn	Mgmt	For	For
1c	Elect Director Stephen J. Hemsley	Mgmt	For	For
1d	Elect Director Michele J. Hooper	Mgmt	For	For
1e	Elect Director F. William McNabb, III	Mgmt	For	For
1f	Elect Director Valerie C. Montgomery Rice	Mgmt	For	For
1g	Elect Director John H. Noseworthy	Mgmt	For	For
1h	Elect Director Glenn M. Renwick	Mgmt	For	For
1i	Elect Director David S. Wichmann	Mgmt	For	For
1j	Elect Director Gail R. Wilensky	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
4	Approve Omnibus Stock Plan	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

#### **UnitedHealth Group Incorporated**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Require Shareholder Approval of Bylaw Amendments Adopted by the Board of Directors	SH	Against	Against
	Blended Rationale: [SF-S4578-106] Company alrea			

# Cloudflare, Inc.

Meeting Date: 06/02/2020

Country: USA

Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Scott Sandell	Mgmt	For	For
1.2	Elect Director Michelle Zatlyn	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For

## **Alphabet Inc.**

**Meeting Date:** 06/03/2020

Country: USA

Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Larry Page	Mgmt	For	For
1.2	Elect Director Sergey Brin	Mgmt	For	For
1.3	Elect Director Sundar Pichai	Mgmt	For	For
1.4	Elect Director John L. Hennessy	Mgmt	For	For
1.5	Elect Director Frances H. Arnold	Mgmt	For	For
1.6	Elect Director L. John Doerr	Mgmt	For	For
1.7	Elect Director Roger W. Ferguson Jr.	Mgmt	For	For
1.8	Elect Director Ann Mather	Mgmt	For	Withhold

Blended Rationale: [SF-M0201-019] Nominee serves on an excessive number of public company boards, which we believe raises substantial concerns about the director's ability to exercise sufficient oversight on this board.

Date range covered: 04/01/2020 to 06/30/2020

# **Alphabet Inc.**

Elect Director Alan R. Mulally  Ilended Rationale: .  Elect Director K. Ram Shiram  Elect Director Robin L. Washington  Ratify Ernst & Young LLP as Auditors  Amend Omnibus Stock Plan  Advisory Vote to Ratify Named Executive  Officers' Compensation  Approve Recapitalization Plan for all Stock to  Have One-vote per Share  Ilended Rationale: [SD-S0316-001] We believe that one  Report on Arbitration of Employment-Related  Claims  Ilended Rationale: 1- [SF-S4578-106] Company already	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt SH e vote per share is in the E	For For For For Against  best interest of long term shareholders Against	For For For For For
Elect Director K. Ram Shiram  Elect Director Robin L. Washington  Ratify Ernst & Young LLP as Auditors  Amend Omnibus Stock Plan  Advisory Vote to Ratify Named Executive  Officers' Compensation  Approve Recapitalization Plan for all Stock to  Have One-vote per Share  Jended Rationale: [SD-S0316-001] We believe that one  Report on Arbitration of Employment-Related  Claims	Mgmt Mgmt Mgmt Mgmt SH	For For For Against  best interest of long term shareholders	For For For
Elect Director Robin L. Washington  Ratify Ernst & Young LLP as Auditors  Amend Omnibus Stock Plan  Advisory Vote to Ratify Named Executive  Officers' Compensation  Approve Recapitalization Plan for all Stock to  Have One-vote per Share  Report on Arbitration of Employment-Related  Claims	Mgmt Mgmt Mgmt Mgmt SH	For For For Against  best interest of long term shareholders	For For For
Ratify Ernst & Young LLP as Auditors  Amend Omnibus Stock Plan  Advisory Vote to Ratify Named Executive  Officers' Compensation  Approve Recapitalization Plan for all Stock to  Have One-vote per Share  Ilended Rationale: [SD-S0316-001] We believe that one  Report on Arbitration of Employment-Related  Claims	Mgmt Mgmt Mgmt SH	For For Against  best interest of long term shareholders	For For For
Amend Omnibus Stock Plan  Advisory Vote to Ratify Named Executive Officers' Compensation  Approve Recapitalization Plan for all Stock to Have One-vote per Share  Ilended Rationale: [SD-S0316-001] We believe that one Report on Arbitration of Employment-Related Claims	Mgmt  Mgmt  SH  e vote per share is in the letters and the letters are the share is in the letters are the share in the share is in the letters are the share in the sha	For For Against best interest of long term shareholders	For For
Advisory Vote to Ratify Named Executive Officers' Compensation Approve Recapitalization Plan for all Stock to Have One-vote per Share Ilended Rationale: [SD-S0316-001] We believe that one Report on Arbitration of Employment-Related Claims	Mgmt SH e vote per share is in the l	For Against  best interest of long term shareholders	For
Officers' Compensation  Approve Recapitalization Plan for all Stock to  Have One-vote per Share  Ilended Rationale: [SD-S0316-001] We believe that one  Report on Arbitration of Employment-Related  Claims	SH e vote per share is in the l	Against best interest of long term shareholders	For
Have One-vote per Share  **Report on Arbitration of Employment-Related Claims  **Claims**  **Page 1.50  **Page 2.50  **Pag	e vote per share is in the L	best interest of long term shareholders	
Report on Arbitration of Employment-Related Claims	•	-	Aminah
Claims	SH	Against	Against
lended Rationale: 1- [SF-S4578-106] Company already		rgunist	Against
	has policies in place to a	ddress these issues.	
Establish Human Rights Risk Oversight Committee	SH	Against	Against
lended Rationale: 1- [SF-S4578-106] Company already	has policies in place to a	ddress these issues.	
Require Shareholder Approval of Bylaw Amendments Adopted by the Board of Directors	SH	Against	Against
lended Rationale: [SF-S4578-106] Company already ha	as policies in place to addi	ress these issues.	
Assess Feasibility of Including Sustainability as a Performance Measure for Senior Executive Compensation	SH	Against	Against
lended Rationale: 1- [SF-S4578-106] Company already	has policies in place to a	ddress these issues.	
Report on Takedown Requests	SH	Against	Against
lended Rationale: 1- [SF-S4578-106] Company already	has policies in place to a	ddress these issues.	
Require a Majority Vote for the Election of Directors	SH	Against	Against
lended Rationale: 1- [SF-S4578-111] Upon Engagemer	nt Decided to Support Mar	nagement	
Report on Gender/Racial Pay Gap	SH	Against	Against
lended Rationale: 1- [SF-S4578-106] Company already	has policies in place to a	ddress these issues.	
Require Independent Director Nominee with Human and/or Civil Rights Experience	SH	Against	Against
lended Rationale: 1- [SF-S4578-106] Company already	has policies in place to a	ddress these issues.	
Report on Whistleblower Policies and Practices	SH	Against	Against
C W F P C W P B C W F W F F W F F	Establish Human Rights Risk Oversight Committee  Ended Rationale: 1- [SF-S4578-106] Company already Require Shareholder Approval of Bylaw Amendments Adopted by the Board of Directors  Ended Rationale: [SF-S4578-106] Company already for Executive Compensation  Ended Rationale: 1- [SF-S4578-106] Company already Report on Takedown Requests  Ended Rationale: 1- [SF-S4578-106] Company already Require a Majority Vote for the Election of Directors  Ended Rationale: 1- [SF-S4578-111] Upon Engagement Report on Gender/Racial Pay Gap  Ended Rationale: 1- [SF-S4578-106] Company already Require Independent Director Nominee with Human and/or Civil Rights Experience  Ended Rationale: 1- [SF-S4578-106] Company already Require Independent Director Nominee with Human and/or Civil Rights Experience  Ended Rationale: 1- [SF-S4578-106] Company already Require Independent Director Nominee with Human and/or Civil Rights Experience  Ended Rationale: 1- [SF-S4578-106] Company already Report on Whistleblower Policies and Practices	Establish Human Rights Risk Oversight  SH  Committee  Ended Rationale: 1- [SF-S4578-106] Company already has policies in place to a stequire Shareholder Approval of Bylaw  SH  SH  SH  SH  SH  SH  SH  SH  SSESS Feasibility of Including Sustainability  SH  SS a Performance Measure for Senior  Executive Compensation  Ended Rationale: 1- [SF-S4578-106] Company already has policies in place to a steport on Takedown Requests  SH  SH  SH  SH  SH  SH  SH  SH  SH  S	committee  anded Rationale: 1- [SF-S4578-106] Company already has policies in place to address these issues.  tequire Shareholder Approval of Bylaw Against  amendments Adopted by the Board of  Sirectors  anded Rationale: [SF-S4578-106] Company already has policies in place to address these issues.  Against  assess Feasibility of Including Sustainability SH Against  as a Performance Measure for Senior  Executive Compensation  anded Rationale: 1- [SF-S4578-106] Company already has policies in place to address these issues.  Against  anded Rationale: 1- [SF-S4578-106] Company already has policies in place to address these issues.  Against  anded Rationale: 1- [SF-S4578-106] Company already has policies in place to address these issues.  Against  anded Rationale: 1- [SF-S4578-11] Upon Engagement Decided to Support Management  Against  ander Rationale: 1- [SF-S4578-106] Company already has policies in place to address these issues.  Against  ander Rationale: 1- [SF-S4578-106] Company already has policies in place to address these issues.  Against  ander Rationale: 1- [SF-S4578-106] Company already has policies in place to address these issues.  Against  ander Rationale: 1- [SF-S4578-106] Company already has policies in place to address these issues.  Against  Against

Date range covered: 04/01/2020 to 06/30/2020

# **Anheuser-Busch InBev SA/NV**

Meeting Date: 06/03/2020

Country: Belgium

Meeting Type: Annual/Special

Proposal				Vote
Number	Proposal Text	Proponent	Mgmt Rec	Instruction
	Annual/Special Meeting	Mgmt		
	Special Meeting Agenda	Mgmt		
A1.a	Amend Articles 24.4 Re: Participation and Decisions in a Meeting	Mgmt	For	For
A1.b	Amend Articles Re: Distributions of Interim Dividends	Mgmt	For	For
A1.c	Amend Articles of Association Re: Alignment on the Rules of Code on Companies and Associations	Mgmt	For	For
	Annual Meeting Agenda	Mgmt		
B2	Receive Directors' Reports (Non-Voting)	Mgmt		
В3	Receive Auditors' Reports (Non-Voting)	Mgmt		
B4	Receive Consolidated Financial Statements and Statutory Reports (Non-Voting)	Mgmt		
B5	Approve Financial Statements, Allocation of Income, and Dividends of EUR 1.30 per Share	Mgmt	For	For
B6	Approve Discharge of Directors	Mgmt	For	For
В7	Approve Discharge of Auditors	Mgmt	For	For
В8.а	Reelect Michele Burns as Independent Director	Mgmt	For	Against
	Blended Rationale: [SF-M0201-020] Vote against comperformance and/or peers.	pensation committee mer	mber because pay is not properly aligned with	
B8.b	Reelect Elio Leoni Sceti as Independent Director	Mgmt	For	Against
	Blended Rationale: [SF-M0201-020] Vote against comperformance and/or peers.	pensation committee mer	mber because pay is not properly aligned with	
B8.c	Reelect Alexandre Van Damme as Director	Mgmt	For	Against
	Blended Rationale: [LN-M0201-007] As nomination co	ommittee member, respon	sible for lack of independence.	
B8.d	Reelect Gregoire de Spoelberch as Director	Mgmt	For	For
B8.e	Reelect Paul Cornet de Ways Ruart as Director	Mgmt	For	Against
	Blended Rationale: [LN-M0201-007] As nomination co	ommittee member, respon	sible for lack of independence.	
B8.f	Reelect Paulo Lemann as Director	Mgmt	For	For
B8.g	Reelect Maria Asuncion Aramburuzabala as Director	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

## **Anheuser-Busch InBev SA/NV**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction		
B8.h	Elect Roberto Thompson Motta as Director	Mgmt	For	Against		
	Blended Rationale: [SF-M0201-019] Nominee serves on raises substantial concerns about the director's ability to					
B8.i	Reelect Martin J. Barrington as Director	Mgmt	For	Against		
	Blended Rationale: [LN-M0201-002] Nominee serves as Chairman of the board and bears responsibility for a poorly structured board. [LN-M0201-007] As nomination committee member, responsible for lack of independence.					
B8.j	Reelect William F. Gifford, Jr. as Director	Mgmt	For	For		
B8.k	Reelect Alejandro Santo Domingo Davila as Director	Mgmt	For	For		
В9	Approve Remuneration Report	Mgmt	For	Against		
	Blended Rationale: [LN-M0550-001] Remuneration arrangements are poorly structured. [SD-M0550-001] Disclosure does not provide sufficient understanding of the company's remuneration policies and the link between performance-based pay and company performance.					
C10	Authorize Implementation of Approved Resolutions and Filing of Required Documents/Formalities at Trade Registry	Mgmt	For	For		

# **Biogen Inc.**

**Meeting Date:** 06/03/2020

Country: USA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Alexander J. Denner	Mgmt	For	For
1b	Elect Director Caroline D. Dorsa	Mgmt	For	For
1c	Elect Director William A. Hawkins	Mgmt	For	For
1d	Elect Director Nancy L. Leaming	Mgmt	For	For
1e	Elect Director Jesus B. Mantas	Mgmt	For	For
1f	Elect Director Richard C. Mulligan	Mgmt	For	For
1g	Elect Director Robert W. Pangia	Mgmt	For	For
1h	Elect Director Stelios Papadopoulos	Mgmt	For	For
1i	Elect Director Brian S. Posner	Mgmt	For	For
1j	Elect Director Eric K. Rowinsky	Mgmt	For	For
	Blended Rationale: .			
1k	Elect Director Stephen A. Sherwin	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# **Biogen Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
11	Elect Director Michel Vounatsos	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

## Citrix Systems, Inc.

Meeting Date: 06/03/2020

Country: USA

Meeting Type: Annual

Proposal				Vote
Number	Proposal Text	Proponent	Mgmt Rec	Instruction
1a	Elect Director Robert M. Calderoni	Mgmt	For	For
1b	Elect Director Nanci E. Caldwell	Mgmt	For	For
1c	Elect Director Robert D. Daleo	Mgmt	For	For
1d	Elect Director Murray J. Demo	Mgmt	For	For
1e	Elect Director Ajei S. Gopal	Mgmt	For	For
1f	Elect Director David J. Henshall	Mgmt	For	For
1g	Elect Director Thomas E. Hogan	Mgmt	For	For
1h	Elect Director Moira A. Kilcoyne	Mgmt	For	For
1i	Elect Director Peter J. Sacripanti	Mgmt	For	For
1j	Elect Director J. Donald Sherman	Mgmt	For	For
2	Amend Omnibus Stock Plan	Mgmt	For	For
	Blended Rationale: 1- [SF-S4578-111] Upon engag	ement decided to supp	ort management	
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

## **Comcast Corporation**

**Meeting Date:** 06/03/2020

Country: USA

Date range covered: 04/01/2020 to 06/30/2020

# **Comcast Corporation**

Proposal				Vote
Number	Proposal Text	Proponent	Mgmt Rec	Instruct
1.1	Elect Director Kenneth J. Bacon	Mgmt	For	For
1.2	Elect Director Madeline S. Bell	Mgmt	For	For
1.3	Elect Director Naomi M. Bergman	Mgmt	For	For
1.4	Elect Director Edward D. Breen	Mgmt	For	For
1.5	Elect Director Gerald L. Hassell	Mgmt	For	For
1.6	Elect Director Jeffrey A. Honickman	Mgmt	For	For
1.7	Elect Director Maritza G. Montiel	Mgmt	For	For
1.8	Elect Director Asuka Nakahara	Mgmt	For	For
1.9	Elect Director David C. Novak	Mgmt	For	For
1.10	Elect Director Brian L. Roberts	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditor	Mgmt	For	For
3	Amend Stock Option Plan	Mgmt	For	For
4	Amend Restricted Stock Plan	Mgmt	For	For
5	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
6	Report on Lobbying Payments and Policy	SH	Against	Against
	Blended Rationale: 1- [SF-S4578-106] Company ali	ready has policies in pla	ace to address these issues.	
7	Require Independent Board Chair	SH	Against	Against
	Blended Rationale: [SF-S0107-101] Company has a role.	designated lead direct	tor who fulfills the requirements app	propriate to such
8	Report on Risks Posed by Failing to Prevent Sexual Harassment	SH	Against	Against

## **Twilio Inc.**

Meeting Date: 06/03/2020 Country: USA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Richard Dalzell	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

## **Twilio Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.2	Elect Director Jeffrey Immelt	Mgmt	For	For
1.3	Elect Director Erika Rottenberg	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

## **Vertex Pharmaceuticals Incorporated**

Meeting Date: 06/03/2020

Country: USA

Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruct
1.1	Elect Director Sangeeta N. Bhatia	Mgmt	For	For
1.2	Elect Director Lloyd Carney	Mgmt	For	For
1.3	Elect Director Alan Garber	Mgmt	For	For
1.4	Elect Director Terrence Kearney	Mgmt	For	For
1.5	Elect Director Reshma Kewalramani	Mgmt	For	For
1.6	Elect Director Yuchun Lee	Mgmt	For	For
1.7	Elect Director Jeffrey M. Leiden	Mgmt	For	For
1.8	Elect Director Margaret G. McGlynn	Mgmt	For	For
1.9	Elect Director Diana McKenzie	Mgmt	For	For
1.10	Elect Director Bruce I. Sachs	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
4	Report on Lobbying Payments and Policy	SH	Against	Against

Blended Rationale: 1- [SF-S4578-106] Company already has policies in place to address these issues.

#### **Fevertree Drinks Plc**

Meeting Date: 06/04/2020

Country: United Kingdom
Meeting Type: Annual

Date range covered: 04/01/2020 to 06/30/2020

## **Fevertree Drinks Plc**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Remuneration Report	Mgmt	For	For
3	Approve Final Dividend	Mgmt	For	For
4	Re-elect William Ronald as Director	Mgmt	For	For
5	Re-elect Timothy Warrillow as Director	Mgmt	For	For
6	Re-elect Andrew Branchflower as Director	Mgmt	For	For
7	Re-elect Coline McConville as Director	Mgmt	For	For
8	Re-elect Kevin Havelock as Director	Mgmt	For	For
9	Re-elect Jeff Popkin as Director	Mgmt	For	For
10	Re-elect Domenic De Lorenzo as Director	Mgmt	For	For
11	Reappoint BDO LLP as Auditors	Mgmt	For	For
12	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For
13	Authorise Issue of Equity	Mgmt	For	For
14	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
15	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For
16	Approve Increase in Limit on Aggregate Fees Payable to Directors	Mgmt	For	For

# **LE Lundbergforetagen AB**

Meeting Date: 06/04/2020

**Country:** Sweden **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Open Meeting	Mgmt		
2	Elect Chairman of Meeting	Mgmt	For	For
3	Prepare and Approve List of Shareholders	Mgmt	For	For
4	Designate Inspector(s) of Minutes of Meeting	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# **LE Lundbergforetagen AB**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Approve Agenda of Meeting	Mgmt	For	For
6	Acknowledge Proper Convening of Meeting	Mgmt	For	For
7	Receive President's Report	Mgmt		
8.a	Receive Financial Statements and Statutory Reports	Mgmt		
8.b	Receive Auditor's Report on Application of Guidelines for Remuneration for Executive Management	Mgmt		
9.a	Accept Financial Statements and Statutory Reports	Mgmt	For	For
9.b	Approve Discharge of Board and President	Mgmt	For	For
9.c	Approve Allocation of Income and Omission of Dividends	Mgmt	For	For
10	Determine Number of Members (9) and Deputy Members (0) of Board	Mgmt	For	For
11	Approve Remuneration of Directors in the Amount of SEK 840,000 for Chairman and SEK 280,000 for other Directors; Approve Remuneration of Auditors	Mgmt	For	For
12	Reelect Carl Bennet, Lilian Biner, Mats Guldbrand (Chairman), Louise Lindh, Fredrik Lundberg, Katarina Martinson, Sten Peterson and Lars Pettersson as Directors; Elect Bo Selling as New Director	Mgmt	For	Against
	Blended Rationale: [RU-M0201-018] Nominee is an exec committee.[SF-M0201-019] Nominee serves on an exces substantial concerns about the director's ability to exerc	ssive number of public con	mpany boards, which we believe raises	
13	Ratify KPMG as Auditors	Mgmt	For	For
14	Approve Remuneration Policy And Other Terms of Employment For Executive Management	Mgmt	For	For
15	Authorize Share Repurchase Program	Mgmt	For	For
16	Close Meeting	Mgmt		

## **Netflix, Inc.**

Meeting Date: 06/04/2020 Country: USA

Date range covered: 04/01/2020 to 06/30/2020

# **Netflix, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction	
1a	Elect Director Reed Hastings	Mgmt	For	For	
1b	Elect Director Jay C. Hoag	Mgmt	For	Withhold	
	Blended Rationale: [SF-M0201-019] Nominee serve raises substantial concerns about the director's last year. [SF-M0201-010] Vote against a	lity to exercise sufficient of the committee to take	t oversight on this board.[SF-M0201-o action with respect to substantial wi	005] Vote ithhold votes for	
1c	Elect Director Mathias Dopfner	Mgmt	For	For	
2	Ratify Ernst & Young LLP as Auditor	Mgmt	For	For	
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	
4	Approve Omnibus Stock Plan	Mgmt	For	For	
	Report on Political Contributions	SH	Against	Against	
	Blended Rationale: 1- [SF-S4578-106] Company already has policies in place to address these issues.				
5	Adopt Simple Majority Vote	SH	Against	For	
	Blended Rationale: [SF-S0311-001] Supermajority	vote requirement serve	s as an entrenchment device for man	nagement.	
7	Report on Risks of Omitting Viewpoint and Ideology from EEO Policy	SH	Against	Against	

# **Sirius XM Holdings Inc.**

Meeting Date: 06/04/2020

Country: USA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Joan L. Amble	Mgmt	For	For
1.2	Elect Director George W. Bodenheimer	Mgmt	For	For
1.3	Elect Director Mark D. Carleton	Mgmt	For	For
1.4	Elect Director Eddy W. Hartenstein	Mgmt	For	For
1.5	Elect Director James P. Holden	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

## **Sirius XM Holdings Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction			
1.6	Elect Director Gregory B. Maffei	Mgmt	For	Withhold			
	Blended Rationale: [SF-M0201-125] Vote against sitting CEO for serving on an excessive number of public company boards which we believe raises substantial concerns about his ability to exercise sufficient oversight on this board.						
1.7	Elect Director Evan D. Malone	Mgmt	For	For			
1.8	Elect Director James E. Meyer	Mgmt	For	For			
1.9	Elect Director James F. Mooney	Mgmt	For	For			
1.10	Elect Director Michael Rapino	Mgmt	For	For			
1.11	Elect Director Kristina M. Salen	Mgmt	For	For			
1.12	Elect Director Carl E. Vogel	Mgmt	For	Withhold			
	Blended Rationale: [SF-M0201-019] Nominee serves of raises substantial concerns about the director's ability						
1.13	Elect Director David M. Zaslav	Mgmt	For	Withhold			
	Blended Rationale: [SF-M0201-125] Vote against sitting CEO for serving on an excessive number of public company boards which we believe raises substantial concerns about his ability to exercise sufficient oversight on this board.						
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For			
3	Ratify KPMG LLP as Auditors	Mgmt	For	For			

## **The Charles Schwab Corporation**

Meeting Date: 06/04/2020

Country: USA

Meeting Type: Special

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Issue Shares in Connection with Merger	Mgmt	For	For
2	Amend Charter	Mgmt	For	For
3	Adjourn Meeting	Mgmt	For	For

## **Credicorp Ltd.**

**Meeting Date:** 06/05/2020

**Country:** Bermuda **Meeting Type:** Annual

Date range covered: 04/01/2020 to 06/30/2020

# **Credicorp Ltd.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instructi
1	Present 2019 Annual Report	Mgmt		
2	Present Audited Consolidated Financial Statements of Credicorp and its Subsidiaries for FY 2019, Including External Auditors' Report	Mgmt		
3.1	Elect Antonio Abruna Puyol as Director	Mgmt	For	For
3.2	Elect Maite Aranzabal Harreguy as Director	Mgmt	For	For
3.3	Elect Fernando Fort Marie as Director	Mgmt	For	For
3.4	Elect Alexandre Gouvea as Director	Mgmt	For	For
3.5	Elect Patricia Lizarraga Guthertz as Director	Mgmt	For	For
3.6	Elect Raimundo Morales Dasso as Director	Mgmt	For	For
3.7	Elect Irzio Pinasco Menchelli as Director	Mgmt	For	For
3.8	Elect Luis Enrique Romero Belismelis as Director	Mgmt	For	For
	Blended Rationale: [SF-M0123-003] This transaction	could create a conflic	t with the monitoring role of the	board member
4	Approve Remuneration of Directors	Mgmt	For	For
5.1	Amend Article 2.6 Re: Transfer of Shares	Mgmt	For	For
5.2	Amend Article 3.4.2 Re: Mechanisms for Appointment of Proxy	Mgmt	For	For
5.3	Amend Article 4.11 Re: Increase in Number of Directors	Mgmt	For	For
5.4	Amend Article 4.15 Re: Notice of Board Meetings and Participation of Directors in Board Meetings	Mgmt	For	For
5.5	Amend Article 4.16.1 Re: Quorum for Transaction of Business at Board Meetings	Mgmt	For	For
6	Ratify PricewaterhouseCoopers as Auditor and Authorize Board to Fix Their Remuneration	Mgmt	For	For

# **GT Capital Holdings, Inc.**

Meeting Date: 06/05/2020 Country: Philippines

Date range covered: 04/01/2020 to 06/30/2020

# **GT Capital Holdings, Inc.**

roposal lumber	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Minutes of Previous Annual Stockholders' Meeting Held on May 8, 2019	Mgmt	For	For
2	Approve Annual Report for the Year 2019	Mgmt	For	For
3	Ratify All Acts and Resolutions of the Board of Directors, Executive Committee and Management from the Date of the Last Annual Stockholders' Meeting up to Date of This Meeting	Mgmt	For	For
4	Appoint External Auditors	Mgmt	For	For
5	Amend Article Second of its Articles of Incorporation	Mgmt	For	For
	Elect 11 Directors by Cumulative Voting	Mgmt		
5.1	Elect Arthur Vy Ty as Director	Mgmt	For	For
6.2	Elect Francisco C. Sebastian as Director	Mgmt	For	For
6.3	Elect Alfred Vy Ty as Director	Mgmt	For	Withhold
	Blended Rationale: [RU-M0201-006] Nominee has de	emonstrated a pattern of	poor meeting attendance.	
6.4	Elect Carmelo Maria Luza Bautista as Director	Mgmt	For	For
6.5	Elect David T. Go as Director	Mgmt	For	For
6.6	Elect Regis V. Puno as Director	Mgmt	For	For
6.7	Elect Alesandra T. Ty as Director	Mgmt	For	For
5.8	Elect Jaime Miguel G. Belmonte, Jr. as Director	Mgmt	For	For
6.9	Elect Wilfredo A. Paras as Director	Mgmt	For	For
5.10	Elect Renato C. Valencia as Director	Mgmt	For	For
5.11	Elect Rene J. Buenaventura as Director	Mgmt	For	For

# **Hong Kong and China Gas Company Limited**

Meeting Date: 06/05/2020 Country: Hong Kong

Date range covered: 04/01/2020 to 06/30/2020

## **Hong Kong and China Gas Company Limited**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instructio
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Final Dividend	Mgmt	For	For
3.1	Elect Lee Ka-kit as Director	Mgmt	For	Against
	Blended Rationale: [HK-M0201-006] Director response Remuneration Committee without majority independent.	-	, , ,	-
3.2	Elect David Li Kwok-po as Director	Mgmt	For	Against
	Blended Rationale: [HK-M0201-006] Director respon- Chair of Audit Committee not independent [HK-M02 The nomination committee is not a majority independent	01-012] Chair of Remu		-
3.3	Elect Alfred Chan Wing-kin as Director	Mgmt	For	For
4	Approve PricewaterhouseCoopers as Auditor and Authorize Board to Fix Their Remuneration	Mgmt	For	For
5.1	Approve Issuance of Bonus Shares	Mgmt	For	For
	Authorize Repurchase of Issued Share Capital	Mgmt	For	For
5.2				
5.2	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against
			·	

## RingCentral, Inc.

Meeting Date: 06/05/2020

Country: USA

Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Vladimir Shmunis	Mgmt	For	For
1b	Elect Director Kenneth Goldman	Mgmt	For	Withhold

Blended Rationale: [SF-M0201-019] Nominee serves on an excessive number of public company boards, which we believe raises substantial concerns about the director's ability to exercise sufficient oversight on this board.

Date range covered: 04/01/2020 to 06/30/2020

## RingCentral, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1c	Elect Director Michelle McKenna	Mgmt	For	For
1d	Elect Director Godfrey Sullivan	Mgmt	For	For
1e	Elect Director Robert Theis	Mgmt	For	For
	Blended Rationale: .			
1f	Elect Director Allan Thygesen	Mgmt	For	For
1g	Elect Director Neil Williams	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against

Blended Rationale: 1- [SF-M0500-010] Pay is not aligned with performance and peers.

## **Schroder UK Public Private Trust Plc**

Meeting Date: 06/05/2020

**Country:** United Kingdom **Meeting Type:** Annual

Proposal				Vote
Number	Proposal Text	Proponent	Mgmt Rec	Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Remuneration Report	Mgmt	For	For
3	Elect Raymond Abbott as Director	Mgmt	For	For
4	Elect Stephen Cohen as Director	Mgmt	For	For
5	Elect Jane Tufnell as Director	Mgmt	For	For
6	Re-elect Susan Searle as Director	Mgmt	For	For
7	Re-elect Scott Brown as Director	Mgmt	For	For
8	Reappoint Grant Thornton UK LLP as Auditors	Mgmt	For	For
9	Authorise Audit, Risk and Valuation Committee to Fix Remuneration of Auditors	Mgmt	For	For
10	Authorise Issue of Equity	Mgmt	For	For
11	Amend the Company's Investment Policy	Mgmt	For	For
12	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
13	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

#### **Schroder UK Public Private Trust Plc**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
14	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For

## **United Overseas Bank Limited (Singapore)**

Meeting Date: 06/05/2020

**Country:** Singapore **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Adopt Financial Statements and Directors' and Auditors' Reports	Mgmt	For	For
2	Approve Final and Special Dividend	Mgmt	For	For
3	Approve Directors' Fees	Mgmt	For	For
4	Approve Ernst & Young LLP as Auditors and Authorize Directors to Fix Their Remuneration	Mgmt	For	For
5	Elect Wee Ee Cheong as Director	Mgmt	For	For
6	Elect Alexander Charles Hungate as Director	Mgmt	For	For
7	Elect Michael Lien Jown Leam as Director	Mgmt	For	For
8	Elect Steven Phan Swee Kim as Director	Mgmt	For	For
9	Approve Issuance of Equity or Equity-Linked Securities with or without Preemptive Rights	Mgmt	For	For
10	Approve Issuance of Shares Pursuant to the UOB Scrip Dividend Scheme	Mgmt	For	For
11	Authorize Share Repurchase Program	Mgmt	For	For

## **Henderson Land Development Company Limited**

**Meeting Date:** 06/08/2020

**Country:** Hong Kong **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Final Dividend	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

## **Henderson Land Development Company Limited**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.1	Elect Lee Ka Kit as Director	Mgmt	For	For
3.2	Elect Lee Ka Shing as Director	Mgmt	For	For
3.3	Elect Suen Kwok Lam as Director	Mgmt	For	For
3.4	Elect Fung Lee Woon King as Director	Mgmt	For	For
3.5	Elect Lee Pui Ling, Angelina as Director	Mgmt	For	For
4	Approve KPMG as Auditor and Authorize Board to Fix Their Remuneration	Mgmt	For	For
5A	Authorize Repurchase of Issued Share Capital	Mgmt	For	For
5B	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against
	Blended Rationale: [RU-M0300-003] This authority is excessive discretion on terms of issuance.	not in shareholders' best e	economic interests as it would give the board	
5C	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against
	Blended Rationale: [RU-M0300-003] This authority is	not in shareholders' best e	economic interests as it would give the board	

Blended Rationale: [RU-M0300-003] This authority is not in shareholders' best economic interests as it would give the board excessive discretion on terms of issuance.

## MercadoLibre, Inc.

Meeting Date: 06/08/2020

Country: USA

Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Susan Segal	Mgmt	For	For
1.2	Elect Director Mario Eduardo Vazquez	Mgmt	For	For
	Blended Rationale: .			
1.3	Elect Director Alejandro Nicolas Aguzin	Mgmt	For	For
	Blended Rationale: .			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify Deloitte & Co. S.A. as Auditors	Mgmt	For	For

## Roper Technologies, Inc.

Meeting Date: 06/08/2020

Country: USA

Date range covered: 04/01/2020 to 06/30/2020

# **Roper Technologies, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Shellye L. Archambeau	Mgmt	For	For
1.2	Elect Director Amy Woods Brinkley	Mgmt	For	For
1.3	Elect Director John F. Fort, III	Mgmt	For	For
1.4	Elect Director L. Neil Hunn	Mgmt	For	For
1.5	Elect Director Robert D. Johnson	Mgmt	For	For
1.6	Elect Director Robert E. Knowling, Jr.	Mgmt	For	For
1.7	Elect Director Wilbur J. Prezzano	Mgmt	For	For
1.8	Elect Director Laura G. Thatcher	Mgmt	For	For
1.9	Elect Director Richard F. Wallman	Mgmt	For	For
1.10	Elect Director Christopher Wright	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
4	Approve Non-Employee Director Compensation Plan	Mgmt	For	For

# Fastly, Inc.

Meeting Date: 06/09/2020

**Country:** USA **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Aida Alvarez	Mgmt	For	For
1.2	Elect Director Joshua Bixby	Mgmt	For	For
1.3	Elect Director Sunil Dhaliwal	Mgmt	For	For
2	Amend Certificate of Incorporation to Change the Final Conversion Date of the Class B Common Stock	Mgmt	For	For
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

## **NVIDIA Corporation**

Meeting Date: 06/09/2020

Country: USA

Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Robert K. Burgess	Mgmt	For	For
1b	Elect Director Tench Coxe	Mgmt	For	For
1c	Elect Director Persis S. Drell	Mgmt	For	For
1d	Elect Director Jen-Hsun Huang	Mgmt	For	For
1e	Elect Director Dawn Hudson	Mgmt	For	For
1f	Elect Director Harvey C. Jones	Mgmt	For	For
1g	Elect Director Michael G. McCaffery	Mgmt	For	For
1h	Elect Director Stephen C. Neal	Mgmt	For	For
1i	Elect Director Mark L. Perry	Mgmt	For	For
1j	Elect Director A. Brooke Seawell	Mgmt	For	For
1k	Elect Director Mark A. Stevens	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
4	Amend Omnibus Stock Plan	Mgmt	For	For
5	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For

# The TJX Companies, Inc.

Meeting Date: 06/09/2020

Country: USA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Zein Abdalla	Mgmt	For	For
1b	Elect Director Alan M. Bennett	Mgmt	For	For
1c	Elect Director Rosemary T. Berkery	Mgmt	For	For
1d	Elect Director David T. Ching	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

## The TJX Companies, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1e	Elect Director Ernie Herrman	Mgmt	For	For
1f	Elect Director Michael F. Hines	Mgmt	For	For
1g	Elect Director Amy B. Lane	Mgmt	For	For
1h	Elect Director Carol Meyrowitz	Mgmt	For	For
1i	Elect Director Jackwyn L. Nemerov	Mgmt	For	For
1j	Elect Director John F. O'Brien	Mgmt	For	For
1k	Elect Director Willow B. Shire	Mgmt	For	For
2	Ratify PricewaterhouseCoopers as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
4	Report on Reduction of Chemical Footprint	SH	Against	Against
	Blended Rationale: 1- [SF-S4578-111] Upon engagem	ent decided to support ma	nagement	
5	Report on Animal Welfare	SH	Against	Against
	Blended Rationale: 1- [SF-S4578-106] Company alrea	dy has policies in place to a	address these issues.	
6	Report on Pay Disparity	SH	Against	Against
	Blended Rationale: 1- [SF-S4578-111] Upon engagem	ent decided to support ma	nagement	
7	Stock Retention/Holding Period	SH	Against	Against
	Blended Rationale: [SF-S0500-102] Executive compen		eft to the board's compensation committee,	

which can be held accountable for its decisions through the election of directors.

## WFD Unibail-Rodamco N.V.

Meeting Date: 06/09/2020

Country: Netherlands Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt		
i	Discuss Annual Report	Mgmt		
1	Approve Implementation of Remuneration Policy	Mgmt	For	For
2	Adopt Financial Statements and Statutory Reports	Mgmt	For	For
ii	Receive Explanation on Dividend Policy	Mgmt		

Date range covered: 04/01/2020 to 06/30/2020

## WFD Unibail-Rodamco N.V.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Approve Discharge of Management Board	Mgmt	For	For
4	Approve Discharge of Supervisory Board	Mgmt	For	For
5	Ratify Ernst & Young Accountants LLP as Auditors	Mgmt	For	For
6	Approve Remuneration Policy for Management Board Members	Mgmt	For	For
7	Approve Remuneration Policy for Supervisory Board Members	Mgmt	For	For
8	Amend Articles Re: Change Name of Company to Unibail-Rodamco-Westfield N.V.	Mgmt	For	For
9	Authorize Repurchase of Shares	Mgmt	For	For
10	Approve Cancellation of Repurchased Shares	Mgmt	For	For

# Workday, Inc.

Meeting Date: 06/09/2020

Country: USA

Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Michael C. Bush	Mgmt	For	For
1.2	Elect Director Christa Davies	Mgmt	For	For
1.3	Elect Director Michael A. Stankey	Mgmt	For	For
1.4	Elect Director George J. Still, Jr.	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

## **Worldline SA**

**Meeting Date:** 06/09/2020

Country: France

Meeting Type: Annual/Special

Date range covered: 04/01/2020 to 06/30/2020

## **Worldline SA**

Proposal				Vote
Number	Proposal Text	Proponent	Mgmt Rec	Instruction
	Ordinary Business	Mgmt		
1	Approve Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For
3	Approve Treatment of Losses	Mgmt	For	For
4	Approve Transaction with Atos Re: Separation Agreement	Mgmt	For	For
5	Approve Transaction with SIX Group AG Re: Voting Agreement	Mgmt	For	For
6	Approve Transaction with SIX Group AG Re: Participation	Mgmt	For	For
7	Approve Remuneration of Directors in the Aggregate Amount of EUR 1.2 Million	Mgmt	For	For
8	Reelect Gilles Grapinet as Director	Mgmt	For	For
9	Reelect Aldo Cardoso as Director	Mgmt	For	Against
	Blended Rationale: [SF-M0201-019] Nominee serves on raises substantial concerns about the director's ability to			
10	Reelect Giulia Fitzpatrick as Director	Mgmt	For	For
11	Ratify Appointment of Daniel Schmucki as Director	Mgmt	For	For
12	Ratify Appointment of Johannes Dijsselhof as Censor	Mgmt	For	Against
	Blended Rationale: [LN-M0157-001] The company has a	not provided a rationale fo	or the election of a censor.	
13	Ratify Appointment of Gilles Arditti as Censor	Mgmt	For	For
14	Ratify Appointment of Pierre Barnabe as Censor	Mgmt	For	For
15	Elect Gilles Arditti as Director	Mgmt	For	For
16	Elect Bernard Bourigeaud as Director	Mgmt	For	For
17	Elect Thierry Sommelet as Director	Mgmt	For	For
18	Elect Michael Stollarz as Director	Mgmt	For	For
19	Elect Caroline Parot as Director	Mgmt	For	For
20	Elect Agnes Audier as Director	Mgmt	For	For
21	Elect Nazan Somer Ozelgin as Director	Mgmt	For	For
22	Renew Appointment of Grant Thornton as Auditor	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

## **Worldline SA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
23	Acknowledge End of Mandate of IGEC as Alternate Auditor and Decision Not to Replace	Mgmt	For	For
24	Approve Compensation Report of Corporate Officers	Mgmt	For	For
25	Approve Compensation of Gilles Grapinet, Chairman and CEO	Mgmt	For	Against
	Blended Rationale: [LN-M0550-003] Poor use of remui Based on disclosures, the performance hurdles do not		ion regarding increases. [SD-M0550-004]	
26	Approve Compensation of Marc-Henri Desportes, Vice-CEO	Mgmt	For	Against
	Blended Rationale: [LN-M0550-003] Poor use of remur Based on disclosures, the performance hurdles do not		ion regarding increases. [SD-M0550-004]	
27	Approve Remuneration Policy of Non-Executive Directors	Mgmt	For	For
28	Approve Remuneration Policy of Chairman and CEO	Mgmt	For	For
29	Approve Remuneration Policy of Vice-CEO	Mgmt	For	For
30	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
	Extraordinary Business	Mgmt		
31	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For
32	Authorize Capital Increase of Up to EUR 72.5 Million for Future Exchange Offers Re: Ingenico Shares	Mgmt	For	For
33	Approve Issuance of Equity or Equity-Linked Securities Reserved for Specific Beneficiaries, up to Aggregate Nominal Amount of EUR 1.5 million	Mgmt	For	For
34	Authorize Capital Increase of up to 10 Percent of Issued Capital for Contributions in Kind	Mgmt	For	For
35	Authorize up to 0.43 Percent of Issued Capital for Use in Restricted Stock Plans Re: Ingenico Employees and Corporate Officers	Mgmt	For	For
36	Amend Article 19 of Bylaws Re: Chairman Age Limit	Mgmt	For	For
37	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights Up to 50 Percent of Issued Capital	Mgmt	For	For
38	Authorize Issuance of Equity or Equity-Linked Securities without Preemptive Rights Up to 10 Percent of Issued Capital	Mgmt	For	For
39	Approve Issuance of Equity or Equity-Linked Securities for Up to 10 Percent of Issued Capital Per Year for Private Placements	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

## **Worldline SA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
40	Authorize Board to Increase Capital in the Event of Additional Demand Related to Delegation Submitted to Shareholder Vote Above	Mgmt	For	For
41	Authorize Capitalization of Reserves of Up to EUR 500 Million for Bonus Issue or Increase in Par Value	Mgmt	For	For
42	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	For
43	Authorize up to 1 Percent of Issued Capital for Use in Stock Option Plans	Mgmt	For	For
44	Authorize up to 0.035 Percent of Issued Capital for Use in Restricted Stock Plans	Mgmt	For	For
45	Amend Article 2 of Bylaws Re: Corporate Purpose	Mgmt	For	For
46	Amend Article 16 of Bylaws Re: Employee Representative	Mgmt	For	For
47	Amend Article 17 of Bylaws Re: Board Powers	Mgmt	For	For
48	Amend Article 20 of Bylaws Re: Board Remuneration	Mgmt	For	For
49	Amend Article 26 of Bylaws Re: Censors	Mgmt	For	For
50	Amend Article 18 of Bylaws Re: Written Consultation	Mgmt	For	For
51	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For

## Altice USA, Inc.

Meeting Date: 06/10/2020

Country: USA

Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction		
1a	Elect Director Patrick Drahi	Mgmt	For	Against		
	Blended Rationale: [RU-M0201-028] Vote against Nominating/Governance Committee member for failure to adequately account for diversity on the board					
1b	Elect Director Gerrit Jan Bakker	Mgmt	For	For		
1c	Elect Director Manon Brouillette	Mgmt	For	Against		

Blended Rationale: 1- [SF-M0201-022] Vote against audit committee member for failure to manage risk concerning pledging activity by the company's executive officers.

Date range covered: 04/01/2020 to 06/30/2020

# Altice USA, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction		
1d	Elect Director David Drahi	Mgmt	For	For		
1e	Elect Director Dexter Goei	Mgmt	For	For		
1f	Elect Director Mark Mullen	Mgmt	For	Against		
	Blended Rationale: 1- [SF-M0201-022] Vote against aud activity by the company's executive officers.	it committee member for i	failure to manage risk concerning pledging			
1g	Elect Director Dennis Okhuijsen	Mgmt	For	For		
1h	Elect Director Charles Stewart	Mgmt	For	For		
<b>1</b> i	Elect Director Raymond Svider	Mgmt	For	Against		
	Blended Rationale: 1- [SF-M0201-022] Vote against audit committee member for failure to manage risk concerning pledging activity by the company's executive officers.					
2	Ratify KPMG LLP as Auditors	Mgmt	For	For		
3	Amend Omnibus Stock Plan	Mgmt	For	For		

# **Target Corporation**

Meeting Date: 06/10/2020

Country: USA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Douglas M. Baker, Jr.	Mgmt	For	For
1b	Elect Director George S. Barrett	Mgmt	For	For
1c	Elect Director Brian C. Cornell	Mgmt	For	For
1d	Elect Director Calvin Darden	Mgmt	For	For
1e	Elect Director Robert L. Edwards	Mgmt	For	For
1f	Elect Director Melanie L. Healey	Mgmt	For	For
1g	Elect Director Donald R. Knauss	Mgmt	For	For
1h	Elect Director Monica C. Lozano	Mgmt	For	For
1i	Elect Director Mary E. Minnick	Mgmt	For	For
1j	Elect Director Kenneth L. Salazar	Mgmt	For	For
1k	Elect Director Dmitri L. Stockton	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# **Target Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Approve Omnibus Stock Plan	Mgmt	For	For

## **WPP Plc**

Meeting Date: 06/10/2020

Country: Jersey
Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Remuneration Report	Mgmt	For	For
3	Approve Remuneration Policy	Mgmt	For	For
4	Elect John Rogers as Director	Mgmt	For	For
5	Elect Sandrine Dufour as Director	Mgmt	For	For
6	Elect Keith Weed as Director	Mgmt	For	For
7	Elect Jasmine Whitbread as Director	Mgmt	For	For
8	Re-elect Roberto Quarta as Director	Mgmt	For	For
9	Re-elect Dr Jacques Aigrain as Director	Mgmt	For	For
10	Re-elect Tarek Farahat as Director	Mgmt	For	For
11	Re-elect Mark Read as Director	Mgmt	For	For
12	Re-elect Cindy Rose as Director	Mgmt	For	For
13	Re-elect Nicole Seligman as Director	Mgmt	For	For
14	Re-elect Sally Susman as Director	Mgmt	For	For
15	Reappoint Deloitte LLP as Auditors	Mgmt	For	For
16	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For
17	Authorise Issue of Equity	Mgmt	For	For
18	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For
19	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

## **Activision Blizzard, Inc.**

Meeting Date: 06/11/2020

Country: USA

Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Reveta Bowers	Mgmt	For	For
1b	Elect Director Robert Corti	Mgmt	For	For
1c	Elect Director Hendrik Hartong, III	Mgmt	For	For
1d	Elect Director Brian Kelly	Mgmt	For	For
1e	Elect Director Robert Kotick	Mgmt	For	For
1f	Elect Director Barry Meyer	Mgmt	For	For
1g	Elect Director Robert Morgado	Mgmt	For	For
1h	Elect Director Peter Nolan	Mgmt	For	For
<b>1</b> i	Elect Director Dawn Ostroff	Mgmt	For	For
1j	Elect Director Casey Wasserman	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
4	Report on Political Contributions Disclosure	SH	Against	Against

Blended Rationale: 1- [SF-S4578-106] Company already has policies in place to address these issues.

## **Best Buy Co., Inc.**

**Meeting Date:** 06/11/2020

Country: USA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Corie S. Barry	Mgmt	For	For
1b	Elect Director Lisa M. Caputo	Mgmt	For	For
1c	Elect Director J. Patrick Doyle	Mgmt	For	For
1d	Elect Director Kathy J. Higgins Victor	Mgmt	For	For
1e	Elect Director David W. Kenny	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

## **Best Buy Co., Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1f	Elect Director Karen A. McLoughlin	Mgmt	For	For
1g	Elect Director Thomas L. "Tommy" Millner	Mgmt	For	For
1h	Elect Director Claudia F. Munce	Mgmt	For	For
<b>1</b> i	Elect Director Richelle P. Parham	Mgmt	For	For
1j	Elect Director Eugene A. Woods	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
4	Approve Omnibus Stock Plan	Mgmt	For	For
5	Eliminate Supermajority Vote Requirement to Amend, Alter or Repeal the Provisions of Article IX	Mgmt	For	For
6	Eliminate Supermajority Vote Requirement to Amend Section 1, Election of Directors, of Article III of the Amended and Restated By-laws	Mgmt	For	For
7	Eliminate Supermajority Vote Requirement to Amend, Alter or Repeal the Provisions of Article X	Mgmt	For	For
8	Amend the Anti-Greenmail Provision Voting Standard in Article X, Section 2	Mgmt	For	For

## **EMCOR Group, Inc.**

Meeting Date: 06/11/2020

Country: USA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director John W. Altmeyer	Mgmt	For	For
1b	Elect Director Anthony J. Guzzi	Mgmt	For	For
1c	Elect Director Richard F. Hamm, Jr.	Mgmt	For	For
1d	Elect Director David H. Laidley	Mgmt	For	For
1e	Elect Director Carol P. Lowe	Mgmt	For	For
1f	Elect Director M. Kevin McEvoy	Mgmt	For	For
1g	Elect Director William P. Reid	Mgmt	For	For
1h	Elect Director Steven B. Schwarzwaelder	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

### **EMCOR Group, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1i	Elect Director Robin Walker-Lee	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify Ernst & Young LLP as Auditor	Mgmt	For	For
4	Amend Restricted Stock Plan	Mgmt	For	For
5	Provide Right to Act by Written Consent	SH	Against	Against

Blended Rationale: [SF-S0238-002] Shareholders should have the right to act without waiting for the company to call a shareholder meeting. At this company, shareholders already have the right to act by calling a special meeting.

# **Hipgnosis Songs Fund Ltd.**

Meeting Date: 06/11/2020

**Country:** Guernsey **Meeting Type:** Special

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Amendment to the Company's Investment Objective and Policy	Mgmt	For	For

## **Kindred Group Plc**

Meeting Date: 06/11/2020

**Country:** Malta **Meeting Type:** Special

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Special Meeting Agenda for Holders of Swedish Depository Receipts	Mgmt		
1	Open Meeting	Mgmt		
2	Elect Chairman of Meeting	Mgmt		
3	Prepare and Approve the Register of Shareholders Entitled to Vote	Mgmt		
4	Approve Agenda	Mgmt		
5	Designate Inspector or Shareholder Representative(s) of Minutes of Meeting	Mgmt		

Date range covered: 04/01/2020 to 06/30/2020

# **Kindred Group Plc**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
6	Determine Whether the Meeting has been Duly Convened	Mgmt		
7	Authorize Share Repurchase Program	Mgmt	For	For
8	Close Meeting	Mgmt		

### **Rubis SCA**

Meeting Date: 06/11/2020

**Country:** France **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Business	Mgmt	<u>-</u>	
1	Approve Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For
3	Approve Allocation of Income and Dividends of EUR 1.75 per Share and of EUR 0.87 per Preferred Share	Mgmt	For	For
4	Approve Stock Dividend Program	Mgmt	For	For
5	Reelect Olivier Heckenroth as Supervisory Board Member	Mgmt	For	For
6	Appoint PricewaterhouseCoopers Audit as Auditor	Mgmt	For	For
7	Appoint Patrice Morot as Alternate Auditor	Mgmt	For	For
8	Approve Compensation of Corporate Officers	Mgmt	For	For
9	Approve Compensation of Gilles Gobin, General Manager	Mgmt	For	For
10	Approve Compensation of Sorgema SARL, General Manager	Mgmt	For	For
11	Approve Compensation of Agena SAS, General Manager	Mgmt	For	For
12	Approve Compensation of Olivier Heckenroth, Chairman of the Supervisory Board	Mgmt	For	For
13	Approve Remuneration Policy of General Management	Mgmt	For	For
14	Approve Remuneration Policy of Supervisory Board Members	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

#### **Rubis SCA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
15	Authorize Repurchase of Up to 1 Percent of Issued Share Capital	Mgmt	For	For
16	Approve Auditors' Special Report on Related-Party Transactions	Mgmt	For	For
17	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For

## salesforce.com, inc.

**Meeting Date:** 06/11/2020

Country: USA

Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Marc Benioff	Mgmt	For	For
1b	Elect Director Craig Conway	Mgmt	For	For
1c	Elect Director Parker Harris	Mgmt	For	For
1d	Elect Director Alan Hassenfeld	Mgmt	For	For
1e	Elect Director Neelie Kroes	Mgmt	For	For
1f	Elect Director Colin Powell	Mgmt	For	For
1g	Elect Director Sanford Robertson	Mgmt	For	For
1h	Elect Director John V. Roos	Mgmt	For	For
1i	Elect Director Robin Washington	Mgmt	For	For
1j	Elect Director Maynard Webb	Mgmt	For	For
1k	Elect Director Susan Wojcicki	Mgmt	For	For
2	Amend Omnibus Stock Plan	Mgmt	For	For
3	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
5	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
6	Provide Right to Act by Written Consent	SH	Against	Against

Blended Rationale: [SF-S0238-002] Shareholders should have the right to act without waiting for the company to call a shareholder meeting. At this company, shareholders already have the right to act by calling a special meeting.

Date range covered: 04/01/2020 to 06/30/2020

# **Splunk Inc.**

Meeting Date: 06/11/2020

Country: USA

Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director John Connors	Mgmt	For	For
1b	Elect Director Patricia Morrison	Mgmt	For	For
1c	Elect Director Stephen Newberry	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditor	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

# **Wm Morrison Supermarkets Plc**

Meeting Date: 06/11/2020

**Country:** United Kingdom **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Remuneration Report	Mgmt	For	For
3	Approve Remuneration Policy	Mgmt	For	Against
	Blended Rationale: [LN-M0550-001] Remuneration arran	ngements are poorly struct	tured.	
4	Approve Final Dividend	Mgmt	For	For
5	Approve 2020 Sharesave Scheme	Mgmt	For	For
6	Re-elect Andrew Higginson as Director	Mgmt	For	Against
	Blended Rationale: [RU-M0201-001] Board has failed to	demonstate ability to effe	ctively represent shareholders' best interests.	
7	Re-elect David Potts as Director	Mgmt	For	For
8	Re-elect Trevor Strain as Director	Mgmt	For	For
9	Elect Michael Gleeson as Director	Mgmt	For	For
10	Re-elect Rooney Anand as Director	Mgmt	For	For

Blended Rationale: [LN-M0201-001] As remuneration committee member, responsible for poorly structured remuneration arrangements.

Date range covered: 04/01/2020 to 06/30/2020

## **Wm Morrison Supermarkets Plc**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
11	Re-elect Kevin Havelock as Director	Mgmt	For	For
	Blended Rationale: [LN-M0201-001] As remuneration arrangements.	committee member, resp	onsible for poorly structured remuneration	
12	Re-elect Belinda Richards as Director	Mgmt	For	For
	Blended Rationale: [LN-M0201-001] As remuneration arrangements.	committee member, resp	onsible for poorly structured remuneration	
13	Re-elect Paula Vennells as Director	Mgmt	For	For
	Blended Rationale: [LN-M0201-001] As remuneration arrangements.	committee member, resp	onsible for poorly structured remuneration	
14	Reappoint PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
15	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For
16	Authorise EU Political Donations and Expenditure	Mgmt	For	For
17	Authorise Issue of Equity	Mgmt	For	For
18	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
19	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For
20	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For

#### **Informa Plc**

Meeting Date: 06/12/2020

**Country:** United Kingdom **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Re-elect Derek Mapp as Director	Mgmt	For	For
2	Re-elect Stephen Carter as Director	Mgmt	For	For
3	Re-elect Gareth Wright as Director	Mgmt	For	For
4	Re-elect Gareth Bullock as Director	Mgmt	For	Against

Blended Rationale: [SF-M0201-020] Vote against compensation committee member because pay is not properly aligned with performance and/or peers.

Date range covered: 04/01/2020 to 06/30/2020

## **Informa Plc**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
5	Re-elect Stephen Davidson as Director	Mgmt	For	Against
	Blended Rationale: [LN-M0201-001] Nominee serves a structured arrangements. [SF-M0201-019] Nominee se believe raises substantial concerns about the director's	erves on an excessive num	ber of public company boards, which we	
6	Re-elect David Flaschen as Director	Mgmt	For	For
7	Re-elect Mary McDowell as Director	Mgmt	For	Against
	Blended Rationale: [SF-M0201-020] Vote against comperformance and/or peers.	pensation committee mem	ber because pay is not properly aligned with	
8	Re-elect Helen Owers as Director	Mgmt	For	Against
	Blended Rationale: [SF-M0201-020] Vote against comperformance and/or peers.	pensation committee mem	ber because pay is not properly aligned with	
9	Re-elect John Rishton as Director	Mgmt	For	For
10	Elect Gill Whitehead as Director	Mgmt	For	For
11	Accept Financial Statements and Statutory Reports	Mgmt	For	For
12	Approve Remuneration Report	Mgmt	For	For
13	Approve Remuneration Policy	Mgmt	For	Against
	Blended Rationale: [LN-M0550-001] Remuneration are	rangements are poorly stru	octured.	
14	Reappoint Deloitte LLP as Auditors	Mgmt	For	For
15	Authorise the Audit Committee to Fix Remuneration of Auditors	Mgmt	For	For
16	Authorise EU Political Donations and Expenditure	Mgmt	For	For
17	Authorise Issue of Equity	Mgmt	For	For
18	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
19	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For
20	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For
21	Adopt New Articles of Association	Mgmt	For	For
22	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For

## **KEYENCE** Corp.

Meeting Date: 06/12/2020 Country: Japan

Date range covered: 04/01/2020 to 06/30/2020

# **KEYENCE Corp.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 100	Mgmt	For	For
2.1	Elect Director Takizaki, Takemitsu	Mgmt	For	For
2.2	Elect Director Nakata, Yu	Mgmt	For	For
2.3	Elect Director Kimura, Keiichi	Mgmt	For	For
2.4	Elect Director Yamaguchi, Akiji	Mgmt	For	For
2.5	Elect Director Miki, Masayuki	Mgmt	For	For
2.6	Elect Director Yamamoto, Akinori	Mgmt	For	For
2.7	Elect Director Kanzawa, Akira	Mgmt	For	For
2.8	Elect Director Tanabe, Yoichi	Mgmt	For	For
2.9	Elect Director Taniguchi, Seiichi	Mgmt	For	For
3.1	Appoint Statutory Auditor Takeda, Hidehiko	Mgmt	For	For
3.2	Appoint Statutory Auditor Indo, Hiroji	Mgmt	For	For
4	Appoint Alternate Statutory Auditor Yamamoto, Masaharu	Mgmt	For	For

# **Regeneron Pharmaceuticals, Inc.**

Meeting Date: 06/12/2020

Country: USA
Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director N. Anthony Coles	Mgmt	For	For
1b	Elect Director Joseph L. Goldstein	Mgmt	For	For
1c	Elect Director Christine A. Poon	Mgmt	For	For
1d	Elect Director P. Roy Vagelos	Mgmt	For	For
1e	Elect Director Huda Y. Zoghbi	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
3	Amend Omnibus Stock Plan	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

## Regeneron Pharmaceuticals, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

# **British American Tobacco Malaysia Berhad**

Meeting Date: 06/15/2020

**Country:** Malaysia **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Elect Aseh bin Haji Che Mat as Director	Mgmt	For	For
2	Elect Christine Lee Oi Kuan as Director	Mgmt	For	For
3	Elect Jonathan Darlow Reed as Director	Mgmt	For	For
4	Elect Ignacio Ballester as Director	Mgmt	For	For
5	Approve Directors' Fees and Benefits	Mgmt	For	For
6	Approve KPMG PLT as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
7	Approve Renewal of Shareholders' Mandate for Recurrent Related Party Transactions	Mgmt	For	For
8	Approve Implementation of New Shareholders' Mandate for Recurrent Related Party Transactions	Mgmt	For	For

#### **Coca-Cola HBC AG**

Meeting Date: 06/16/2020

**Country:** Switzerland **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2.1	Approve Allocation of Income	Mgmt	For	For
2.2	Approve Dividend from Reserves	Mgmt	For	For
3	Approve Discharge of Board and Senior Management	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

#### Coca-Cola HBC AG

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4.1.1	Re-elect Anastassis David as Director and as Board Chairman	Mgmt	For	For
4.1.2	Re-elect Zoran Bogdanovic as Director	Mgmt	For	For
4.1.3	Re-elect Charlotte Boyle as Director and as Member of the Remuneration Committee	Mgmt	For	For
	Blended Rationale: [LN-M0201-007] As nomination com	nmittee member, responsi	ble for lack of independence.	
4.1.4	Re-elect Reto Francioni as Director and as Member of the Remuneration Committee	Mgmt	For	For
	Blended Rationale: [LN-M0201-007] As nomination com-	nmittee member, responsi	ble for lack of independence.	
4.1.5	Re-elect Olusola David-Borha as Director	Mgmt	For	For
4.1.6	Re-elect William Douglas III as Director	Mgmt	For	For
4.1.7	Re-elect Anastasios Leventis as Director	Mgmt	For	For
4.1.8	Re-elect Christodoulos Leventis as Director	Mgmt	For	For
4.1.9	Re-elect Alexandra Papalexopoulou as Director	Mgmt	For	For
	Blended Rationale: [LN-M0201-007] As nomination com	nmittee member, responsi	ble for lack of independence.	
4.1.A	Re-elect Jose Octavio Reyes as Director	Mgmt	For	For
4.1.B	Re-elect Alfredo Rivera as Director	Mgmt	For	For
4.1.C	Re-elect Ryan Rudolph as Director	Mgmt	For	For
4.2	Elect Anna Diamantopoulou as Director and as Member of the Remuneration Committee	Mgmt	For	For
5	Designate Ines Poeschel as Independent Proxy	Mgmt	For	For
6.1	Reappoint PricewaterhouseCoopers AG as Auditors	Mgmt	For	For
6.2	Advisory Vote on Reappointment of the Independent Registered Public Accounting Firm PricewaterhouseCoopers SA for UK Purposes	Mgmt	For	For
7	Approve UK Remuneration Report	Mgmt	For	For
8	Approve Remuneration Policy	Mgmt	For	For
9	Approve Swiss Remuneration Report	Mgmt	For	For
10.1	Approve Maximum Aggregate Amount of Remuneration for Directors	Mgmt	For	For
10.2	Approve Maximum Aggregate Amount of Remuneration for the Operating Committee	Mgmt	For	For
11	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# **Kering SA**

**Meeting Date:** 06/16/2020

Country: France

Meeting Type: Annual/Special

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction	
	Ordinary Business	Mgmt			
1	Approve Financial Statements and Statutory Reports	Mgmt	For	For	
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For	
3	Approve Allocation of Income and Dividends of EUR 8 per Share	Mgmt	For	For	
4	Reelect Jean-Pierre Denis as Director	Mgmt	For	Against	
	Blended Rationale: [SF-M0201-020] Vote against comperformance and/or peers.	pensation committee mem	ber because pay is not properly aligned with		
5	Reelect Ginevra Elkann as Director	Mgmt	For	Against	
	Blended Rationale: [SF-M0201-020] Vote against compensation committee member because pay is not properly aligned with performance and/or peers.				
6	Reelect Sophie L Helias as Director	Mgmt	For	Against	
	Blended Rationale: [SF-M0201-020] Vote against comperformance and/or peers.	pensation committee mem	ber because pay is not properly aligned with		
7	Elect Jean Liu as Director	Mgmt	For	For	
8	Elect Tidjane Thiam as Director	Mgmt	For	For	
9	Elect Emma Watson as Director	Mgmt	For	Against	
	Blended Rationale: [SF-M0400-003] We believe this pr	oposal is not in the best in	nterest of shareholders.		
10	Approve Compensation of Corporate Officers	Mgmt	For	For	
11	Approve Compensation of Francois-Henri Pinault, Chairman and CEO	Mgmt	For	Against	
	Blended Rationale: [LN-M0550-001] Remuneration arrangements are poorly structured. [SD-M0550-006] Vesting conditions and performance hurdles are unsatisfactory.				
12	Approve Compensation of Jean-Francois Palus, Vice-CEO	Mgmt	For	Against	
	Blended Rationale: [LN-M0550-001] Remuneration arrand performance hurdles are unsatisfactory.	angements are poorly stru	ctured. [SD-M0550-006] Vesting conditions		
13	Approve Remuneration Policy of Executive Corporate Officers	Mgmt	For	For	
14	Approve Remuneration Policy of Corporate Officers	Mgmt	For	For	
15	Renew Appointments of Deloitte and Associes as Auditor and BEAS as Alternate Auditor	Mgmt	For	For	

Date range covered: 04/01/2020 to 06/30/2020

# **Kering SA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
16	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
	Extraordinary Business	Mgmt		
17	Authorize up to 1 Percent of Issued Capital for Use in Restricted Stock Plans	Mgmt	For	For
	Blended Rationale: [SF-M0550-002] We find the report understanding of the company's approach to paying its		to provide shareholders with a clear	
18	Amend Article 10 of Bylaws Re: Shares Hold by Directors and Employee Representative	Mgmt	For	For
	Blended Rationale: [LN-M0100-003] Potential to signific	antly weaken shareholder	rights.	
19	Amend Article 11 of Bylaws Re: Board Power	Mgmt	For	For
20	Amend Article 13 of Bylaws Re: Board Members Deliberation via Written Consultation	Mgmt	For	For
21	Remove Article 18 of Bylaws Re: Censors	Mgmt	For	For
22	Amend Article 17 of Bylaws Re: Board Remuneration	Mgmt	For	For
23	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For

# **Mastercard Incorporated**

Meeting Date: 06/16/2020

Country: USA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Richard Haythornthwaite	Mgmt	For	For
1b	Elect Director Ajay Banga	Mgmt	For	For
1c	Elect Director Richard K. Davis	Mgmt	For	For
1d	Elect Director Steven J. Freiberg	Mgmt	For	For
1e	Elect Director Julius Genachowski	Mgmt	For	For
1f	Elect Director Choon Phong Goh	Mgmt	For	For
1g	Elect Director Merit E. Janow	Mgmt	For	For
1h	Elect Director Oki Matsumoto	Mgmt	For	For
1i	Elect Director Youngme Moon	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# **Mastercard Incorporated**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1j	Elect Director Rima Qureshi	Mgmt	For	For
1k	Elect Director Jose Octavio Reyes Lagunes	Mgmt	For	For
11	Elect Director Gabrielle Sulzberger	Mgmt	For	For
1m	Elect Director Jackson Tai	Mgmt	For	For
1n	Elect Director Lance Uggla	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For

# MetLife, Inc.

Meeting Date: 06/16/2020

Country: USA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Cheryl W. Grise	Mgmt	For	For
1b	Elect Director Carlos M. Gutierrez	Mgmt	For	For
1c	Elect Director Gerald L. Hassell	Mgmt	For	For
1d	Elect Director David L. Herzog	Mgmt	For	For
1e	Elect Director R. Glenn Hubbard	Mgmt	For	For
1f	Elect Director Edward J. Kelly, III	Mgmt	For	For
1g	Elect Director William E. Kennard	Mgmt	For	For
1h	Elect Director Michel A. Khalaf	Mgmt	For	For
1i	Elect Director Catherine R. Kinney	Mgmt	For	For
1j	Elect Director Diana L. McKenzie	Mgmt	For	For
1k	Elect Director Denise M. Morrison	Mgmt	For	For
11	Elect Director Mark A. Weinberger	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# NTT DoCoMo, Inc.

**Meeting Date:** 06/16/2020

**Country:** Japan **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 60	Mgmt	For	For
2	Amend Articles to Abolish Board Structure with Statutory Auditors - Adopt Board Structure with Audit Committee - Amend Provisions on Number of Directors - Authorize Directors to Execute Day to Day Operations without Full Board Approval	Mgmt	For	For
3.1	Elect Director Yoshizawa, Kazuhiro	Mgmt	For	For
3.2	Elect Director Ii, Motoyuki	Mgmt	For	For
3.3	Elect Director Maruyama, Seiji	Mgmt	For	For
3.4	Elect Director Fujiwara, Michio	Mgmt	For	For
3.5	Elect Director Hiroi, Takashi	Mgmt	For	For
3.6	Elect Director Tateishi, Mayumi	Mgmt	For	For
3.7	Elect Director Shintaku, Masaaki	Mgmt	For	For
3.8	Elect Director Endo, Noriko	Mgmt	For	For
3.9	Elect Director Kikuchi, Shin	Mgmt	For	For
3.10	Elect Director Kuroda, Katsumi	Mgmt	For	For
4.1	Elect Director and Audit Committee Member Suto, Shoji	Mgmt	For	For
4.2	Elect Director and Audit Committee Member Sagae, Hironobu	Mgmt	For	Against
	Blended Rationale: [RJ-M0201-020] AGAINST affiliat	ted outsiders as the non	ninee sits on audit committee.	
4.3	Elect Director and Audit Committee Member Nakata, Katsumi	Mgmt	For	Against
	Blended Rationale: [RJ-M0201-020] AGAINST affiliat	ted outsiders as the non	ninee sits on audit committee.	
4.4	Elect Director and Audit Committee Member Kajikawa, Mikio	Mgmt	For	For
4.5	Elect Director and Audit Committee Member Tsujiyama, Eiko	Mgmt	For	For
5	Approve Compensation Ceiling for Directors Who Are Not Audit Committee Members	Mgmt	For	For
6	Approve Compensation Ceiling for Directors Who Are Audit Committee Members	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

## Okta, Inc.

Meeting Date: 06/16/2020

Country: USA

Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Shellye Archambeau	Mgmt	For	For
1.2	Elect Director Robert L. Dixon, Jr.	Mgmt	For	For
1.3	Elect Director Patrick Grady	Mgmt	For	For
1.4	Elect Director Ben Horowitz	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

#### **PT Astra International Tbk**

Meeting Date: 06/16/2020

Country: Indonesia

Meeting Type: Annual

roposal umber	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Allocation of Income	Mgmt	For	For
3	Approve Changes in Board of Company and Approve Remuneration of Directors and Commissioners	Mgmt	For	Against
	Blended Rationale: [SF-M0000-001] Vote against d	ue to lack of disclosure.		
4	Approve Tanudiredja, Wibisana, Rintis & Rekan as Auditors	Mgmt	For	Against

Blended Rationale: [SF-M0000-001] Vote against due to lack of disclosure.

# Square, Inc.

**Meeting Date:** 06/16/2020

Country: USA

Date range covered: 04/01/2020 to 06/30/2020

# **Square**, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Roelof Botha	Mgmt	For	For
1.2	Elect Director Amy Brooks	Mgmt	For	For
1.3	Elect Director James McKelvey	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
4	Report on Non-Management Employee Representation on the Board of Directors	SH	Against	Against

Blended Rationale: 1- [SF-S4578-106] Company already has policies in place to address these issues.

# **Evolution Gaming Group AB**

**Meeting Date:** 06/17/2020 **Country:** Sweden

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Open Meeting	Mgmt		
2	Elect Chairman of Meeting	Mgmt	For	For
3	Prepare and Approve List of Shareholders	Mgmt	For	For
4	Approve Agenda of Meeting	Mgmt	For	For
5	Designate Inspector(s) of Minutes of Meeting	Mgmt	For	For
6	Acknowledge Proper Convening of Meeting	Mgmt	For	For
7.a	Accept Financial Statements and Statutory Reports	Mgmt	For	For
7.b	Approve Allocation of Income and Dividends of EUR 0.42 Per Share	Mgmt	For	For
7.c	Approve Discharge of Board and President	Mgmt	For	For
8	Determine Number of Members (6) and Deputy Members (0) of Board	Mgmt	For	For
9	Approve Remuneration of Directors in the Aggregate Amount of EUR 150,000	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# **Evolution Gaming Group AB**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
10	Reelect Jens von Bahr (Chairman), Joel Citron, Jonas Engwall, Cecilia Lager, Ian Livingstone and Fredrik Osterberg as Directors	Mgmt	For	Against
	Blended Rationale: [LN-M0201-009] As nomination con	mmittee member, responsi	ible for lack of diversity.	
11	Approve Remuneration of Auditors	Mgmt	For	For
12	Ratify PricewaterhouseCoopers as Auditors	Mgmt	For	For
13	Approve Nomination Committee Procedures	Mgmt	For	For
14	Approve Remuneration Policy And Other Terms of Employment For Executive Management	Mgmt	For	For
15	Authorize Share Repurchase Program	Mgmt	For	For
16	Authorize Reissuance of Repurchased Shares	Mgmt	For	For
17	Approve EUR 1,014 Reduction in Share Capital via Share Cancellation; Increase Share Capital Through Bonus Issue of EUR 1,014	Mgmt	For	For
18	Approve Issuance of up to 10 Percent of Issued Shares without Preemptive Rights	Mgmt	For	For
19	Close Meeting	Mgmt		

# Hankyu Hanshin Holdings, Inc.

Meeting Date: 06/17/2020

Country: Japan Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 25	Mgmt	For	For
2	Amend Articles to Abolish Board Structure with Statutory Auditors - Adopt Board Structure with Audit Committee - Amend Provisions on Number of Directors - Authorize Directors to Execute Day to Day Operations without Full Board Approval	Mgmt	For	For
3.1	Elect Director Sumi, Kazuo	Mgmt	For	For
3.2	Elect Director Sugiyama, Takehiro	Mgmt	For	For
3.3	Elect Director Shin, Masao	Mgmt	For	For
3.4	Elect Director Inoue, Noriyuki	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# Hankyu Hanshin Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.5	Elect Director Endo, Noriko	Mgmt	For	For
3.6	Elect Director Shimatani, Yoshishige	Mgmt	For	For
3.7	Elect Director Araki, Naoya	Mgmt	For	For
3.8	Elect Director Tsuru, Yuki	Mgmt	For	For
4.1	Elect Director and Audit Committee Member Ishibashi, Masayoshi	Mgmt	For	For
4.2	Elect Director and Audit Committee Member Ishii, Junzo	Mgmt	For	For
4.3	Elect Director and Audit Committee Member Komiyama, Michiari	Mgmt	For	For
5	Elect Alternate Director and Audit Committee Member Tsuru, Yuki	Mgmt	For	For
6	Approve Compensation Ceiling for Directors Who Are Not Audit Committee Members	Mgmt	For	For
7	Approve Compensation Ceiling for Directors Who Are Audit Committee Members	Mgmt	For	For
8	Approve Trust-Type Equity Compensation Plan	Mgmt	For	For

# **HubSpot, Inc.**

**Meeting Date:** 06/17/2020

Country: USA

Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Julie Herendeen	Mgmt	For	For
1b	Elect Director Michael Simon	Mgmt	For	For
1c	Elect Director Jay Simons	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

# Japan Post Holdings Co. Ltd.

Meeting Date: 06/17/2020

Country: Japan

Date range covered: 04/01/2020 to 06/30/2020

# **Japan Post Holdings Co. Ltd.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Masuda, Hiroya	Mgmt	For	For
1.2	Elect Director Ikeda, Norito	Mgmt	For	For
1.3	Elect Director Kinugawa, Kazuhide	Mgmt	For	For
1.4	Elect Director Senda, Tetsuya	Mgmt	For	For
1.5	Elect Director Mimura, Akio	Mgmt	For	For
1.6	Elect Director Ishihara, Kunio	Mgmt	For	For
1.7	Elect Director Charles D. Lake II	Mgmt	For	For
1.8	Elect Director Hirono, Michiko	Mgmt	For	For
1.9	Elect Director Okamoto, Tsuyoshi	Mgmt	For	For
1.10	Elect Director Koezuka, Miharu	Mgmt	For	For
1.11	Elect Director Akiyama, Sakie	Mgmt	For	For
1.12	Elect Director Kaiami, Makoto	Mgmt	For	For
1.13	Elect Director Satake, Akira	Mgmt	For	For

## **KDDI Corp.**

Meeting Date: 06/17/2020

**Country:** Japan **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 60	Mgmt	For	For
2.1	Elect Director Tanaka, Takashi	Mgmt	For	For
2.2	Elect Director Takahashi, Makoto	Mgmt	For	For
2.3	Elect Director Shoji, Takashi	Mgmt	For	For
2.4	Elect Director Muramoto, Shinichi	Mgmt	For	For
2.5	Elect Director Mori, Keiichi	Mgmt	For	For
2.6	Elect Director Morita, Kei	Mgmt	For	For
2.7	Elect Director Amamiya, Toshitake	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

## **KDDI Corp.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.8	Elect Director Takeyama, Hirokuni	Mgmt	For	For
2.9	Elect Director Yoshimura, Kazuyuki	Mgmt	For	For
2.10	Elect Director Yamaguchi, Goro	Mgmt	For	For
2.11	Elect Director Yamamoto, Keiji	Mgmt	For	For
2.12	Elect Director Oyagi, Shigeo	Mgmt	For	For
2.13	Elect Director Kano, Riyo	Mgmt	For	For
2.14	Elect Director Goto, Shigeki	Mgmt	For	For
3.1	Appoint Statutory Auditor Takagi, Kenichiro	Mgmt	For	For
3.2	Appoint Statutory Auditor Honto, Shin	Mgmt	For	For
3.3	Appoint Statutory Auditor Matsumiya, Toshihiko	Mgmt	For	For
3.4	Appoint Statutory Auditor Karube, Jun	Mgmt	For	For

# **Lakeland Industries, Inc.**

Meeting Date: 06/17/2020

Country: USA

Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Christopher J. Ryan	Mgmt	For	For
1.2	Elect Director A. John Kreft	Mgmt	For	Withhold
	Blended Rationale: [RU-M0201-028] Vote against a account for diversity on the board	Nominating/Governance C	committee member for failure to adequ	uately
2	Ratify Friedman LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
	Other Business	Mgmt	For	Against

opportunity to review and understand those measures and carry out an appropriate level of shareholder oversight.

# ServiceNow, Inc.

Meeting Date: 06/17/2020

Country: USA

Date range covered: 04/01/2020 to 06/30/2020

# ServiceNow, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director William R. "Bill" McDermott	Mgmt	For	For
1b	Elect Director Anita M. Sands	Mgmt	For	For
1c	Elect Director Dennis M. Woodside	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
4	Declassify the Board of Directors	Mgmt	For	For
5	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year

# **Symrise AG**

Meeting Date: 06/17/2020

**Country:** Germany **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal 2019 (Non-Voting)	Mgmt		
2	Approve Allocation of Income and Dividends of EUR 0.95 per Share	Mgmt	For	For
3	Approve Discharge of Management Board for Fiscal 2019	Mgmt	For	For
4	Approve Discharge of Supervisory Board for Fiscal 2019	Mgmt	For	For
5	Ratify Ernst & Young GmbH as Auditors for Fiscal 2020	Mgmt	For	For
6.1	Elect Michael Koenig to the Supervisory Board	Mgmt	For	For
	Blended Rationale: .			
6.2	Elect Peter Vanacker to the Supervisory Board	Mgmt	For	For
7	Authorize Share Repurchase Program and Reissuance or Cancellation of Repurchased Shares	Mgmt	For	For
8	Amend Articles Re: Participation and Voting Right	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# **Astellas Pharma, Inc.**

Meeting Date: 06/18/2020 Country: Japan

Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Hatanaka, Yoshihiko	Mgmt	For	For
1.2	Elect Director Yasukawa, Kenji	Mgmt	For	For
1.3	Elect Director Okamura, Naoki	Mgmt	For	For
1.4	Elect Director Sekiyama, Mamoru	Mgmt	For	For
1.5	Elect Director Yamagami, Keiko	Mgmt	For	For
1.6	Elect Director Kawabe, Hiroshi	Mgmt	For	For
1.7	Elect Director Ishizuka, Tatsuro	Mgmt	For	For
2.1	Elect Director and Audit Committee Member Yoshimitsu, Toru	Mgmt	For	For
2.2	Elect Director and Audit Committee Member Sasaki, Hiro	Mgmt	For	For
2.3	Elect Director and Audit Committee Member Takahashi, Raita	Mgmt	For	For

# Autodesk, Inc.

Meeting Date: 06/18/2020

**Country:** USA **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Andrew Anagnost	Mgmt	For	For
1b	Elect Director Karen Blasing	Mgmt	For	For
1c	Elect Director Reid French	Mgmt	For	For
1d	Elect Director Ayanna Howard	Mgmt	For	For
1e	Elect Director Blake Irving	Mgmt	For	For
1f	Elect Director Mary T. McDowell	Mgmt	For	For
1g	Elect Director Stephen Milligan	Mgmt	For	For
1h	Elect Director Lorrie M. Norrington	Mgmt	For	For
<b>1</b> i	Elect Director Betsy Rafael	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# Autodesk, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1j	Elect Director Stacy J. Smith	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

# BJ's Wholesale Club Holdings, Inc.

Meeting Date: 06/18/2020

Country: USA

Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Maile Clark	Mgmt	For	For
1.2	Elect Director Thomas A. Kingsbury	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
4	Declassify the Board of Directors	Mgmt	For	For

# **Bloomberry Resorts Corporation**

Meeting Date: 06/18/2020

Country: Philippines
Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Minutes of the Annual Stockholders' Meeting held on April 11, 2019	Mgmt	For	For
2	Approve Audited Financial Statements	Mgmt	For	For
3	Ratify All Acts, Contracts, Investments and Resolutions of the Board of Directors and Management Since the Last Annual Stockholders' Meeting	Mgmt	For	For
	Elect 7 Directors by Cumulative Voting	Mgmt		
4.1	Elect Enrique K. Razon Jr. as Director	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# **Bloomberry Resorts Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4.2	Elect Jose Eduardo J. Alarilla as Director	Mgmt	For	Abstain
	Blended Rationale: [LN-M0201-005] Non-independent Remuneration Committee not independent	director on inadequately i	ndependent board.[HK-M0201-012] Chair of	
4.3	Elect Donato C. Almeda as Director	Mgmt	For	Abstain
	Blended Rationale: [LN-M0201-005] Non-independent	director on inadequately i	independent board.	
4.4	Elect Thomas Arasi as Director	Mgmt	For	Abstain
	Blended Rationale: [LN-M0201-005] Non-independent	director on inadequately i	independent board.	
4.5	Elect Christian R. Gonzalez as Director	Mgmt	For	Abstain
	Blended Rationale: [LN-M0201-005] Non-independent	director on inadequately i	independent board.	
4.6	Elect Carlos C. Ejercito as Director	Mgmt	For	For
4.7	Elect Jose P. Perez as Director	Mgmt	For	For
5	Appoint External Auditor	Mgmt	For	For

# **Equinix, Inc.**

Meeting Date: 06/18/2020

Country: USA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Thomas Bartlett	Mgmt	For	For
1.2	Elect Director Nanci Caldwell	Mgmt	For	For
1.3	Elect Director Adaire Fox-Martin	Mgmt	For	For
1.4	Elect Director Gary Hromadko	Mgmt	For	For
1.5	Elect Director William Luby	Mgmt	For	For
1.6	Elect Director Irving Lyons, III	Mgmt	For	For
1.7	Elect Director Charles Meyers	Mgmt	For	For
1.8	Elect Director Christopher Paisley	Mgmt	For	For
1.9	Elect Director Sandra Rivera	Mgmt	For	For
1.10	Elect Director Peter Van Camp	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Approve Omnibus Stock Plan	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

## **Equinix, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
5	Report on Political Contributions	SH	Against	Against

Blended Rationale: 1- [SF-S4578-106] Company already has policies in place to address these issues.

## **International Container Terminal Services, Inc.**

Meeting Date: 06/18/2020

**Country:** Philippines **Meeting Type:** Annual

1 Call to Order Mgmt For	
· · · · · · · · · · · · · · · · · · ·	For
2 Determination of Existence of Quorum Mgmt For	For
Approve Minutes of the Annual Stockholders' Mgmt For Meeting Held on April 11, 2019	For
4 Presentation of Chairman's Report Mgmt For	For
5 Approve the Chairman's Report and the 2019 Mgmt For Audited Financial Statements	For
Ratify the Acts, Contracts, Investments, and Mgmt For Resolutions of the Board of Directors and Management Since the Last Annual Stockholders' Meeting	For
Elect 7 Directors by Cumulative Voting Mgmt	
7.1 Elect Enrique K. Razon, Jr. as Director Mgmt For	For
7.2 Elect Cesar A. Buenaventura as Director Mgmt For	For
7.3 Elect Octavio Victor R. Espiritu as Director Mgmt For	For
Blended Rationale: Upon engagement, decided to vote FOR.	
7.4 Elect Joseph R. Higdon as Director Mgmt For	For
7.5 Elect Jose C. Ibazeta as Director Mgmt For	Withhold
Blended Rationale: [SF-M0201-025] The nomination committee is not majority independent. [SD-M0201-005] Nominee is not independent and serves on a key committee. (Chair of Nomination Committee)	
7.6 Elect Stephen A. Paradies as Director Mgmt For	For

Blended Rationale: [HK-M0201-013] Remuneration Committee without majority independence[SF-M0201-025] The nomination committee is not a majority independent.

Date range covered: 04/01/2020 to 06/30/2020

# **International Container Terminal Services, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
7.7	Elect Andres Soriano III as Director	Mgmt	For	Withhold
	Blended Rationale: [HK-M0201-012] Chair of Remu Committee without majority independence	neration Committee no	t independent.[HK-M0201-013] Re	emuneration
8	Appoint External Auditors	Mgmt	For	For
	Blended Rationale: Upon engagement, and analysin promised enhanced disclosure in the future.	ng five year track record	d, decided to support managemen	nt. The company has
9	Approve Other Matters	Mgmt	For	Against
	Blended Rationale: [SF-M0125-001] We oppose giv opportunity to review and understand those measu		•	-
10	Adjournment	Mgmt	For	For

#### **Komatsu Ltd.**

**Meeting Date:** 06/18/2020

**Country:** Japan **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 39	Mgmt	For	For
2.1	Elect Director Ohashi, Tetsuji	Mgmt	For	For
2.2	Elect Director Ogawa, Hiroyuki	Mgmt	For	For
2.3	Elect Director Moriyama, Masayuki	Mgmt	For	For
2.4	Elect Director Mizuhara, Kiyoshi	Mgmt	For	For
2.5	Elect Director Urano, Kuniko	Mgmt	For	For
2.6	Elect Director Kigawa, Makoto	Mgmt	For	For
2.7	Elect Director Kunibe, Takeshi	Mgmt	For	For
2.8	Elect Director Arthur M. Mitchell	Mgmt	For	For
3	Appoint Statutory Auditor Sasaki, Terumi	Mgmt	For	For

#### **MHP SE**

**Meeting Date:** 06/18/2020

Country: Cyprus
Meeting Type: Annual

Date range covered: 04/01/2020 to 06/30/2020

### **MHP SE**

Proposal				Vote
Number	Proposal Text	Proponent	Mgmt Rec	Instruction
	Meeting for GDR Holders	Mgmt		
1	Accept Consolidated Financial Statements and Statutory Reports	Mgmt	For	For
2	Accept Financial Statements and Statutory Reports	Mgmt	For	For
3	Approve Ernst & Young Cyprus Limited as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
4	Reelect John Clifford Rich as Director	Mgmt	For	For
	Blended Rationale: [LN-M0201-006] As chairman of the	e board, responsible for th	e poor composition of the committees.	
5	Reelect John Grant as Director	Mgmt	For	Against
	Blended Rationale: [HK-S0276-004] Non-independent of	director on key committee.		
6	Reelect Roger Wills as Director	Mgmt	For	For
7	Reelect Roberto Banfi as Director	Mgmt	For	For
8	Reelect Christakis Taoushanis as Director	Mgmt	For	For
9	Reelect Yuriy Kosyuk as Director	Mgmt	For	For
10	Reelect Yuriy Melnyk as Director	Mgmt	For	For
11	Reelect Victoriya B Kapeliushna as Director	Mgmt	For	For
12	Approve Director Remuneration	Mgmt	For	For

## **Randstad NV**

**Meeting Date:** 06/18/2020

**Country:** Netherlands **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt		
1	Open Meeting	Mgmt		
2a	Receive Report of Executive Board and Supervisory Board (Non-Voting)	Mgmt		
2b	Approve Remuneration Report	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

### **Randstad NV**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2c	Amend Articles of Association Re: Transitory Provision for the Dividend on the Preference Shares B	Mgmt	For	For
2d	Adopt Financial Statements	Mgmt	For	For
2e	Receive Explanation on Company's Reserves and Dividend Policy	Mgmt		
3a	Approve Discharge of Management Board	Mgmt	For	For
3b	Approve Discharge of Supervisory Board	Mgmt	For	For
4a	Approve Remuneration Policy for Management Board Members	Mgmt	For	For
4b	Approve Remuneration Policy for Supervisory Board Members	Mgmt	For	For
5	Elect Rene Steenvoorden to Management Board	Mgmt	For	For
6a	Elect Helene Auriol Potier to Supervisory Board	Mgmt	For	For
6b	Reelect Wout Dekker to Supervisory Board	Mgmt	For	For
7a	Grant Board Authority to Issue Shares Up To 10 Percent of Issued Capital and Restrict/Exclude Preemptive Rights	Mgmt	For	For
7b	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
7c	Authorize Cancel Repurchase of Up to 10 Percent of Issued Share Capital under Item 7b	Mgmt	For	For
8	Reelect Sjoerd van Keulen as Board Member of Stichting Administratiekantoor Preferente Aandelen Randstad	Mgmt	For	For
9	Ratify Deloitte as Auditors	Mgmt	For	For
10	Other Business (Non-Voting)	Mgmt		
11	Close Meeting	Mgmt		

# **Zoom Video Communications, Inc.**

Meeting Date: 06/18/2020 Country: USA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Peter Gassner	Mamt	For	Withhold

Date range covered: 04/01/2020 to 06/30/2020

# **Zoom Video Communications, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Blended Rationale: [SF-M0201-015] Vote against for fail attendance.	ure to attend at least 75%	6 of board and relevant committee	
1.2	Elect Director Eric S. Yuan	Mgmt	For	For
1.3	Elect Director H.R. McMaster	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For

# **DENSO** Corp.

Meeting Date: 06/19/2020

**Country:** Japan **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Arima, Koji	Mgmt	For	For
1.2	Elect Director Yamanaka, Yasushi	Mgmt	For	For
1.3	Elect Director Wakabayashi, Hiroyuki	Mgmt	For	For
1.4	Elect Director Usui, Sadahiro	Mgmt	For	For
1.5	Elect Director Toyoda, Akio	Mgmt	For	For
1.6	Elect Director George Olcott	Mgmt	For	For
1.7	Elect Director Kushida, Shigeki	Mgmt	For	For
1.8	Elect Director Mitsuya, Yuko	Mgmt	For	For
2	Appoint Alternate Statutory Auditor Kitagawa, Hiromi	Mgmt	For	For
3	Approve Annual Bonus	Mgmt	For	For
4	Approve Cash Compensation Ceiling for Directors and Restricted Stock Plan	Mgmt	For	For

## Fortinet, Inc.

**Meeting Date:** 06/19/2020

Country: USA

Date range covered: 04/01/2020 to 06/30/2020

# Fortinet, Inc.

Proposal				Vote
Number	Proposal Text	Proponent	Mgmt Rec	Instructi
1.1	Elect Director Ken Xie	Mgmt	For	For
1.2	Elect Director Michael Xie	Mgmt	For	For
1.3	Elect Director Kelly Ducourty	Mgmt	For	For
1.4	Elect Director Jean Hu	Mgmt	For	For
1.5	Elect Director Ming Hsieh	Mgmt	For	For
1.6	Elect Director William H. Neukom	Mgmt	For	For
1.7	Elect Director Christopher B. Paisley	Mgmt	For	For
1.8	Elect Director Judith Sim	Mgmt	For	For
	Blended Rationale: [SF-M0201-015] Vote against for attendance.	or failure to attend at le	east 75% of board and relevant committe	ee
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
4	Provide Right to Act by Written Consent	SH	Against	Against
	Blended Rationale: 1- [SF-S4578-111] Upon Engag	nement Decided to Supp	port Management	
5	Prepare Employment Diversity Report	SH	Against	For

**Honda Motor Co., Ltd.** 

Meeting Date: 06/19/2020

Country: Japan
Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Mikoshiba, Toshiaki	Mgmt	For	For
1.2	Elect Director Hachigo, Takahiro	Mgmt	For	For
1.3	Elect Director Kuraishi, Seiji	Mgmt	For	For
1.4	Elect Director Takeuchi, Kohei	Mgmt	For	For
1.5	Elect Director Mibe, Toshihiro	Mgmt	For	For
1.6	Elect Director Koide, Hiroko	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

## **Honda Motor Co., Ltd.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.7	Elect Director Kokubu, Fumiya	Mgmt	For	For
1.8	Elect Director Ito, Takanobu	Mgmt	For	For

# Lyft, Inc.

Meeting Date: 06/19/2020

Country: USA

Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Logan Green	Mgmt	For	For
1.2	Elect Director Ann Miura-Ko	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year

## Marubeni Corp.

**Meeting Date:** 06/19/2020

Country: Japan

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Amend Articles to Change Location of Head Office	Mgmt	For	For
2.1	Elect Director Kokubu, Fumiya	Mgmt	For	For
2.2	Elect Director Takahara, Ichiro	Mgmt	For	For
2.3	Elect Director Kakinoki, Masumi	Mgmt	For	For
2.4	Elect Director Ishizuki, Mutsumi	Mgmt	For	For
2.5	Elect Director Oikawa, Kenichiro	Mgmt	For	For
2.6	Elect Director Furuya, Takayuki	Mgmt	For	For
2.7	Elect Director Kitabata, Takao	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# **Marubeni Corp.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.8	Elect Director Takahashi, Kyohei	Mgmt	For	For
2.9	Elect Director Okina, Yuri	Mgmt	For	For
2.10	Elect Director Hatchoji, Takashi	Mgmt	For	For
2.11	Elect Director Kitera, Masato	Mgmt	For	For
3.1	Appoint Statutory Auditor Kikuchi, Yoichi	Mgmt	For	For
3.2	Appoint Statutory Auditor Nishiyama, Shigeru	Mgmt	For	For
4	Approve Compensation Ceiling for Directors	Mgmt	For	For

# Nitto Denko Corp.

**Meeting Date:** 06/19/2020

**Country:** Japan **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 100	Mgmt	For	For
2	Approve Annual Bonus	Mgmt	For	For
3.1	Elect Director Takasaki, Hideo	Mgmt	For	For
3.2	Elect Director Todokoro, Nobuhiro	Mgmt	For	For
3.3	Elect Director Miki, Yosuke	Mgmt	For	For
3.4	Elect Director Iseyama, Yasuhiro	Mgmt	For	For
3.5	Elect Director Furuse, Yoichiro	Mgmt	For	For
3.6	Elect Director Hatchoji, Takashi	Mgmt	For	For
3.7	Elect Director Fukuda, Tamio	Mgmt	For	For
3.8	Elect Director Wong Lai Yong	Mgmt	For	For
4.1	Appoint Statutory Auditor Teranishi, Masashi	Mgmt	For	For
4.2	Appoint Statutory Auditor Shiraki, Mitsuhide	Mgmt	For	For
5	Approve Compensation Ceiling for Directors	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

#### **Renault SA**

Meeting Date: 06/19/2020 Country: France

Meeting Type: Annual/Special

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Business	Mgmt	<b>3</b>	<del></del>
1	Approve Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For
3	Approve Allocation of Income and Absence of Dividends	Mgmt	For	For
4	Receive Auditors' Report on Equity Securities Remuneration	Mgmt	For	For
5	Approve Auditors' Special Report on Related-Party Transactions Mentioning the Absence of New Transactions	Mgmt	For	For
6	Ratify Appointment of Joji Tagawa as Director	Mgmt	For	For
7	Renew Appointment of KPMG as Auditor	Mgmt	For	For
8	Appoint Mazars as Auditor	Mgmt	For	For
9	Approve Compensation of Corporate Officers	Mgmt	For	For
10	Approve Compensation of Jean-Dominique Senard, Chairman of the Board	Mgmt	For	For
11	Approve Compensation of Thierry Bollore, CEO	Mgmt	For	For
12	Approve Compensation of Clotilde Delbos, Interim-CEO	Mgmt	For	For
13	Approve Remuneration Policy of Chairman of the Board	Mgmt	For	For
14	Approve Remuneration Policy of CEO	Mgmt	For	For
15	Approve Remuneration Policy of Interim-CEO	Mgmt	For	For
16	Approve Remuneration Policy of Directors	Mgmt	For	For
17	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
	Extraordinary Business	Mgmt		
18	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For
19	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of EUR 350 Million	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

### **Renault SA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
20	Authorize Issuance of Equity or Equity-Linked Securities without Preemptive Rights up to Aggregate Nominal Amount of EUR 120 Million	Mgmt	For	For
21	Approve Issuance of Equity or Equity-Linked Securities for Private Placements, up to Aggregate Nominal Amount of EUR 60 Million	Mgmt	For	For
22	Authorize Capital Increase of Up to EUR 120 Million for Future Exchange Offers	Mgmt	For	For
23	Authorize Capital Increase of up to 10 Percent of Issued Capital for Contributions in Kind	Mgmt	For	For
24	Authorize Capitalization of Reserves of Up to EUR 1 Billion for Bonus Issue or Increase in Par Value	Mgmt	For	For
25	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	For
26	Amend Article 11 of Bylaws Re: Employee Shareholder Representative	Mgmt	For	For
27	Amend Article 20 of Bylaws Re: Alternate Auditors	Mgmt	For	For
	Ordinary Business	Mgmt		
28	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For

# Resona Holdings, Inc.

Meeting Date: 06/19/2020 Country: Japan

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Higashi, Kazuhiro	Mgmt	For	For
1.2	Elect Director Minami, Masahiro	Mgmt	For	For
1.3	Elect Director Noguchi, Mikio	Mgmt	For	For
1.4	Elect Director Kawashima, Takahiro	Mgmt	For	For
1.5	Elect Director Urano, Mitsudo	Mgmt	For	For
1.6	Elect Director Matsui, Tadamitsu	Mgmt	For	For
1.7	Elect Director Sato, Hidehiko	Mgmt	For	For
1.8	Elect Director Baba, Chiharu	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# Resona Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.9	Elect Director Iwata, Kimie	Mgmt	For	For
1.10	Elect Director Egami, Setsuko	Mgmt	For	For

### **Sands China Ltd.**

Meeting Date: 06/19/2020

**Country:** Cayman Islands **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vot Ins
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2a	Elect Sheldon Gary Adelson as Director	Mgmt	For	For
2b	Elect Charles Daniel Forman as Director	Mgmt	For	For
2c	Elect Victor Patrick Hoog Antink as Director	Mgmt	For	For
2d	Authorize Board to Fix Remuneration of Directors	Mgmt	For	For
3	Approve Deloitte Touche Tohmatsu as Auditor and Authorize Board to Fix Their Remuneration	Mgmt	For	For
4	Authorize Repurchase of Issued Share Capital	Mgmt	For	For
5	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Aga
	Blended Rationale: [RU-M0300-003] This authority is excessive discretion on terms of issuance.	not in shareholders' L	best economic interests as it wou	ld give the board
6	Authorize Reissuance of Repurchased Shares	Mgmt	For	Aga
	Blended Rationale: [RU-M0300-003] This authority is excessive discretion on terms of issuance.	not in shareholders' L	best economic interests as it wou	ld give the board
7	Approve the Amendment Agreement to the Service Contract of Dr. Wong Ying Wai (Wilfred)	Mgmt	For	For

# **Slack Technologies, Inc.**

Meeting Date: 06/19/2020

Country: USA
Meeting Type: Annual

Date range covered: 04/01/2020 to 06/30/2020

# **Slack Technologies, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Stewart Butterfield	Mgmt	For	For
1.2	Elect Director John O'Farrell	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For

# Avangrid, Inc.

Meeting Date: 06/22/2020

Country: USA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Ignacio S. Galan	Mgmt	For	For
1.2	Elect Director John Baldacci	Mgmt	For	For
1.3	Elect Director Daniel Alcain Lopez	Mgmt	For	For
1.4	Elect Director Pedro Azagra Blazquez	Mgmt	For	For
1.5	Elect Director Robert Duffy	Mgmt	For	For
1.6	Elect Director Teresa Herbert	Mgmt	For	For
1.7	Elect Director Patricia Jacobs	Mgmt	For	For
1.8	Elect Director John Lahey	Mgmt	For	For
1.9	Elect Director Jose Angel Marra Rodriguez	Mgmt	For	For
1.10	Elect Director Santiago Martinez Garrido	Mgmt	For	For
1.11	Elect Director Jose Sainz Armada	Mgmt	For	For
1.12	Elect Director Alan Solomont	Mgmt	For	For
1.13	Elect Director Elizabeth Timm	Mgmt	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# **Genting Berhad**

**Meeting Date:** 06/22/2020

**Country:** Malaysia **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction		
1	Approve Final Dividend	Mgmt	For	For		
2	Approve Directors' Fees	Mgmt	For	For		
3	Approve Directors' Benefits	Mgmt	For	For		
4	Elect Foong Cheng Yuen as Director	Mgmt	For	For		
5	Elect R. Thillainathan as Director	Mgmt	For	For		
	Blended Rationale: [HK-M0201-007] Chair of Audit Committee not independent					
6	Elect Tan Kong Han as Director	Mgmt	For	For		
7	Approve PricewaterhouseCoopers PLT as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For		
8	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	For		
9	Authorize Share Repurchase Program	Mgmt	For	For		
10	Approve Implementation of Shareholders' Mandate for Recurrent Related Party Transactions	Mgmt	For	For		

## **LINTEC Corp.**

**Meeting Date:** 06/22/2020

**Country:** Japan **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Ouchi, Akihiko	Mgmt	For	For
1.2	Elect Director Hattori, Makoto	Mgmt	For	For
1.3	Elect Director Kawamura, Gohei	Mgmt	For	For
1.4	Elect Director Mochizuki, Tsunetoshi	Mgmt	For	For
1.5	Elect Director Kaiya, Takeshi	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# **LINTEC Corp.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction			
1.6	Elect Director Kakehashi, Hiroya	Mgmt	For	Against			
	Blended Rationale: [RJ-M0201-006] AGAINST affiliated outsiders as the board lacks independence in face of major blockholders.[RJ-M0201-012] AGAINST affiliated outsiders as the board lacks independence despite its discretion on dividend.						
1.7	Elect Director Okushima, Akiko	Mgmt	For	For			

## **Swire Properties Ltd.**

Meeting Date: 06/22/2020

**Country:** Hong Kong **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Cheng Lily Ka Lai as Director	Mgmt	For	For
1b	Elect Lim Siang Keat Raymond as Director	Mgmt	For	For
1c	Elect Low Mei Shuen Michelle as Director	Mgmt	For	For
	Blended Rationale: support on engagement			
1d	Elect Wu May Yihong as Director	Mgmt	For	For
1e	Elect Choi Tak Kwan Thomas as Director	Mgmt	For	For
1f	Elect Wang Jinlong as Director	Mgmt	For	For
2	Approve PricewaterhouseCoopers as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
3	Authorize Repurchase of Issued Share Capital	Mgmt	For	For
4	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against

Blended Rationale: [RU-M0300-003] This authority is not in shareholders' best economic interests as it would give the board excessive discretion on terms of issuance.

## **Central Japan Railway Co.**

Meeting Date: 06/23/2020

Date range covered: 04/01/2020 to 06/30/2020

# **Central Japan Railway Co.**

roposal lumber	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 75	Mgmt	For	For
2.1	Elect Director Tsuge, Koei	Mgmt	For	For
2.2	Elect Director Kaneko, Shin	Mgmt	For	For
2.3	Elect Director Suyama, Yoshiki	Mgmt	For	For
2.4	Elect Director Kosuge, Shunichi	Mgmt	For	For
2.5	Elect Director Uno, Mamoru	Mgmt	For	For
2.6	Elect Director Tanaka, Mamoru	Mgmt	For	For
2.7	Elect Director Mizuno, Takanori	Mgmt	For	For
2.8	Elect Director Mori, Atsuhito	Mgmt	For	For
2.9	Elect Director Niwa, Shunsuke	Mgmt	For	For
2.10	Elect Director Suzuki, Hiroshi	Mgmt	For	For
2.11	Elect Director Oyama, Takayuki	Mgmt	For	For
2.12	Elect Director Kobayashi, Hajime	Mgmt	For	For
2.13	Elect Director Torkel Patterson	Mgmt	For	For
2.14	Elect Director Saeki, Takashi	Mgmt	For	For
2.15	Elect Director Kasama, Haruo	Mgmt	For	For
2.16	Elect Director Oshima, Taku	Mgmt	For	For
3	Appoint Statutory Auditor Yamada, Tatsuhiko	Mgmt	For	For

# **East Japan Railway Co.**

Meeting Date: 06/23/2020

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 82.5	Mgmt	For	For
2	Amend Articles to Reduce Directors' Term	Mgmt	For	For
3.1	Elect Director Tomita, Tetsuro	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# **East Japan Railway Co.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.2	Elect Director Fukasawa, Yuji	Mgmt	For	For
3.3	Elect Director Nishino, Fumihisa	Mgmt	For	For
3.4	Elect Director Maekawa, Tadao	Mgmt	For	For
3.5	Elect Director Ota, Tomomichi	Mgmt	For	For
3.6	Elect Director Akaishi, Ryoji	Mgmt	For	For
3.7	Elect Director Kise, Yoichi	Mgmt	For	For
3.8	Elect Director Sakai, Kiwamu	Mgmt	For	For
3.9	Elect Director Ito, Motoshige	Mgmt	For	For
3.10	Elect Director Amano, Reiko	Mgmt	For	For
3.11	Elect Director Sakuyama, Masaki	Mgmt	For	For
3.12	Elect Director Kawamoto, Hiroko	Mgmt	For	For
4	Appoint Statutory Auditor Kanetsuki, Seishi	Mgmt	For	For

# **H20 Retailing Corp.**

Meeting Date: 06/23/2020

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Suzuki, Atsushi	Mgmt	For	For
1.2	Elect Director Araki, Naoya	Mgmt	For	For
1.3	Elect Director Hayashi, Katsuhiro	Mgmt	For	For
1.4	Elect Director Sumi, Kazuo	Mgmt	For	For
1.5	Elect Director Yamaguchi, Toshihiko	Mgmt	For	For
2.1	Elect Director and Audit Committee Member Konishi, Toshimitsu	Mgmt	For	For
2.2	Elect Director and Audit Committee Member Ban, Naoshi	Mgmt	For	For
2.3	Elect Director and Audit Committee Member Nakano, Kenjiro	Mgmt	For	For
2.4	Elect Director and Audit Committee Member Ishihara, Mayumi	Mgmt	For	For
2.5	Elect Director and Audit Committee Member Sekiguchi, Nobuko	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# **H20 Retailing Corp.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Approve Annual Bonus	Mgmt	For	For

# **Integrated Diagnostics Holdings Plc**

Meeting Date: 06/23/2020

Country: Jersey
Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Re-elect Lord Anthony Tudor St John as Director	Mgmt	For	Against
	Blended Rationale: [SF-M0201-019] Vote against for se believe raises substantial concerns about the director's	-		
3	Re-elect Dr Hend El-Sherbini as Director	Mgmt	For	For
4	Re-elect Richard Phillips as Director	Mgmt	For	For
5	Re-elect James Nolan as Director	Mgmt	For	For
6	Re-elect Dan Olsson as Director	Mgmt	For	For
7	Re-elect Hussein Choucri as Director	Mgmt	For	For
8	Ratify KPMG LLP as Auditors	Mgmt	For	For
9	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For
10	Authorise Issue of Equity	Mgmt	For	For
11	Authorise the Company to Hold Purchased Equity Securities as Treasury Shares	Mgmt	For	For
12	Approve Execution and Delivery of Any Documents in Connection with the Company Holding the Purchased Equity Securities as Treasury Shares	Mgmt	For	For
13	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
14	Authorise Market Purchase of Equity Securities	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# Shionogi & Co., Ltd.

**Meeting Date:** 06/23/2020

**Country:** Japan **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 53	Mgmt	For	For
2.1	Elect Director Teshirogi, Isao	Mgmt	For	For
2.2	Elect Director Sawada, Takuko	Mgmt	For	For
2.3	Elect Director Ando, Keiichi	Mgmt	For	For
2.4	Elect Director Ozaki, Hiroshi	Mgmt	For	For
2.5	Elect Director Takatsuki, Fumi	Mgmt	For	For
3.1	Appoint Statutory Auditor Kato, Ikuo	Mgmt	For	For
3.2	Appoint Statutory Auditor Okuhara, Shuichi	Mgmt	For	For

## **Tokyo Electron Ltd.**

Meeting Date: 06/23/2020

**Country:** Japan **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Tsuneishi, Tetsuo	Mgmt	For	For
1.2	Elect Director Kawai, Toshiki	Mgmt	For	For
1.3	Elect Director Sasaki, Sadao	Mgmt	For	For
1.4	Elect Director Nunokawa, Yoshikazu	Mgmt	For	For
1.5	Elect Director Nagakubo, Tatsuya	Mgmt	For	For
1.6	Elect Director Sunohara, Kiyoshi	Mgmt	For	For
1.7	Elect Director Ikeda, Seisu	Mgmt	For	For
1.8	Elect Director Mitano, Yoshinobu	Mgmt	For	For
1.9	Elect Director Charles D Lake II	Mgmt	For	For
1.10	Elect Director Sasaki, Michio	Mgmt	For	For
1.11	Elect Director Eda, Makiko	Mgmt	For	For

Blended Rationale: .

Date range covered: 04/01/2020 to 06/30/2020

# **Tokyo Electron Ltd.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.1	Appoint Statutory Auditor Hama, Masataka	Mgmt	For	For
2.2	Appoint Statutory Auditor Miura, Ryota	Mgmt	For	For
3	Approve Annual Bonus	Mgmt	For	For
4	Approve Deep Discount Stock Option Plan	Mgmt	For	For
5	Approve Deep Discount Stock Option Plan	Mgmt	For	For
6	Approve Trust-Type Equity Compensation Plan	Mgmt	For	For

# West Japan Railway Co.

Meeting Date: 06/23/2020

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 87.5	Mgmt	For	For
2	Amend Articles to Amend Provisions on Number of Statutory Auditors	Mgmt	For	For
3.1	Elect Director Manabe, Seiji	Mgmt	For	For
3.2	Elect Director Kijima, Tatsuo	Mgmt	For	For
3.3	Elect Director Saito, Norihiko	Mgmt	For	For
3.4	Elect Director Miyahara, Hideo	Mgmt	For	For
3.5	Elect Director Takagi, Hikaru	Mgmt	For	For
3.6	Elect Director Tsutsui, Yoshinobu	Mgmt	For	For
3.7	Elect Director Nozaki, Haruko	Mgmt	For	For
3.8	Elect Director Hasegawa, Kazuaki	Mgmt	For	For
3.9	Elect Director Ogata, Fumito	Mgmt	For	For
3.10	Elect Director Hirano, Yoshihisa	Mgmt	For	For
3.11	Elect Director Sugioka, Atsushi	Mgmt	For	For
3.12	Elect Director Kurasaka, Shoji	Mgmt	For	For
3.13	Elect Director Nakamura, Keijiro	Mgmt	For	For
3.14	Elect Director Kawai, Tadashi	Mgmt	For	For
3.15	Elect Director Nakanishi, Yutaka	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

## **West Japan Railway Co.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4.1	Appoint Statutory Auditor Tanaka, Fumio	Mgmt	For	For
4.2	Appoint Statutory Auditor Ogura, Maki	Mgmt	For	For
4.3	Appoint Statutory Auditor Hazama, Emiko	Mgmt	For	For
5	Approve Compensation Ceiling for Statutory Auditors	Mgmt	For	For

# Yamato Holdings Co., Ltd.

Meeting Date: 06/23/2020

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Amend Articles to Amend Provisions on Number of Statutory Auditors	Mgmt	For	For
2.1	Elect Director Yamauchi, Masaki	Mgmt	For	For
2.2	Elect Director Nagao, Yutaka	Mgmt	For	For
2.3	Elect Director Kanda, Haruo	Mgmt	For	For
2.4	Elect Director Shibasaki, Kenichi	Mgmt	For	For
2.5	Elect Director Mori, Masakatsu	Mgmt	For	For
2.6	Elect Director Tokuno, Mariko	Mgmt	For	For
2.7	Elect Director Kobayashi, Yoichi	Mgmt	For	For
2.8	Elect Director Sugata, Shiro	Mgmt	For	For
2.9	Elect Director Kuga, Noriyuki	Mgmt	For	For
3.1	Appoint Statutory Auditor Matsuda, Ryuji	Mgmt	For	For
3.2	Appoint Statutory Auditor Shimoyama, Yoshihide	Mgmt	For	For
4	Approve Fixed Cash Compensation Ceiling and Performance-Based Cash Compensation Ceiling for Directors	Mgmt	For	For
5	Approve Trust-Type Equity Compensation Plan	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

## Asahi Kasei Corp.

Meeting Date: 06/24/2020

**Country:** Japan **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kobori, Hideki	Mgmt	For	For
1.2	Elect Director Takayama, Shigeki	Mgmt	For	For
1.3	Elect Director Shibata, Yutaka	Mgmt	For	For
1.4	Elect Director Yoshida, Hiroshi	Mgmt	For	For
1.5	Elect Director Sakamoto, Shuichi	Mgmt	For	For
1.6	Elect Director Kawabata, Fumitoshi	Mgmt	For	For
1.7	Elect Director Shiraishi, Masumi	Mgmt	For	For
1.8	Elect Director Tatsuoka, Tsuneyoshi	Mgmt	For	For
1.9	Elect Director Okamoto, Tsuyoshi	Mgmt	For	For

# **Hellenic Telecommunications Organization SA**

Meeting Date: 06/24/2020

Country: Greece
Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt		
1	Approve Financial Statements, Statutory Reports and Income Allocation	Mgmt	For	For
2	Receive Report on Activities of Audit Committee	Mgmt		
3	Approve Management of Company and Grant Discharge to Auditors	Mgmt	For	For
4	Ratify Auditors	Mgmt	For	For
5	Approve Remuneration Policy	Mgmt	For	For
6	Approve Director Remuneration	Mgmt	For	For
7	Advisory Vote on Remuneration Report	Mgmt	For	For
8	Approve Director Liability and Indemnification	Mgmt	For	For
9	Announcement of Related Party Transactions	Mgmt		

Date range covered: 04/01/2020 to 06/30/2020

# **Hellenic Telecommunications Organization SA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction	
10	Amend Company Articles	Mgmt	For	For	
	Elect Director: Items 11.1-11.3: Please Vote FOR Only One Director; Otherwise Please ABSTAIN	Mgmt			
11.1	Elect Amanda Sisson as Director	Mgmt	For	For	
11.2	Elect a Shareholder-Nominee to the Board	SH	None	Abstain	
	Blended Rationale: [SF-S0000-001] Vote against due to	lack of disclosure.			
11.3	Elect a Shareholder-Nominee to the Board	SH	None	Abstain	
	Blended Rationale: [SF-S0000-001] Vote against due to lack of disclosure.				
	Elect Member of Audit Committee: Items 12.1-12.3: Please Vote FOR Only One Director; Otherwise Please ABSTAIN	Mgmt			
12.1	Elect Amanda Sisson as Audit Committee Member	Mgmt	For	For	
12.2	Elect a Shareholder-Nominee to the Audit Committee	SH	None	Abstain	
	Blended Rationale: [SF-S0000-001] Vote against due to	lack of disclosure.			
12.3	Elect a Shareholder-Nominee to the Audit Committee	SH	None	Abstain	
	Blended Rationale: [SF-S0000-001] Vote against due to	lack of disclosure.			
13	Announcement of Director Appointments	Mgmt			
14	Various Announcements	Mgmt			

## **Keurig Dr Pepper Inc.**

Meeting Date: 06/24/2020 Country: USA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction	
1a	Elect Director Robert J. Gamgort	Mgmt	For	For	
1b	Elect Director Olivier Goudet	Mgmt	For	For	
1c	Elect Director Peter Harf	Mgmt	For	Against	
	Blended Rationale: [SF-M0201-015] Vote against for failure to attend at least 75% of board and relevant committee attendance.				
1d	Elect Director Genevieve Hovde	Mgmt	For	For	

Date range covered: 04/01/2020 to 06/30/2020

# **Keurig Dr Pepper Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1e	Elect Director Anna-Lena Kamenetzky	Mgmt	For	For
1f	Elect Director Paul S. Michaels	Mgmt	For	For
1g	Elect Director Pamela H. Patsley	Mgmt	For	For
1h	Elect Director Gerhard Pleuhs	Mgmt	For	For
1i	Elect Director Fabien Simon	Mgmt	For	For
1j	Elect Director Robert Singer	Mgmt	For	For
1k	Elect Director Dirk Van de Put	Mgmt	For	For
11	Elect Director Larry D. Young	Mgmt	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

# **Kyowa Exeo Corp.**

Meeting Date: 06/24/2020

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 40	Mgmt	For	For
2	Amend Articles to Amend Business Lines	Mgmt	For	For
3.1	Elect Director Mino, Koichi	Mgmt	For	For
3.2	Elect Director Asano, Kenji	Mgmt	For	For
3.3	Elect Director Mochizuki, Tatsushi	Mgmt	For	For
4.1	Appoint Statutory Auditor Aramaki, Tomoko	Mgmt	For	For
4.2	Appoint Statutory Auditor Sakuyama, Yuki	Mgmt	For	For
4.3	Appoint Statutory Auditor Yamada, Shinnosuke	Mgmt	For	For
5	Appoint Alternate Statutory Auditor Takahashi, Kimiko	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

#### **Rational AG**

**Meeting Date:** 06/24/2020

**Country:** Germany **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Receive Financial Statements and Statutory Reports for Fiscal 2019 (Non-Voting)	Mgmt		
2	Approve Allocation of Income and Dividends of EUR 5.70 per Share	Mgmt	For	For
3	Approve Discharge of Management Board for Fiscal 2019	Mgmt	For	For
4	Approve Discharge of Supervisory Board for Fiscal 2019	Mgmt	For	For
5	Ratify PricewaterhouseCoopers GmbH as Auditors for Fiscal 2020	Mgmt	For	For
6	Amend Articles Re: AGM Transmission, Electronic Participation, Communication and Voting	Mgmt	For	For

# **Sanwa Holdings Corp.**

**Meeting Date:** 06/24/2020

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 17	Mgmt	For	For
2.1	Elect Director Takayama, Toshitaka	Mgmt	For	For
2.2	Elect Director Takayama, Yasushi	Mgmt	For	For
2.3	Elect Director Fujisawa, Hiroatsu	Mgmt	For	For
2.4	Elect Director Yamazaki, Hiroyuki	Mgmt	For	For
2.5	Elect Director Takayama, Meiji	Mgmt	For	For
2.6	Elect Director Yokota, Masanaka	Mgmt	For	For
3.1	Elect Director and Audit Committee Member Zaima, Teiko	Mgmt	For	For
3.2	Elect Director and Audit Committee Member Yonezawa, Tsunekatsu	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# **Sanwa Holdings Corp.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.3	Elect Director and Audit Committee Member Gokita, Akira	Mgmt	For	For
4	Elect Alternate Director and Audit Committee Member Yokota, Masanaka	Mgmt	For	For

## **TAISEI Corp.**

Meeting Date: 06/24/2020

Proposal				Vote	
Number	Proposal Text	Proponent	Mgmt Rec	Instruction	
1	Approve Allocation of Income, with a Final Dividend of JPY 65	Mgmt	For	For	
2.1	Elect Director Yamauchi, Takashi	Mgmt	For	For	
2.2	Elect Director Murata, Yoshiyuki	Mgmt	For	For	
2.3	Elect Director Sakurai, Shigeyuki	Mgmt	For	For	
2.4	Elect Director Tanaka, Shigeyoshi	Mgmt	For	For	
2.5	Elect Director Yaguchi, Norihiko	Mgmt	For	For	
2.6	Elect Director Shirakawa, Hiroshi	Mgmt	For	For	
2.7	Elect Director Aikawa, Yoshiro	Mgmt	For	For	
2.8	Elect Director Kimura, Hiroshi	Mgmt	For	For	
2.9	Elect Director Nishimura, Atsuko	Mgmt	For	For	
2.10	Elect Director Murakami, Takao	Mgmt	For	For	
2.11	Elect Director Otsuka, Norio	Mgmt	For	For	
2.12	Elect Director Kokubu, Fumiya	Mgmt	For	For	
3.1	Appoint Statutory Auditor Sato, Yasuhiro	Mgmt	For	For	
3.2	Appoint Statutory Auditor Higuchi, Tateshi	Mgmt	For	For	
3.3	Appoint Statutory Auditor Tashiro, Seishi	Mgmt	For	For	
3.4	Appoint Statutory Auditor Ohara, Keiko	Mgmt	For	For	
4	Approve Trust-Type Equity Compensation Plan	Mgmt	For	For	

Date range covered: 04/01/2020 to 06/30/2020

## **Takeda Pharmaceutical Co., Ltd.**

Meeting Date: 06/24/2020 Country: Japan

Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instru
1	Approve Allocation of Income, with a Final Dividend of JPY 90	Mgmt	For	For
2.1	Elect Director Christophe Weber	Mgmt	For	For
2.2	Elect Director Iwasaki, Masato	Mgmt	For	For
2.3	Elect Director Andrew Plump	Mgmt	For	For
2.4	Elect Director Constantine Saroukos	Mgmt	For	For
2.5	Elect Director Sakane, Masahiro	Mgmt	For	For
2.6	Elect Director Olivier Bohuon	Mgmt	For	For
2.7	Elect Director Jean-Luc Butel	Mgmt	For	For
2.8	Elect Director Ian Clark	Mgmt	For	For
2.9	Elect Director Fujimori, Yoshiaki	Mgmt	For	For
2.10	Elect Director Steven Gillis	Mgmt	For	For
2.11	Elect Director Kuniya, Shiro	Mgmt	For	For
2.12	Elect Director Shiga, Toshiyuki	Mgmt	For	For
3.1	Elect Director and Audit Committee Member Yamanaka, Yasuhiko	Mgmt	For	For
3.2	Elect Director and Audit Committee Member Hatsukawa, Koji	Mgmt	For	For
3.3	Elect Director and Audit Committee Member Higashi, Emiko	Mgmt	For	For
3.4	Elect Director and Audit Committee Member Michel Orsinger	Mgmt	For	For
4	Approve Annual Bonus	Mgmt	For	For
5	Elect Shareholder Director and Audit Committee Member Nominee Ito, Takeshi	SH	Against	Again

Blended Rationale: [RJ-S0250-002] AGAINST shareholder proposal as the proposed candidate is not likely to contribute to improvement of corporate governance of the company.

## Yokogawa Electric Corp.

Meeting Date: 06/24/2020 Country: Japan

Date range covered: 04/01/2020 to 06/30/2020

# Yokogawa Electric Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 17	Mgmt	For	For
2.1	Elect Director Nishijima, Takashi	Mgmt	For	For
2.2	Elect Director Nara, Hitoshi	Mgmt	For	For
2.3	Elect Director Anabuki, Junichi	Mgmt	For	For
2.4	Elect Director Dai, Yu	Mgmt	For	For
2.5	Elect Director Uji, Noritaka	Mgmt	For	For
2.6	Elect Director Seki, Nobuo	Mgmt	For	For
2.7	Elect Director Sugata, Shiro	Mgmt	For	For
2.8	Elect Director Uchida, Akira	Mgmt	For	For
3.1	Appoint Statutory Auditor Watanabe, Hajime	Mgmt	For	For
3.2	Appoint Statutory Auditor Ono, Masaru	Mgmt	For	For

# **3i Group Plc**

**Meeting Date:** 06/25/2020

**Country:** United Kingdom **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Remuneration Report	Mgmt	For	For
3	Approve Remuneration Policy	Mgmt	For	For
4	Approve Final Dividend	Mgmt	For	For
5	Re-elect Jonathan Asquith as Director	Mgmt	For	For
6	Re-elect Caroline Banszky as Director	Mgmt	For	For
7	Re-elect Simon Borrows as Director	Mgmt	For	For
8	Re-elect Stephen Daintith as Director	Mgmt	For	For
9	Re-elect Peter Grosch as Director	Mgmt	For	For
10	Re-elect David Hutchison as Director	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# **3i Group Plc**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
11	Re-elect Coline McConville as Director	Mgmt	For	For
12	Elect Alexandra Schaapveld as Director	Mgmt	For	For
13	Re-elect Simon Thompson as Director	Mgmt	For	For
	Blended Rationale: .			
14	Re-elect Julia Wilson as Director	Mgmt	For	For
15	Appoint KPMG LLP as Auditors	Mgmt	For	For
16	Authorise Board Acting Through the Audit and Compliance Committee to Fix Remuneration of Auditors	Mgmt	For	For
17	Authorise EU Political Donations and Expenditure	Mgmt	For	For
18	Authorise Issue of Equity	Mgmt	For	For
19	Approve Discretionary Share Plan	Mgmt	For	For
20	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
21	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For
22	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For
23	Adopt New Articles of Association	Mgmt	For	For
24	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For

## **Advantest Corp.**

Meeting Date: 06/25/2020

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Yoshida, Yoshiaki	Mgmt	For	For
1.2	Elect Director Karatsu, Osamu	Mgmt	For	For
1.3	Elect Director Urabe, Toshimitsu	Mgmt	For	For
1.4	Elect Director Nicholas Benes	Mgmt	For	For
1.5	Elect Director Tsukakoshi, Soichi	Mgmt	For	For
1.6	Elect Director Fujita, Atsushi	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# **Advantest Corp.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.7	Elect Director Tsukui, Koichi	Mgmt	For	For
1.8	Elect Director Douglas Lefever	Mgmt	For	For
2	Elect Director and Audit Committee Member Sumida, Sayaka	Mgmt	For	For

# **Alfresa Holdings Corp.**

Meeting Date: 06/25/2020

Country: Japan
Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kubo, Taizo	Mgmt	For	For
1.2	Elect Director Arakawa, Ryuji	Mgmt	For	For
1.3	Elect Director Izumi, Yasuki	Mgmt	For	For
1.4	Elect Director Kishida, Seiichi	Mgmt	For	For
1.5	Elect Director Katsuki, Hisashi	Mgmt	For	For
1.6	Elect Director Shimada, Koichi	Mgmt	For	For
1.7	Elect Director Fukujin, Yusuke	Mgmt	For	For
1.8	Elect Director Yatsurugi, Yoichiro	Mgmt	For	For
1.9	Elect Director Hara, Takashi	Mgmt	For	For
1.10	Elect Director Kinoshita, Manabu	Mgmt	For	For
1.11	Elect Director Takeuchi, Toshie	Mgmt	For	For
2	Appoint Statutory Auditor Ozaki, Masakazu	Mgmt	For	For

### **AMADA Co., Ltd.**

Meeting Date: 06/25/2020

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 24	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

## **AMADA Co., Ltd.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.1	Elect Director Isobe, Tsutomu	Mgmt	For	For
2.2	Elect Director Kurihara, Toshinori	Mgmt	For	For
2.3	Elect Director Fukui, Yukihiro	Mgmt	For	For
2.4	Elect Director Miwa, Kazuhiko	Mgmt	For	For
2.5	Elect Director Okamoto, Mitsuo	Mgmt	For	For
2.6	Elect Director Mazuka, Michiyoshi	Mgmt	For	For
2.7	Elect Director Chino, Toshitake	Mgmt	For	For
2.8	Elect Director Miyoshi, Hidekazu	Mgmt	For	For
3	Appoint Alternate Statutory Auditor Murata, Makoto	Mgmt	For	For

## **Equity Residential**

**Meeting Date:** 06/25/2020

Country: USA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
Number	Proposal Text	Proponent	mgmt Rec	Instruction
1.1	Elect Director Raymond Bennett	Mgmt	For	For
1.2	Elect Director Linda Walker Bynoe	Mgmt	For	For
1.3	Elect Director Connie K. Duckworth	Mgmt	For	For
1.4	Elect Director Mary Kay Haben	Mgmt	For	For
1.5	Elect Director Tahsinul Zia Huque	Mgmt	For	For
1.6	Elect Director Bradley A. Keywell	Mgmt	For	For
1.7	Elect Director John E. Neal	Mgmt	For	For
1.8	Elect Director David J. Neithercut	Mgmt	For	For
1.9	Elect Director Mark J. Parrell	Mgmt	For	For
1.10	Elect Director Mark S. Shapiro	Mgmt	For	For
1.11	Elect Director Stephen E. Sterrett	Mgmt	For	For
1.12	Elect Director Samuel Zell	Mgmt	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# Fuji Media Holdings, Inc.

Meeting Date: 06/25/2020 Country: Japan

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 22	Mgmt	For	For
2	Amend Articles to Amend Business Lines - Adopt Board Structure with Audit Committee - Amend Provisions on Number of Directors - Authorize Directors to Execute Day to Day Operations without Full Board Approval	Mgmt	For	For
3.1	Elect Director Miyauchi, Masaki	Mgmt	For	For
3.2	Elect Director Kanemitsu, Osamu	Mgmt	For	For
3.3	Elect Director Wagai, Takashi	Mgmt	For	For
3.4	Elect Director Habara, Tsuyoshi	Mgmt	For	For
3.5	Elect Director Shimizu, Kenji	Mgmt	For	For
3.6	Elect Director Hieda, Hisashi	Mgmt	For	For
3.7	Elect Director Endo, Ryunosuke	Mgmt	For	For
3.8	Elect Director Kiyohara, Takehiko	Mgmt	For	For
3.9	Elect Director Shimatani, Yoshishige	Mgmt	For	Against
	Blended Rationale: [TK-M0201-023] AGAINST as out supervisory board of listed companies.	side director sits on mo	re than four board of directors or audit &	
3.10	Elect Director Miki, Akihiro	Mgmt	For	For
4.1	Elect Director and Audit Committee Member Onoe, Kiyoshi	Mgmt	For	For
4.2	Elect Director and Audit Committee Member Seta, Hiroshi	Mgmt	For	For
4.3	Elect Director and Audit Committee Member Mogi, Yuzaburo	Mgmt	For	Against
	Blended Rationale: [TK-M0201-023] AGAINST as out supervisory board of listed companies.	side director sits on mo	re than four board of directors or audit &	
4.4	Elect Director and Audit Committee Member Minami, Nobuya	Mgmt	For	For
4.5	Elect Director and Audit Committee Member Okushima, Takayasu	Mgmt	For	For
5	Elect Alternate Director and Audit Committee Member Iizuka, Hirohiko	Mgmt	For	Against
	Blended Rationale: [RJ-M0201-020] AGAINST affiliate	ed outsiders as the non	ninee sits on audit committee.	
6	Approve Compensation Ceiling for Directors Who Are Not Audit Committee Members	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# Fuji Media Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
7	Approve Compensation Ceiling for Directors Who Are Audit Committee Members	Mgmt	For	For

## **JXTG Holdings, Inc.**

**Meeting Date:** 06/25/2020

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 11	Mgmt	For	For
2	Amend Articles to Change Company Name	Mgmt	For	For
3.1	Elect Director Sugimori, Tsutomu	Mgmt	For	For
3.2	Elect Director Ota, Katsuyuki	Mgmt	For	For
3.3	Elect Director Adachi, Hiroji	Mgmt	For	For
3.4	Elect Director Hosoi, Hiroshi	Mgmt	For	For
3.5	Elect Director Murayama, Seiichi	Mgmt	For	For
3.6	Elect Director Yokoi, Yoshikazu	Mgmt	For	For
3.7	Elect Director Iwase, Junichi	Mgmt	For	For
3.8	Elect Director Yatabe, Yasushi	Mgmt	For	For
3.9	Elect Director Ota, Hiroko	Mgmt	For	For
3.10	Elect Director Otsuka, Mutsutake	Mgmt	For	For
3.11	Elect Director Miyata, Yoshiiku	Mgmt	For	For
4.1	Elect Director and Audit Committee Member Kato, Hitoshi	Mgmt	For	For
4.2	Elect Director and Audit Committee Member Ouchi, Yoshiaki	Mgmt	For	For
4.3	Elect Director and Audit Committee Member Nishioka, Seiichiro	Mgmt	For	For
4.4	Elect Director and Audit Committee Member Oka, Toshiko	Mgmt	For	For
	Blended Rationale: .			
5	Approve Trust-Type Equity Compensation Plan	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

## Kajima Corp.

**Meeting Date:** 06/25/2020

**Country:** Japan **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 25	Mgmt	For	For
2	Amend Articles to Amend Provisions on Number of Directors - Reduce Directors' Term	Mgmt	For	For
3.1	Elect Director Oshimi, Yoshikazu	Mgmt	For	For
3.2	Elect Director Atsumi, Naoki	Mgmt	For	For
3.3	Elect Director Koizumi, Hiroyoshi	Mgmt	For	For
3.4	Elect Director Kayano, Masayasu	Mgmt	For	For
3.5	Elect Director Ishikawa, Hiroshi	Mgmt	For	For
3.6	Elect Director Uchida, Ken	Mgmt	For	For
3.7	Elect Director Hiraizumi, Nobuyuki	Mgmt	For	For
3.8	Elect Director Kajima, Shoichi	Mgmt	For	For
3.9	Elect Director Furukawa, Koji	Mgmt	For	For
3.10	Elect Director Sakane, Masahiro	Mgmt	For	For
3.11	Elect Director Saito, Kiyomi	Mgmt	For	For
3.12	Elect Director Machida, Yukio	Mgmt	For	For
4.1	Appoint Statutory Auditor Kumano, Takashi	Mgmt	For	For
4.2	Appoint Statutory Auditor Fujikawa, Yukiko	Mgmt	For	For

## **Peugeot SA**

Meeting Date: 06/25/2020

Country: France

Meeting Type: Annual/Special

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Business	Mgmt		
1	Approve Financial Statements and Statutory Reports	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

## **Peugeot SA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For
3	Approve Allocation of Income and Absence of Dividends	Mgmt	For	For
4	Ratify Appointment of Zhang Zutong as Supervisory Board Member	Mgmt	For	For
5	Reelect Catherine Bradley as Supervisory Board Member	Mgmt	For	Against
	Blended Rationale: [LN-M0201-007] As nomination con As remuneration committee member, responsible for p			
6	Approve Remuneration Policy of Carlos Tavares, Chairman of the Management Board	Mgmt	For	Against
	Blended Rationale: [LN-M0550-004] Poor use of remur	neration committee discret	tion regarding the grant of a one-off award.	
7	Approve Remuneration Policy of Olivier Bourges, Michael Lohscheller, Maxime Picat as Members of the Management Board	Mgmt	For	Against
	Blended Rationale: [LN-M0550-004] Poor use of remur	neration committee discret	tion regarding the grant of a one-off award.	
8	Approve Remuneration Policy of Louis Gallois, Chairman of the Supervisory Board	Mgmt	For	For
9	Approve Remuneration Policy of Members of the Supervisory Board	Mgmt	For	For
10	Approve Compensation Report of Corporate Officers	Mgmt	For	For
11	Approve Compensation of Carlos Tavares, Chairman of the Management Board	Mgmt	For	Against
	Blended Rationale: [LN-M0550-004] Poor use of remur	neration committee discret	tion regarding the grant of a one-off award.	
12	Approve Compensation of Olivier Bourges, Member of the Management Board Since March 1, 2019	Mgmt	For	For
	Blended Rationale: [SD-M0550-004] Insufficiently dem sufficient detail to provide shareholders with a clear un			
13	Approve Compensation of Michael Lohscheller, Member of the Management Board Since Sept. 1, 2019	Mgmt	For	Against
	Blended Rationale: [LN-M0550-004] Poor use of remur	neration committee discret	tion regarding the grant of a one-off award.	
14	Approve Compensation of Maxime Picat, Member of the Management Board	Mgmt	For	For
	Blended Rationale: [SD-M0550-004] Insufficiently dem sufficient detail to provide shareholders with a clear un			
15	Approve Compensation of Jean-Christophe Quemard, Member of the Management Board Until Aug. 31, 2019	Mgmt	For	For
	Blended Rationale: [SD-M0550-004] Insufficiently dem.			

sufficient detail to provide shareholders with a clear understanding of the company's approach to paying its executives.

Date range covered: 04/01/2020 to 06/30/2020

# **Peugeot SA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
16	Approve Compensation of Louis Gallois, Chairman of the Supervisory Board	Mgmt	For	For
17	Approve Transaction with Etablissements Peugeot Freres and FFP Re: Engagement Letter	Mgmt	For	For
18	Approve Transaction with Bpifrance Participations and Lion Participations Re: Engagement Letter	Mgmt	For	For
19	Approve Transaction with Dongfeng Motor Group Re: Buyout Agreement	Mgmt	For	For
20	Waiver of the Establishment of a Special Negotiation Group Re: Merger Agreement Between Company and Fiat Chrysler Automobiles	Mgmt	For	For
21	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
	Extraordinary Business	Mgmt		
22	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For
23	Authorize Board to Issue Free Warrants with Preemptive Rights During a Public Tender Offer	Mgmt	For	Against
	Blended Rationale: [LN-M0609-001] The authority has a	potential to be used as a	takeover device.	
24	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	For
25	Amend Article 10 of Bylaws Re: Employee Representative	Mgmt	For	For
26	Amend Article 12 of Bylaws Re: Payment of Dividends	Mgmt	For	For
27	Ratify Change Location of Registered Office to Centre Technique de Velizy, Route de Gisy, 78140 Velizy-Villacoublay and Amend Article 4 of Bylaws Accordingly	Mgmt	For	For
28	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For

## Relo Group, Inc.

Meeting Date: 06/25/2020 Country: Japan

Date range covered: 04/01/2020 to 06/30/2020

# Relo Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instructio
1.1	Elect Director Sasada, Masanori	Mgmt	For	Against
	Blended Rationale: [RJ-M0201-022] AGAINST incum	ent top executives	s as the board lacks two independe	ent directors.
1.2	Elect Director Nakamura, Kenichi	Mgmt	For	Against
	Blended Rationale: [RJ-M0201-022] AGAINST incum	ent top executives	s as the board lacks two independe	ent directors.
1.3	Elect Director Kadota, Yasushi	Mgmt	For	For
1.4	Elect Director Koshinaga, Kenji	Mgmt	For	For
1.5	Elect Director Kawano, Takeshi	Mgmt	For	For
1.6	Elect Director Onogi, Takashi	Mgmt	For	Against
	Blended Rationale: [RJ-M0201-006] AGAINST affiliate blockholders.[RJ-M0201-012] AGAINST affiliated out.		'	
1.7	Elect Director Udagawa, Kazuya	Mgmt	For	For
2.1	Appoint Statutory Auditor Koyama, Katsuhiko	Mgmt	For	For
2.2	Appoint Statutory Auditor Kuboya, Michio	Mgmt	For	For
2.3	Appoint Statutory Auditor Sakurai, Masao	Mgmt	For	For
2.4	Appoint Statutory Auditor Dai, Tsuyoshi	Mgmt	For	For

#### **Rexel SA**

Meeting Date: 06/25/2020

Country: France

Meeting Type: Annual/Special

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Business	Mgmt		
1	Approve Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For
3	Approve Allocation of Income and Absence of Dividends	Mgmt	For	For
4	Approve Auditors' Special Report on Related-Party Transactions	Mgmt	For	For
5	Approve Additional Pension Scheme Agreement with Patrick Berard, CEO	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

#### **Rexel SA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
6	Approve Remuneration Policy of Chairman of the Board	Mgmt	For	For
7	Approve Remuneration Policy of Directors	Mgmt	For	For
8	Approve Remuneration Policy of CEO	Mgmt	For	For
9	Approve Compensation Report of Corporate Officers	Mgmt	For	For
10	Approve Compensation of Ian Meakins, Chairman of the Board	Mgmt	For	For
11	Approve Compensation of Patrick Berard, CEO	Mgmt	For	For
12	Ratify Appointment of Brigitte Cantaloube as Director	Mgmt	For	For
13	Reelect Brigitte Cantaloube as Director	Mgmt	For	For
14	Reelect Ian Meakins as Director	Mgmt	For	For
15	Reelect Patrick Berard as Director	Mgmt	For	For
16	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
	Extraordinary Business	Mgmt		
17	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For
18	Authorize up to 1.4 Percent of Issued Capital for Use in Restricted Stock Plans Reserved for Employees and Corporate Officers With Performance Conditions Attached	Mgmt	For	For
19	Authorize up to 0.3 Percent of Issued Capital for Use in Restricted Stock Plans Reserved for Employees and Corporate Officers	Mgmt	For	For
20	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	For
21	Authorize Capital Issuances for Use in Employee Stock Purchase Plans for International Employees	Mgmt	For	For
22	Amend Article 10 of Bylaws Re: Shareholding Disclosure Thresholds	Mgmt	For	For
23	Amend Article 14 of Bylaws Re: Board Composition	Mgmt	For	For
24	Amend Article 17 of Bylaws Re: Board Members Deliberation via Written Consultation	Mgmt	For	For
25	Amend Article 19 of Bylaws Re: Age Limit of CEO	Mgmt	For	For
26	Amend Article 20 of Bylaws Re: Directors Remuneration	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

#### **Rexel SA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
27	Amend Article 22 of Bylaws Re: Related Party Transaction	Mgmt	For	For
28	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For

# **Scottish Mortgage Investment Trust Plc**

**Meeting Date:** 06/25/2020 **Country:** United Kingdom

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Remuneration Policy	Mgmt	For	For
3	Approve Remuneration Report	Mgmt	For	For
4	Approve Final Dividend	Mgmt	For	For
5	Re-elect Fiona McBain as Director	Mgmt	For	For
6	Re-elect Justin Dowley as Director	Mgmt	For	For
7	Re-elect Patrick Maxwell as Director	Mgmt	For	For
8	Re-elect Paola Subacchi as Director	Mgmt	For	For
9	Elect Amar Bhide as Director	Mgmt	For	For
10	Reappoint PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
11	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For
12	Authorise Issue of Equity	Mgmt	For	For
13	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
14	Authorise Directors to Allot Ordinary Shares and to Sell Treasury Shares for Cash at a Price Below the Net Asset Value	Mgmt	For	For
15	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For
16	Adopt the Amended Investment Policy	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

## **SECOM Co., Ltd.**

Meeting Date: 06/25/2020

**Country:** Japan **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 85	Mgmt	For	For
2.1	Elect Director Iida, Makoto	Mgmt	For	For
2.2	Elect Director Nakayama, Yasuo	Mgmt	For	For
2.3	Elect Director Ozeki, Ichiro	Mgmt	For	For
2.4	Elect Director Yoshida, Yasuyuki	Mgmt	For	For
2.5	Elect Director Fuse, Tatsuro	Mgmt	For	For
2.6	Elect Director Izumida, Tatsuya	Mgmt	For	For
2.7	Elect Director Kurihara, Tatsushi	Mgmt	For	For
2.8	Elect Director Hirose, Takaharu	Mgmt	For	For
2.9	Elect Director Kawano, Hirobumi	Mgmt	For	For
2.10	Elect Director Watanabe, Hajime	Mgmt	For	For
2.11	Elect Director Hara, Miri	Mgmt	For	For

## **SoftBank Group Corp.**

**Meeting Date:** 06/25/2020

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 22	Mgmt	For	For
2.1	Elect Director Son, Masayoshi	Mgmt	For	For
2.2	Elect Director Ronald Fisher	Mgmt	For	For
2.3	Elect Director Marcelo Claure	Mgmt	For	For
2.4	Elect Director Sago, Katsunori	Mgmt	For	For
2.5	Elect Director Rajeev Misra	Mgmt	For	For
2.6	Elect Director Goto, Yoshimitsu	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

## **SoftBank Group Corp.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.7	Elect Director Miyauchi, Ken	Mgmt	For	For
2.8	Elect Director Simon Segars	Mgmt	For	For
2.9	Elect Director Yasir O. Al-Rumayyan	Mgmt	For	For
2.10	Elect Director Iijima, Masami	Mgmt	For	For
2.11	Elect Director Matsuo, Yutaka	Mgmt	For	For
2.12	Elect Director Lip-Bu Tan	Mgmt	For	For
2.13	Elect Director Kawamoto, Yuko	Mgmt	For	For

## **T&D** Holdings, Inc.

**Meeting Date:** 06/25/2020

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 22	Mgmt	For	For
2	Amend Articles to Abolish Board Structure with Statutory Auditors - Adopt Board Structure with Audit Committee - Amend Provisions on Number of Directors - Authorize Directors to Execute Day to Day Operations without Full Board Approval	Mgmt	For	For
3.1	Elect Director Uehara, Hirohisa	Mgmt	For	For
3.2	Elect Director Morinaka, Kanaya	Mgmt	For	For
3.3	Elect Director Nagata, Mitsuhiro	Mgmt	For	For
3.4	Elect Director Tanaka, Yoshihisa	Mgmt	For	For
3.5	Elect Director Ogo, Naoki	Mgmt	For	For
3.6	Elect Director Watanabe, Kensaku	Mgmt	For	For
3.7	Elect Director Soejima, Naoki	Mgmt	For	For
3.8	Elect Director Kudo, Minoru	Mgmt	For	For
3.9	Elect Director Itasaka, Masafumi	Mgmt	For	For
4.1	Elect Director and Audit Committee Member Yanai, Junichi	Mgmt	For	For
4.2	Elect Director and Audit Committee Member Teraoka, Yasuo	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# **T&D Holdings, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4.3	Elect Director and Audit Committee Member Matsuyama, Haruka	Mgmt	For	For
4.4	Elect Director and Audit Committee Member Higaki, Seiji	Mgmt	For	For
4.5	Elect Director and Audit Committee Member Yamada, Shinnosuke	Mgmt	For	For
5	Elect Alternate Director and Audit Committee Member Shimma, Yuichiro	Mgmt	For	For
6	Approve Compensation Ceiling for Directors Who Are Not Audit Committee Members	Mgmt	For	For
7	Approve Compensation Ceiling for Directors Who Are Audit Committee Members	Mgmt	For	For
8	Approve Trust-Type Equity Compensation Plan	Mgmt	For	For

## The Kroger Co.

Meeting Date: 06/25/2020

Country: USA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1a	Elect Director Nora A. Aufreiter	Mgmt	For	For
1b	Elect Director Anne Gates	Mgmt	For	For
1c	Elect Director Karen M. Hoguet	Mgmt	For	For
1d	Elect Director Susan J. Kropf	Mgmt	For	For
1e	Elect Director W. Rodney McMullen	Mgmt	For	For
1f	Elect Director Clyde R. Moore	Mgmt	For	For
1g	Elect Director Ronald L. Sargent	Mgmt	For	For
1h	Elect Director Bobby S. Shackouls	Mgmt	For	For
1i	Elect Director Mark S. Sutton	Mgmt	For	For
1j	Elect Director Ashok Vemuri	Mgmt	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
3	Ratify PricewaterhouseCoopers LLC as Auditor	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

## The Kroger Co.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Assess Environmental Impact of Non-Recyclable Packaging	SH	Against	Against
	Blended Rationale: 1- [SF-S4578-106] Company alread	dy has policies in place to a	address these issues.	
5	Report on Human Rights Due Diligence Process in Operations and Supply Chain	SH	Against	Against

Blended Rationale: 1- [SF-S4578-106] Company already has policies in place to address these issues.

### **Trainline Plc**

Meeting Date: 06/25/2020

**Country:** United Kingdom **Meeting Type:** Annual

Duamas:				Vata
Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Remuneration Report	Mgmt	For	For
3	Approve Remuneration Policy	Mgmt	For	For
4	Amend Performance Share Plan	Mgmt	For	For
5	Elect Brian McBride as Director	Mgmt	For	For
6	Elect Clare Gilmartin as Director	Mgmt	For	For
7	Elect Duncan Tatton-Brown as Director	Mgmt	For	For
8	Elect Kjersti Wiklund as Director	Mgmt	For	For
9	Elect Shaun McCabe as Director	Mgmt	For	For
10	Appoint KPMG LLP as Auditors	Mgmt	For	For
11	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For
12	Authorise EU Political Donations and Expenditure	Mgmt	For	For
13	Authorise Issue of Equity	Mgmt	For	For
14	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
15	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For
16	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

### **Trainline Plc**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
17	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For

# **COMSYS Holdings Corp.**

**Meeting Date:** 06/26/2020

Country: Japan
Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 40	Mgmt	For	For
2.1	Elect Director Kagaya, Takashi	Mgmt	For	For
2.2	Elect Director Omura, Yoshihisa	Mgmt	For	For
2.3	Elect Director Sakamoto, Shigemi	Mgmt	For	For
2.4	Elect Director Tamamura, Satoshi	Mgmt	For	For
2.5	Elect Director Kumagai, Hitoshi	Mgmt	For	For
2.6	Elect Director Sato, Kenichi	Mgmt	For	For
2.7	Elect Director Ozaki, Hidehiko	Mgmt	For	For
2.8	Elect Director Noike, Hideyuki	Mgmt	For	For
2.9	Elect Director Uchide, Kunihiko	Mgmt	For	For
3	Approve Restricted Stock Plan	Mgmt	For	For
4	Approve Stock Option Plan	Mgmt	For	For

### **Daikin Industries Ltd.**

Meeting Date: 06/26/2020

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 80	Mgmt	For	For
2	Amend Articles to Reduce Directors' Term	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

## **Daikin Industries Ltd.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.1	Elect Director Inoue, Noriyuki	Mgmt	For	For
3.2	Elect Director Togawa, Masanori	Mgmt	For	For
3.3	Elect Director Terada, Chiyono	Mgmt	For	For
3.4	Elect Director Kawada, Tatsuo	Mgmt	For	For
3.5	Elect Director Makino, Akiji	Mgmt	For	For
3.6	Elect Director Torii, Shingo	Mgmt	For	For
3.7	Elect Director Tayano, Ken	Mgmt	For	For
3.8	Elect Director Minaka, Masatsugu	Mgmt	For	For
3.9	Elect Director Tomita, Jiro	Mgmt	For	For
3.10	Elect Director Kanwal Jeet Jawa	Mgmt	For	For
3.11	Elect Director Matsuzaki, Takashi	Mgmt	For	For
4	Appoint Statutory Auditor Nagashima, Toru	Mgmt	For	For
5	Appoint Alternate Statutory Auditor Ono, Ichiro	Mgmt	For	For
6	Approve Compensation Ceiling for Directors	Mgmt	For	For

## **Daito Trust Construction Co., Ltd.**

**Meeting Date:** 06/26/2020

**Country:** Japan **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 345	Mgmt	For	For

# **Daiwa House Industry Co., Ltd.**

Meeting Date: 06/26/2020

Date range covered: 04/01/2020 to 06/30/2020

# **Daiwa House Industry Co., Ltd.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
Number	Proposal Text	Ргоропепс	мутт кес	Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 60	Mgmt	For	For
2.1	Elect Director Yoshii, Keiichi	Mgmt	For	For
2.2	Elect Director Ishibashi, Tamio	Mgmt	For	For
2.3	Elect Director Kosokabe, Takeshi	Mgmt	For	For
2.4	Elect Director Otomo, Hirotsugu	Mgmt	For	For
2.5	Elect Director Urakawa, Tatsuya	Mgmt	For	For
2.6	Elect Director Dekura, Kazuhito	Mgmt	For	For
2.7	Elect Director Ariyoshi, Yoshinori	Mgmt	For	For
2.8	Elect Director Shimonishi, Keisuke	Mgmt	For	For
2.9	Elect Director Ichiki, Nobuya	Mgmt	For	For
2.10	Elect Director Kimura, Kazuyoshi	Mgmt	For	For
2.11	Elect Director Shigemori, Yutaka	Mgmt	For	For
2.12	Elect Director Yabu, Yukiko	Mgmt	For	For
2.13	Elect Director Kuwano, Yukinori	Mgmt	For	For
2.14	Elect Director Seki, Miwa	Mgmt	For	For
3	Appoint Statutory Auditor Watanabe, Akihisa	Mgmt	For	For
4	Approve Annual Bonus	Mgmt	For	For
5	Appoint Ernst & Young ShinNihon LLC as New External Audit Firm	Mgmt	For	For

#### **Danone SA**

Meeting Date: 06/26/2020

Country: France

**Meeting Type:** Annual/Special

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Business	Mgmt		
1	Approve Financial Statements and Statutory Reports	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

#### **Danone SA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For
3	Approve Allocation of Income and Dividends of EUR 2.10 per Share	Mgmt	For	For
4	Reelect Gregg L. Engles as Director	Mgmt	For	For
5	Reelect Gaelle Olivier as Director	Mgmt	For	For
6	Reelect Isabelle Seillier as Director	Mgmt	For	For
7	Reelect Jean-Michel Severino as Director	Mgmt	For	For
8	Reelect Lionel Zinsou-Derlin as Director	Mgmt	For	For
9	Approve Compensation Report of Corporate Officers	Mgmt	For	For
10	Approve Compensation of Emmanuel Faber, Chairman and CEO	Mgmt	For	For
11	Approve Remuneration Policy of Corporate Officers	Mgmt	For	For
12	Approve Remuneration Policy of Directors	Mgmt	For	For
13	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
	Extraordinary Business	Mgmt		
14	Authorize Capital Issuances for Use in Employee Stock Purchase Plans Reserved for Employees of International Subsidiaries	Mgmt	For	For
15	Authorize up to 0.2 Percent of Issued Capital for Use in Restricted Stock Plans	Mgmt	For	For
16	Amend Article 15 of Bylaws Re: Employee Representatives	Mgmt	For	For
17	Amend Article 19 of Bylaws Re: Related Parties Agreements	Mgmt	For	For
18	Amend Article 21 of Bylaws Re: Alternate Auditors	Mgmt	For	For
19	Amend Articles 20 and 27 of Bylaws Re: Directors Remuneration and Powers of General Meeting	Mgmt	For	For
20	Amend Article 1 of Bylaws Re: Adopt the French (Societe a Mission) Status	Mgmt	For	For
21	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

## **Kansai Paint Co., Ltd.**

**Meeting Date:** 06/26/2020

**Country:** Japan **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 15	Mgmt	For	For
2.1	Elect Director Mori, Kunishi	Mgmt	For	For
2.2	Elect Director Furukawa, Hidenori	Mgmt	For	For
2.3	Elect Director Teraoka, Naoto	Mgmt	For	For
2.4	Elect Director Yoshida, Kazuhiro	Mgmt	For	For
2.5	Elect Director Nishibayashi, Hitoshi	Mgmt	For	For
2.6	Elect Director Yoshikawa, Keiji	Mgmt	For	For
2.7	Elect Director Ando, Tomoko	Mgmt	For	For
2.8	Elect Director John P. Durkin	Mgmt	For	For
3.1	Appoint Statutory Auditor Aoyagi, Akira	Mgmt	For	For
3.2	Appoint Statutory Auditor Hasebe, Hideshi	Mgmt	For	For
4	Appoint Alternate Statutory Auditor Nakai, Hiroe	Mgmt	For	For

# **Koito Manufacturing Co., Ltd.**

Meeting Date: 06/26/2020

**Country:** Japan **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 20	Mgmt	For	For
2.1	Appoint Statutory Auditor Kikuchi, Mitsuo	Mgmt	For	For
2.2	Appoint Statutory Auditor Kawaguchi, Yohei	Mgmt	For	For
2.3	Appoint Statutory Auditor Suzuki, Yukinobu	Mgmt	For	Against

Blended Rationale: [RJ-M0280-001] AGAINST affiliated outsiders.

Date range covered: 04/01/2020 to 06/30/2020

# Meiji Holdings Co., Ltd.

Meeting Date: 06/26/2020 Country: Japan

Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Kawamura, Kazuo	Mgmt	For	For
1.2	Elect Director Kobayashi, Daikichiro	Mgmt	For	For
1.3	Elect Director Matsuda, Katsunari	Mgmt	For	For
1.4	Elect Director Shiozaki, Koichiro	Mgmt	For	For
1.5	Elect Director Furuta, Jun	Mgmt	For	For
1.6	Elect Director Iwashita, Tomochika	Mgmt	For	For
1.7	Elect Director Murayama, Toru	Mgmt	For	For
1.8	Elect Director Matsumura, Mariko	Mgmt	For	For
2	Appoint Alternate Statutory Auditor Imamura, Makoto	Mgmt	For	For

## Mitsubishi Estate Co., Ltd.

Meeting Date: 06/26/2020 Country: Japan

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 18	Mgmt	For	For
2.1	Elect Director Sugiyama, Hirotaka	Mgmt	For	For
2.2	Elect Director Yoshida, Junichi	Mgmt	For	For
2.3	Elect Director Tanisawa, Junichi	Mgmt	For	For
2.4	Elect Director Arimori, Tetsuji	Mgmt	For	For
2.5	Elect Director Katayama, Hiroshi	Mgmt	For	For
2.6	Elect Director Naganuma, Bunroku	Mgmt	For	For
2.7	Elect Director Kato, Jo	Mgmt	For	For
2.8	Elect Director Okusa, Toru	Mgmt	For	For
2.9	Elect Director Okamoto, Tsuyoshi	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

## Mitsubishi Estate Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.10	Elect Director Ebihara, Shin	Mgmt	For	For
2.11	Elect Director Narukawa, Tetsuo	Mgmt	For	For
2.12	Elect Director Shirakawa, Masaaki	Mgmt	For	For
2.13	Elect Director Nagase, Shin	Mgmt	For	For
2.14	Elect Director Egami, Setsuko	Mgmt	For	For
2.15	Elect Director Taka, Iwao	Mgmt	For	For

## Mitsubishi Heavy Industries, Ltd.

Meeting Date: 06/26/2020

Country: Japan

Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 75	Mgmt	For	For
2.1	Elect Director Miyanaga, Shunichi	Mgmt	For	For
2.2	Elect Director Izumisawa, Seiji	Mgmt	For	For
2.3	Elect Director Mishima, Masahiko	Mgmt	For	For
2.4	Elect Director Kozawa, Hisato	Mgmt	For	For
2.5	Elect Director Shinohara, Naoyuki	Mgmt	For	For
2.6	Elect Director Kobayashi, Ken	Mgmt	For	For
2.7	Elect Director Morikawa, Noriko	Mgmt	For	For
3	Elect Director and Audit Committee Member Okura, Koji	Mgmt	For	For

## Nintendo Co., Ltd.

Meeting Date: 06/26/2020

Country: Japan

Date range covered: 04/01/2020 to 06/30/2020

# Nintendo Co., Ltd.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 820	Mgmt	For	For
2.1	Elect Director Furukawa, Shuntaro	Mgmt	For	For
2.2	Elect Director Miyamoto, Shigeru	Mgmt	For	For
2.3	Elect Director Takahashi, Shinya	Mgmt	For	For
2.4	Elect Director Shiota, Ko	Mgmt	For	For
2.5	Elect Director Shibata, Satoru	Mgmt	For	For
3.1	Elect Director and Audit Committee Member Noguchi, Naoki	Mgmt	For	For
3.2	Elect Director and Audit Committee Member Umeyama, Katsuhiro	Mgmt	For	For
3.3	Elect Director and Audit Committee Member Yamazaki, Masao	Mgmt	For	For
3.4	Elect Director and Audit Committee Member Shinkawa, Asa	Mgmt	For	For

# **Nippon Express Co., Ltd.**

Meeting Date: 06/26/2020

**Country:** Japan **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 80	Mgmt	For	For
2.1	Elect Director Watanabe, Kenji	Mgmt	For	For
2.2	Elect Director Saito, Mitsuru	Mgmt	For	For
2.3	Elect Director Ishii, Takaaki	Mgmt	For	For
2.4	Elect Director Akita, Susumu	Mgmt	For	For
2.5	Elect Director Horikiri, Satoshi	Mgmt	For	For
2.6	Elect Director Masuda, Takashi	Mgmt	For	For
2.7	Elect Director Sugiyama, Masahiro	Mgmt	For	For
2.8	Elect Director Nakayama, Shigeo	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# **Nippon Express Co., Ltd.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction	
2.9	Elect Director Yasuoka, Sadako	Mgmt	For	For	
3.1	Appoint Statutory Auditor Arima, Shigeki	Mgmt	For	For	
3.2	Appoint Statutory Auditor Nojiri, Toshiaki	Mgmt	For	Against	
	Blended Rationale: [RJ-M0280-001] AGAINST affiliated outsiders.				
3.3	Appoint Statutory Auditor Aoki, Yoshio	Mgmt	For	For	
4	Approve Annual Bonus	Mgmt	For	For	

# Odakyu Electric Railway Co., Ltd.

Meeting Date: 06/26/2020

Country: Japan

Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 10	Mgmt	For	For
2.1	Elect Director Hoshino, Koji	Mgmt	For	For
2.2	Elect Director Ogawa, Mikio	Mgmt	For	For
2.3	Elect Director Shimoka, Yoshihiko	Mgmt	For	For
2.4	Elect Director Arakawa, Isamu	Mgmt	For	For
2.5	Elect Director Igarashi, Shu	Mgmt	For	For
2.6	Elect Director Hayama, Takashi	Mgmt	For	For
2.7	Elect Director Nagano, Shinji	Mgmt	For	For
2.8	Elect Director Kuroda, Satoshi	Mgmt	For	For
2.9	Elect Director Nomakuchi, Tamotsu	Mgmt	For	For
2.10	Elect Director Nakayama, Hiroko	Mgmt	For	For
2.11	Elect Director Tateyama, Akinori	Mgmt	For	For
2.12	Elect Director Ohara, Toru	Mgmt	For	For
2.13	Elect Director Itonaga, Takehide	Mgmt	For	For
3.1	Appoint Statutory Auditor Ito, Masataka	Mgmt	For	For
3.2	Appoint Statutory Auditor Yamamoto, Toshiro	Mgmt	For	For
3.3	Appoint Statutory Auditor Onimaru, Kaoru	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

## **Odakyu Electric Railway Co., Ltd.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.4	Appoint Statutory Auditor Hayashi, Takeshi	Mgmt	For	For

# **ORIX Corp.**

Meeting Date: 06/26/2020

**Country:** Japan **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Inoue, Makoto	Mgmt	For	For
1.2	Elect Director Irie, Shuji	Mgmt	For	For
1.3	Elect Director Taniguchi, Shoji	Mgmt	For	For
1.4	Elect Director Matsuzaki, Satoru	Mgmt	For	For
1.5	Elect Director Stan Koyanagi	Mgmt	For	For
1.6	Elect Director Suzuki, Yoshiteru	Mgmt	For	For
1.7	Elect Director Yasuda, Ryuji	Mgmt	For	For
1.8	Elect Director Takenaka, Heizo	Mgmt	For	For
1.9	Elect Director Michael Cusumano	Mgmt	For	For
1.10	Elect Director Akiyama, Sakie	Mgmt	For	For
1.11	Elect Director Watanabe, Hiroshi	Mgmt	For	For
1.12	Elect Director Sekine, Aiko	Mgmt	For	For

# **Sumitomo Heavy Industries, Ltd.**

Meeting Date: 06/26/2020

**Country:** Japan **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 35	Mgmt	For	For
2.1	Elect Director Betsukawa, Shunsuke	Mgmt	For	For
2.2	Elect Director Shimomura, Shinji	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# **Sumitomo Heavy Industries, Ltd.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.3	Elect Director Okamura, Tetsuya	Mgmt	For	For
2.4	Elect Director Tanaka, Toshiharu	Mgmt	For	For
2.5	Elect Director Suzuki, Hideo	Mgmt	For	For
2.6	Elect Director Hiraoka, Kazuo	Mgmt	For	For
2.7	Elect Director Kojima, Eiji	Mgmt	For	For
2.8	Elect Director Takahashi, Susumu	Mgmt	For	For
2.9	Elect Director Kojima, Hideo	Mgmt	For	For
2.10	Elect Director Hamaji, Akio	Mgmt	For	For
3.1	Appoint Statutory Auditor Takaishi, Yuji	Mgmt	For	For
3.2	Appoint Statutory Auditor Wakae, Takeo	Mgmt	For	For
4	Appoint Alternate Statutory Auditor Kato, Tomoyuki	Mgmt	For	For

# **Sumitomo Mitsui Financial Group, Inc.**

Meeting Date: 06/26/2020

**Country:** Japan **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 100	Mgmt	For	For
2.1	Elect Director Kunibe, Takeshi	Mgmt	For	For
2.2	Elect Director Ota, Jun	Mgmt	For	For
2.3	Elect Director Takashima, Makoto	Mgmt	For	For
2.4	Elect Director Nagata, Haruyuki	Mgmt	For	For
2.5	Elect Director Nakashima, Toru	Mgmt	For	For
2.6	Elect Director Inoue, Atsuhiko	Mgmt	For	For
2.7	Elect Director Mikami, Toru	Mgmt	For	For
2.8	Elect Director Shimizu, Yoshihiko	Mgmt	For	For
2.9	Elect Director Matsumoto, Masayuki	Mgmt	For	For
2.10	Elect Director Arthur M. Mitchell	Mgmt	For	For
2.11	Elect Director Yamazaki, Shozo	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# **Sumitomo Mitsui Financial Group, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.12	Elect Director Kono, Masaharu	Mgmt	For	For
2.13	Elect Director Tsutsui, Yoshinobu	Mgmt	For	For
2.14	Elect Director Shimbo, Katsuyoshi	Mgmt	For	For
2.15	Elect Director Sakurai, Eriko	Mgmt	For	For

## **Sumitomo Mitsui Trust Holdings, Inc.**

Meeting Date: 06/26/2020

**Country:** Japan **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 75	Mgmt	For	For
2.1	Elect Director Okubo, Tetsuo	Mgmt	For	For
2.2	Elect Director Araumi, Jiro	Mgmt	For	For
2.3	Elect Director Nishida, Yutaka	Mgmt	For	For
2.4	Elect Director Hashimoto, Masaru	Mgmt	For	For
2.5	Elect Director Kitamura, Kunitaro	Mgmt	For	For
2.6	Elect Director Tsunekage, Hitoshi	Mgmt	For	For
2.7	Elect Director Shudo, Kuniyuki	Mgmt	For	For
2.8	Elect Director Tanaka, Koji	Mgmt	For	For
2.9	Elect Director Suzuki, Takeshi	Mgmt	For	For
2.10	Elect Director Araki, Mikio	Mgmt	For	For
2.11	Elect Director Matsushita, Isao	Mgmt	For	For
2.12	Elect Director Saito, Shinichi	Mgmt	For	For
2.13	Elect Director Yoshida, Takashi	Mgmt	For	For
2.14	Elect Director Kawamoto, Hiroko	Mgmt	For	For
2.15	Elect Director Aso, Mitsuhiro	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

## **Sumitomo Realty & Development Co., Ltd.**

Meeting Date: 06/26/2020

Country: Japan
Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 19	Mgmt	For	For
2	Amend Articles to Amend Business Lines	Mgmt	For	For
3	Appoint Statutory Auditor Terada, Chiyono	Mgmt	For	For
	Blended Rationale: .			
4	Appoint Alternate Statutory Auditor Uno, Kozo	Mgmt	For	For

# **Taisho Pharmaceutical Holdings Co., Ltd.**

**Meeting Date:** 06/26/2020

Country: Japan
Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 60	Mgmt	For	For
2	Appoint Statutory Auditor Matsuo, Makoto	Mgmt	For	For

#### **Tesco Plc**

Meeting Date: 06/26/2020

**Country:** United Kingdom **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction	
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	
2	Approve Remuneration Report	Mgmt	For	For	
	Blended Rationale: [LN-M0550-001] Poorly structured remuneration arrangements.[LN-M0550-002] Poor use of remuneration committee discretion.				
3	Approve Final Dividend	Mgmt	For	For	

Date range covered: 04/01/2020 to 06/30/2020

### **Tesco Plc**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
4	Re-elect John Allan as Director	Mgmt	For	For
	Blended Rationale: [LN-M0201-001] As remuneration coarrangements.	nmmittee member, respon	sible for poorly structured remuneration	
5	Re-elect Mark Armour as Director	Mgmt	For	For
6	Re-elect Melissa Bethell as Director	Mgmt	For	For
7	Re-elect Stewart Gilliland as Director	Mgmt	For	For
8	Re-elect Steve Golsby as Director	Mgmt	For	For
	Blended Rationale: [LN-M0201-001] As remuneration coarrangements.	ommittee member, respon	sible for poorly structured remuneration	
9	Re-elect Byron Grote as Director	Mgmt	For	For
	Blended Rationale: [LN-M0201-001] As remuneration coarrangements.	ommittee member, respon	sible for poorly structured remuneration	
10	Re-elect Dave Lewis as Director	Mgmt	For	For
11	Re-elect Mikael Olsson as Director	Mgmt	For	For
	Blended Rationale: [LN-M0201-001] As remuneration coarrangements.	nmittee member, respon	sible for poorly structured remuneration	
12	Re-elect Deanna Oppenheimer as Director	Mgmt	For	For
	Blended Rationale: [LN-M0201-001] As remuneration coarrangements.	ommittee member, respon	sible for poorly structured remuneration	
13	Re-elect Simon Patterson as Director	Mgmt	For	For
14	Re-elect Alison Platt as Director	Mgmt	For	For
	Blended Rationale: [LN-M0201-001] As remuneration coarrangements.	ommittee member, respon	sible for poorly structured remuneration	
15	Re-elect Lindsey Pownall as Director	Mgmt	For	For
16	Re-elect Alan Stewart as Director	Mgmt	For	For
17	Elect Ken Murphy as Director	Mgmt	For	For
18	Reappoint Deloitte LLP as Auditors	Mgmt	For	For
19	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For
20	Approve Share Incentive Plan	Mgmt	For	For
21	Authorise Issue of Equity	Mgmt	For	For
22	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
23	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For
24	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

#### **Tesco Plc**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
25	Authorise EU Political Donations and Expenditure	Mgmt	For	For
26	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For

# Tokyo Gas Co., Ltd.

Meeting Date: 06/26/2020

**Country:** Japan **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 30	Mgmt	For	For
2.1	Elect Director Hirose, Michiaki	Mgmt	For	For
2.2	Elect Director Uchida, Takashi	Mgmt	For	For
2.3	Elect Director Takamatsu, Masaru	Mgmt	For	For
2.4	Elect Director Nohata, Kunio	Mgmt	For	For
2.5	Elect Director Sasayama, Shinichi	Mgmt	For	For
2.6	Elect Director Saito, Hitoshi	Mgmt	For	For
2.7	Elect Director Takami, Kazunori	Mgmt	For	For
2.8	Elect Director Edahiro, Junko	Mgmt	For	For
2.9	Elect Director Indo, Mami	Mgmt	For	For
3	Appoint Statutory Auditor Ono, Hiromichi	Mgmt	For	For

# **Tokyu Corp.**

**Meeting Date:** 06/26/2020

**Country:** Japan **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 11	Mgmt	For	For
2	Amend Articles to Amend Business Lines	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# **Tokyu Corp.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.1	Elect Director Nomoto, Hirofumi	Mgmt	For	For
3.2	Elect Director Takahashi, Kazuo	Mgmt	For	For
3.3	Elect Director Tomoe, Masao	Mgmt	For	For
3.4	Elect Director Hoshino, Toshiyuki	Mgmt	For	For
3.5	Elect Director Fujiwara, Hirohisa	Mgmt	For	For
3.6	Elect Director Takahashi, Toshiyuki	Mgmt	For	For
3.7	Elect Director Hamana, Setsu	Mgmt	For	For
3.8	Elect Director Kanazashi, Kiyoshi	Mgmt	For	For
3.9	Elect Director Konaga, Keiichi	Mgmt	For	For
3.10	Elect Director Kanise, Reiko	Mgmt	For	For
3.11	Elect Director Okamoto, Kunie	Mgmt	For	For
3.12	Elect Director Miyazaki, Midori	Mgmt	For	For
4.1	Appoint Statutory Auditor Shimamoto, Takehiko	Mgmt	For	For
4.2	Appoint Statutory Auditor Akimoto, Naohisa	Mgmt	For	For
4.3	Appoint Statutory Auditor Ishihara, Kunio	Mgmt	For	For
4.4	Appoint Statutory Auditor Tsuyuki, Shigeo	Mgmt	For	Against
	Blended Rationale: [RJ-M0280-001] AGAINST affiliated	outsiders.		
5	Appoint Alternate Statutory Auditor Matsumoto, Taku	Mgmt	For	For

# **Benesse Holdings, Inc.**

Meeting Date: 06/27/2020

Country: Japan
Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Amend Articles to Clarify Director Authority on Board Meetings	Mgmt	For	For
2.1	Elect Director Adachi, Tamotsu	Mgmt	For	For
2.2	Elect Director Kobayashi, Hitoshi	Mgmt	For	For
2.3	Elect Director Takiyama, Shinya	Mgmt	For	For
2.4	Elect Director Yamasaki, Masaki	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# **Benesse Holdings, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction		
2.5	Elect Director Okada, Haruna	Mgmt	For	For		
2.6	Elect Director Ihara, Katsumi	Mgmt	For	For		
2.7	Elect Director Fukutake, Hideaki	Mgmt	For	Against		
	Blended Rationale: [RJ-M0201-011] AGAINST affiliated outsiders as the board lacks independence despite its discretion on dividend.					
2.8	Elect Director Yasuda, Ryuji	Mgmt	For	For		
2.9	Elect Director Iwai, Mutsuo	Mgmt	For	For		
2.10	Elect Director Iwase, Daisuke	Mgmt	For	For		

# **BOC Hong Kong (Holdings) Limited**

Meeting Date: 06/29/2020

**Country:** Hong Kong **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Final Dividend	Mgmt	For	For
3a	Elect Wang Jiang as Director	Mgmt	For	For
3b	Elect Gao Yingxin as Director	Mgmt		
3c	Elect Sun Yu as Director	Mgmt	For	For
3d	Elect Koh Beng Seng as Director	Mgmt	For	For
3e	Elect Tung Savio Wai-Hok as Director	Mgmt	For	For
3f	Elect Cheng Eva as Director	Mgmt	For	For
4	Approve Ernst & Young as Auditor and Authorize Board or Duly Authorized Committee of the Board to Fix Their Remuneration	Mgmt	For	For
5	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	Against
	Blended Rationale: [RU-M0300-003] This authority is excessive discretion on terms of issuance.	not in shareholders' best ed	conomic interests as it would give the board	
6	Authorize Repurchase of Issued Share Capital	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

## **BOC Hong Kong (Holdings) Limited**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
7	Authorize Reissuance of Repurchased Shares	Mgmt	For	Against

Blended Rationale: [RU-M0300-003] This authority is not in shareholders' best economic interests as it would give the board excessive discretion on terms of issuance.

# **BOC Hong Kong (Holdings) Limited**

Meeting Date: 06/29/2020

**Country:** Hong Kong **Meeting Type:** Special

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Continuing Connected Transactions	Mgmt	For	For

#### **CEZ** as

Meeting Date: 06/29/2020

**Country:** Czech Republic **Meeting Type:** Annual

D				Make.
Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Management Proposals	Mgmt		
1	Receive Board of Directors Report on Company's Operations and State of Its Assets	Mgmt		
2	Receive Supervisory Board Report	Mgmt		
3	Receive Audit Committee Report	Mgmt		
4.1	Approve Financial Statements	Mgmt	For	For
4.2	Approve Consolidated Financial Statements	Mgmt	For	For
5	Approve Allocation of Income and Dividends of CZK 34 per Share	Mgmt	For	For
6	Ratify Ernst & Young Audit s.r.o. as Auditor	Mgmt	For	For
7.1	Approve Volume of Charitable Donations	Mgmt	For	For
7.2	Approve Increase in Volume of Charitable Donations	Mgmt	For	For
7.3	Approve Charitable Donations	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

#### **CEZ** as

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
8.1	Amend Articles of Association	Mgmt	For	For
8.2	Approve New Version of Articles of Association	Mgmt	For	For
9	Approve Transfer of Part of Melnik Power Plant to Energotrans, a.s	Mgmt	For	For
10	Approve Remuneration Policy	Mgmt	For	Against
	Blended Rationale: [SF-M0550-002] We find the repo understanding of the company's approach to paying .	-	ail to provide shareholders with a clear	
11	Receive Information on Preparation of Dukovany Nuclear Plant	Mgmt		
12	Recall and Elect Supervisory Board Members	Mgmt	For	Against
	Blended Rationale: [SF-M0201-029] Vote against dire [LN-M0100-001] Poor disclosure.	ector for insufficient progre	ess with respect to climate-related reporting.	
13	Recall and Elect Members of Audit Committee	Mgmt	For	Against
	Blended Rationale: [LN-M0100-001] Poor disclosure			
	Shareholder Proposal	Mgmt		
14	Amend Business Strategy	SH	None	Against
	Blended Rationale: [RU-S0000-001] Proposal is not in	n shareholders' best intere	ests	

# **Dell Technologies Inc.**

Meeting Date: 06/29/2020

Country: USA
Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Michael S. Dell	Mgmt	For	For
1.2	Elect Director David W. Dorman	Mgmt	For	For
1.3	Elect Director Egon Durban	Mgmt	For	For
1.4	Elect Director William D. Green	Mgmt	For	For
1.5	Elect Director Simon Patterson	Mgmt	For	For
1.6	Elect Director Lynn M. Vojvodich	Mgmt	For	For
1.7	Elect Director Ellen J. Kullman	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

## **Dell Technologies Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For

## eBay Inc.

Meeting Date: 06/29/2020

Country: USA

Meeting Type: Annual

Proposal				Vote
Number	Proposal Text	Proponent	Mgmt Rec	Instruction
1a	Elect Director Anthony J. Bates	Mgmt	For	For
1b	Elect Director Adriane M. Brown	Mgmt	For	For
1c	Elect Director Jesse A. Cohn	Mgmt	For	For
1d	Elect Director Diana Farrell	Mgmt	For	For
1e	Elect Director Logan D. Green	Mgmt	For	For
1f	Elect Director Bonnie S. Hammer	Mgmt	For	For
1g	Elect Director Jamie Iannone	Mgmt	For	For
1h	Elect Director Kathleen C. Mitic	Mgmt	For	For
1i	Elect Director Matthew J. Murphy	Mgmt	For	For
1j	Elect Director Pierre M. Omidyar	Mgmt	For	For
1k	Elect Director Paul S. Pressler	Mgmt	For	For
11	Elect Director Robert H. Swan	Mgmt	For	For
1m	Elect Director Perry M. Traquina	Mgmt	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For
4	Provide Right to Act by Written Consent	SH	Against	Against

Blended Rationale: [SF-S0238-002] Shareholders should have the right to act without waiting for the company to call a shareholder meeting. At this company, shareholders already have the right to act by calling a special meeting.

#### **Isuzu Motors Ltd.**

Meeting Date: 06/29/2020

**Country:** Japan **Meeting Type:** Annual

Date range covered: 04/01/2020 to 06/30/2020

#### **Isuzu Motors Ltd.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 19	Mgmt	For	For
2.1	Elect Director Minami, Shinsuke	Mgmt	For	For
2.2	Elect Director Sugimoto, Shigeji	Mgmt	For	For
2.3	Elect Director Shibata, Mitsuyoshi	Mgmt	For	For
2.4	Elect Director Nakayama, Kozue	Mgmt	For	For
3	Appoint Statutory Auditor Miyazaki, Kenji	Mgmt	For	For

# **John Wood Group Plc**

Meeting Date: 06/29/2020

**Country:** United Kingdom **Meeting Type:** Annual

Proposal	Vote		Vote	
Number	Proposal Text	Proponent	Mgmt Rec	Instruction
	This Meeting is Originally Scheduled on 19 June 2020	Mgmt		
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Remuneration Report	Mgmt	For	For
3	Approve Remuneration Policy	Mgmt	For	For
4	Re-elect Roy Franklin as Director	Mgmt	For	For
5	Re-elect Thomas Botts as Director	Mgmt	For	For
6	Re-elect Jacqui Ferguson as Director	Mgmt	For	For
7	Re-elect Mary Shafer-Malicki as Director	Mgmt	For	For
8	Re-elect Robin Watson as Director	Mgmt	For	For
9	Re-elect David Kemp as Director	Mgmt	For	For
10	Elect Adrian Marsh as Director	Mgmt	For	For
11	Elect Birgitte Brinch Madsen as Director	Mgmt	For	For
12	Elect Nigel Mills as Director	Mgmt	For	For
13	Reappoint KPMG LLP as Auditors	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# **John Wood Group Plc**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
14	Authorise Board to Fix Remuneration of Auditors	Mgmt	For	For
15	Authorise Issue of Equity	Mgmt	For	For
16	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For
17	Authorise Issue of Equity without Pre-emptive Rights in Connection with an Acquisition or Other Capital Investment	Mgmt	For	For
18	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For
19	Adopt New Articles of Association	Mgmt	For	For
20	Authorise the Company to Call General Meeting with Two Weeks' Notice	Mgmt	For	For

# **Mitsubishi UFJ Financial Group, Inc.**

Meeting Date: 06/29/2020

**Country:** Japan **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Approve Allocation of Income, with a Final Dividend of JPY 12.5	Mgmt	For	For
2.1	Elect Director Fujii, Mariko	Mgmt	For	For
2.2	Elect Director Honda, Keiko	Mgmt	For	For
2.3	Elect Director Kato, Kaoru	Mgmt	For	For
2.4	Elect Director Matsuyama, Haruka	Mgmt	For	For
2.5	Elect Director Toby S. Myerson	Mgmt	For	For
2.6	Elect Director Nomoto, Hirofumi	Mgmt	For	For
2.7	Elect Director Shingai, Yasushi	Mgmt	For	For
2.8	Elect Director Tarisa Watanagase	Mgmt	For	For
2.9	Elect Director Yamate, Akira	Mgmt	For	For
2.10	Elect Director Okamoto, Junichi	Mgmt	For	For
2.11	Elect Director Ogura, Ritsuo	Mgmt	For	For
2.12	Elect Director Hirano, Nobuyuki	Mgmt	For	For
2.13	Elect Director Mike, Kanetsugu	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# Mitsubishi UFJ Financial Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
2.14	Elect Director Araki, Saburo	Mgmt	For	For
2.15	Elect Director Nagashima, Iwao	Mgmt	For	For
2.16	Elect Director Kamezawa, Hironori	Mgmt	For	For

### **AXA SA**

Meeting Date: 06/30/2020

Country: France

Meeting Type: Annual/Special

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Business	Mgmt		
1	Approve Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For
3	Approve Allocation of Income and Dividends of EUR 0.73 per Share	Mgmt	For	For
4	Approve Compensation of Corporate Officers	Mgmt	For	For
5	Approve Compensation of Denis Duverne, Chairman of the Board	Mgmt	For	For
6	Approve Compensation of Thomas Buberl, CEO	Mgmt	For	Abstain
	Blended Rationale: [SD-M0550-001] Disclosure does of policies and the link between performance-based pay			
7	Approve Remuneration Policy of CEO	Mgmt	For	Abstain
	Blended Rationale: [SD-M0550-001] Disclosure does of policies and the link between performance-based pay	•	. ,	
8	Approve Remuneration Policy of Chairman of the Board	Mgmt	For	For
9	Approve Remuneration Policy of Directors	Mgmt	For	For
10	Approve Auditors' Special Report on Related-Party Transactions Mentioning the Absence of New Transactions	Mgmt	For	For
11	Reelect Angelien Kemna as Director	Mgmt	For	For
12	Reelect Irene Dorner as Director	Mgmt	For	For
13	Elect Isabel Hudson as Director	Mgmt	For	For
14	Elect Antoine Gosset-Grainville as Director	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

### **AXA SA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
15	Elect Marie-France Tschudin as Director	Mgmt	For	For
	Shareholder Proposals Submitted by Employees of Axa Group	Mgmt		
16	Elect Helen Browne as Director	SH	For	For
	Blended Rationale: [HK-S0276-101] Consistent with go	eneral shareholder interest	:	
Α	Elect Jerome Amouyal as Director	SH	Against	Against
	Blended Rationale: [RU-S0000-001] Proposal is not in	shareholders' best interes	ts	
В	Elect Constance Reschke as Director	SH	Against	Against
	Blended Rationale: [RU-S0000-001] Proposal is not in	shareholders' best interest	ts	
С	Elect Bamba Sall as Director	SH	Against	Against
	Blended Rationale: [RU-S0000-001] Proposal is not in	shareholders' best interest	ts	
D	Elect Bruno Guy-Wasier as Director	SH	Against	Against
	Blended Rationale: [RU-S0000-001] Proposal is not in	shareholders' best interest	ts	
Е	Elect Timothy Leary as Director	SH	Against	Against
	Blended Rationale: [RU-S0000-001] Proposal is not in	shareholders' best interes	ts	
F	Elect Ashitkumar Shah as Director	SH	Against	Against
	Blended Rationale: [RU-S0000-001] Proposal is not in	shareholders' best interes	ts	
	Ordinary Business	Mgmt		
17	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
	Extraordinary Business	Mgmt		
18	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	For
19	Authorize Capital Issuances for Use in Employee Stock Purchase Plans Reserved for Employees of the Group's Subsidiaries	Mgmt	For	For
20	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For
21	Amend Article 10 of Bylaws Re: Employee Representatives	Mgmt	For	For
22	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For

## **Christian Dior SE**

Meeting Date: 06/30/2020 Country: France

Meeting Type: Annual/Special

Date range covered: 04/01/2020 to 06/30/2020

### **Christian Dior SE**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Business	Mgmt		
1	Approve Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For
3	Approve Allocation of Income and Dividends of EUR 34 per Share	Mgmt	For	For
4	Approve Auditors' Special Report on Related-Party Transactions	Mgmt	For	Against
	Blended Rationale: [SF-M0000-001] Vote against due	to lack of disclosure.		
5	Reelect Bernard Arnault as Director	Mgmt	For	Against
	Blended Rationale: [LN-M0201-002] Nominee serves a board.	s Chairman of the board a	and bears responsibility for a poorly structured	
6	Reelect Sidney Toledano as Director	Mgmt	For	For
7	Reelect Maria Luisa Loro Piana as Director	Mgmt	For	For
8	Approve Compensation Report of Corporate Officers	Mgmt	For	For
9	Approve Compensation of Bernard Arnault, Chairman of the Board	Mgmt	For	For
10	Approve Compensation of Sidney Toledano, CEO	Mgmt	For	Against
	Blended Rationale: [LN-M0550-001] Remuneration are provide sufficient understanding of the company's remompany performance.			
11	Approve Remuneration Policy of Corporate Officers	Mgmt	For	For
12	Approve Remuneration Policy of Chairman of the Board	Mgmt	For	For
	Blended Rationale: [SF-M0550-002] We find the reporunderstanding of the company's approach to paying it arrangements.	-	•	
13	Approve Remuneration Policy of CEO	Mgmt	For	Against
	Blended Rationale: [LN-M0550-001] Remuneration arr provide sufficient understanding of the company's rem company performance.			
14	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
	Extraordinary Business	Mgmt		
15	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

### **Christian Dior SE**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
16	Authorize Capitalization of Reserves of Up to EUR 120 Million for Bonus Issue or Increase in Par Value	Mgmt	For	For
17	Authorize Issuance of Equity or Equity-Linked Securities with Preemptive Rights up to Aggregate Nominal Amount of EUR 120 Million	Mgmt	For	For
18	Authorize Issuance of Equity or Equity-Linked Securities without Preemptive Rights up to Aggregate Nominal Amount of EUR 120 Million	Mgmt	For	Against
	Blended Rationale: [RU-M3500-001] Proposal would re	esult in excessive dilution.		
19	Approve Issuance of Equity or Equity-Linked Securities for Qualified Investors, up to Aggregate Nominal Amount of EUR 120 Million	Mgmt	For	Against
	Blended Rationale: [RU-M3500-001] Proposal would re	esult in excessive dilution.		
20	Authorize Board to Set Issue Price for 10 Percent Per Year of Issued Capital Pursuant to Issue Authority without Preemptive Rights	Mgmt	For	Against
	Blended Rationale: [SF-M0300-005] The authorization	allows capital issuance a	t an excessive discount.	
21	Authorize Board to Increase Capital in the Event of Additional Demand Related to Delegation Submitted to Shareholder Vote Above	Mgmt	For	Against
	Blended Rationale: [RU-M3500-001] Proposal would n	esult in excessive dilution.		
22	Authorize Capital Increase of Up to EUR 120 Million for Future Exchange Offers	Mgmt	For	Against
	Blended Rationale: [RU-M3500-001] Proposal would n	esult in excessive dilution.		
23	Authorize Capital Increase of up to 10 Percent of Issued Capital for Contributions in Kind	Mgmt	For	For
24	Authorize up to 1 Percent of Issued Capital for Use in Stock Option Plans	Mgmt	For	Against
	Blended Rationale: [SD-M0550-001] Disclosure does r policies and the link between performance-based pay	·		
25	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	For
26	Set Total Limit for Capital Increase to Result from All Issuance Requests at EUR 120 Million	Mgmt	For	For
27	Authorize up to 1 Percent of Issued Capital for Use in Restricted Stock Plans With Performance Conditions Attached	Mgmt	For	Against

Blended Rationale: [SD-M0550-001] Disclosure does not provide sufficient understanding of the company's remuneration policies and the link between performance-based pay and company performance.

Date range covered: 04/01/2020 to 06/30/2020

### **Christian Dior SE**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
28	Amend Article 12 of Bylaws Re: Board Members Deliberation via Written Consultation	Mgmt	For	For
29	Amend Article 13 of Bylaws Re: Board Powers	Mgmt	For	For
30	Amend Articles 8, 14, 14 bis, 17, 19 and 26 of Bylaws to Comply with Legal Changes	Mgmt	For	For

# **CyberArk Software Ltd.**

Meeting Date: 06/30/2020

**Country:** Israel **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Reelect Ron Gutler as Director	Mgmt	For	For
1.2	Reelect Kim Perdikou as Director	Mgmt	For	For
1.3	Reelect François Auque as Director	Mgmt	For	For
2	Approve Employee Stock Purchase Plan	Mgmt	For	For
3	Approve Equity Grant to Ehud (Udi) Mokady, CEO	Mgmt	For	For
4	Reappoint Kost Forer Gabbay & Kasierer as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For
5	Discuss Financial Statements and the Report of the Board	Mgmt		

# **Equity Group Holdings Plc**

Meeting Date: 06/30/2020

Country: Kenya
Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Business	Mgmt		
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Remuneration of Directors	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# **Equity Group Holdings Plc**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
3.a	Ratify Appointment of Evelyn Rutagwenda as Director	Mgmt	For	Against
	Blended Rationale: [LN-M0201-005] Non-independent	director on inadequately	independent board.	
3.b	Ratify Appointment of Christopher Newson as Director	Mgmt	For	For
	Blended Rationale: .			
4.a	Reelect Evelyn Rutagwenda as Member of Audit Committee	Mgmt	For	Against
	Blended Rationale: [HK-M0201-008] Audit Committee	without majority independ	dence	
4.b	Reelect Vijay Gidoomal as Member of Audit Committee	Mgmt	For	Against
	Blended Rationale: [HK-M0201-008] Audit Committee	without majority independ	dence	
4.c	Reelect Helen Gichohi as Member of Audit Committee	Mgmt	For	Against
	Blended Rationale: [HK-M0201-008] Audit Committee	without majority independ	dence	
4.d	Reelect Edward Odundo as Member of Audit Committee	Mgmt	For	Against
	Blended Rationale: [HK-M0201-008] Audit Committee	without majority independ	dence	
5	Ratify PricewaterhouseCoopers (PWC) as Auditors and Fix Their Remuneration	Mgmt	For	For
	Special Business	Mgmt		
1	Amend Article 54 of Bylaws Re: Electronic Particiaption in Shareholder Meetings	Mgmt	For	For
	Ordinary Business	Mgmt		
1	Approve Acquisition of 625,354 Shares in Banque Commerciale du Congo (BCDC)	Mgmt	For	Against
	Blended Rationale: [HK-M0460-001] Such transactions this proposal is not in the best interest of shareholders.		o unnecessary risks.[SF-M0400-003] We believe	
2	Approve Formation of Holding Company	Mgmt	For	Against
	Blended Rationale: [HK-M0460-001] Such transactions	s could expose company to	o unnecessary risks.	

### L'Oreal SA

Meeting Date: 06/30/2020 Country: France

Meeting Type: Annual/Special

Date range covered: 04/01/2020 to 06/30/2020

### L'Oreal SA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Business	Mgmt		
1	Approve Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For
3	Approve Allocation of Income and Dividends of EUR 3.85 per Share and an Extra of EUR 0.38 per Share to Long Term Registered Shares	Mgmt	For	For
4	Elect Nicolas Meyers as Director	Mgmt	For	For
5	Elect Ilham Kadri as Director	Mgmt	For	Against
	Blended Rationale: [SF-M0201-019] Nominee serves on raises substantial concerns about the director's ability to			
6	Reelect Beatrice Guillaume-Grabisch as Director	Mgmt	For	For
7	Reelect Jean-Victor Meyers as Director	Mgmt	For	For
8	Approve Compensation Report of Corporate Officers	Mgmt	For	For
9	Approve Compensation of Jean-Paul Agon, Chairman and CEO	Mgmt	For	For
10	Approve Remuneration Policy of Corporate Officers	Mgmt	For	For
11	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
	Extraordinary Business	Mgmt		
12	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For
13	Authorize up to 0.6 Percent of Issued Capital for Use in Restricted Stock Plans	Mgmt	For	For
14	Authorize Capital Issuances for Use in Employee Stock Purchase Plans	Mgmt	For	For
15	Authorize Capital Issuances for Use in Employee Stock Purchase Plans Reserved for Employees of International Subsidiaries	Mgmt	For	For
16	Amend Article 8 of Bylaws Re: Employee Reprensentatives	Mgmt	For	For
17	Authorize Filing of Required Documents/Other Formalities	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# LT Group, Inc.

**Meeting Date:** 06/30/2020

**Country:** Philippines **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1	Call to Order	Mgmt	For	For
2	Secretary's Proof of Notice of Meeting/Certification of Quorum	Mgmt	For	For
3	Approve the Minutes of the 2019 Annual Stockholders' Meeting Held on May 7, 2019	Mgmt	For	For
4	Approve Management Report	Mgmt	For	For
5	Ratify All Acts, Transactions, and Resolutions by the Board of Directors and Management in 2019	Mgmt	For	For
	Elect 11 Directors by Cumulative Voting	Mgmt		
6.1	Elect Lucio C. Tan as Director	Mgmt	For	Against
	Blended Rationale: [LN-M0201-002] Nominee serves board.	as Chairman of the boo	ard and bears responsibility for a	poorly structured
6.2	Elect Carmen K. Tan as Director	Mgmt	For	For
6.3	Elect Harry C. Tan as Director	Mgmt	For	For
6.4	Elect Michael G. Tan as Director	Mgmt	For	For
6.5	Elect Lucio C. Tan, III as Director	Mgmt	For	For
6.6	Elect Vivienne K. Tan as Director	Mgmt	For	For
6.7	Elect Juanita T. Tan Lee as Director	Mgmt	For	For
	Blended Rationale: [HK-M0201-009] Nominee is an o	executive director on Au	dit committee	
6.8	Elect Johnip G. Cua as Director	Mgmt	For	For
6.9	Elect Mary G. Ng as Director	Mgmt	For	For
6.10	Elect Wilfrido E. Sanchez as Director	Mgmt	For	For
6.11	Elect Florencia G. Tarriela as Director	Mgmt	For	For
7	Appoint External Auditor	Mgmt	For	For
8	Adjournment	Mgmt	For	For

## **LVMH Moet Hennessy Louis Vuitton SE**

Meeting Date: 06/30/2020 Country: France

Meeting Type: Annual/Special

Date range covered: 04/01/2020 to 06/30/2020

# **LVMH Moet Hennessy Louis Vuitton SE**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Ordinary Business	Mgmt		
1	Approve Financial Statements and Statutory Reports	Mgmt	For	For
2	Approve Consolidated Financial Statements and Statutory Reports	Mgmt	For	For
3	Approve Allocation of Income and Dividends of EUR 4.80 per Share	Mgmt	For	For
4	Approve Auditors' Special Report on Related-Party Transactions	Mgmt	For	Against
	Blended Rationale: [SF-M0000-001] Vote against due to	lack of disclosure.		
5	Reelect Delphine Arnault as Director	Mgmt	For	For
6	Reelect Antonio Belloni as Director	Mgmt	For	For
7	Reelect Diego Della Valle as Director	Mgmt	For	Against
	Blended Rationale: [SF-M0201-019] Nominee serves on raises substantial concerns about the director's ability to		• • •	
8	Reelect Marie-Josee Kravis as Director	Mgmt	For	Against
	Blended Rationale: [SF-M0201-020] Vote against compe performance and/or peers.	ensation committee memb	er because pay is not properly aligned with	
9	Reelect Marie-Laure Sauty de Chalon as Director	Mgmt	For	For
10	Elect Natacha Valla as Director	Mgmt	For	For
11	Appoint Lord Powell of Bayswater as Censor	Mgmt	For	Against
	Blended Rationale: [LN-M0157-001] The company has n	not provided a rationale fo	r the election of a censor.	
12	Approve Compensation Report of Corporate Officers	Mgmt	For	For
	Blended Rationale: [SF-M0550-002] We find the report I understanding of the company's approach to paying its	-	to provide shareholders with a clear	
13	Approve Compensation of Bernard Arnault, Chairman and CEO	Mgmt	For	Against
	Blended Rationale: [SD-M0550-001] Disclosure does not policies and the link between performance-based pay ar	·	tanding of the company's remuneration	
14	Approve Compensation of Antonio Belloni, Vice-CEO	Mgmt	For	Against
	Blended Rationale: [SD-M0550-001] Disclosure does not policies and the link between performance-based pay ar		tanding of the company's remuneration	
15	Approve Remuneration Policy of Corporate Officers	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# **LVMH Moet Hennessy Louis Vuitton SE**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
16	Approve Remuneration Policy of Chairman and CEO	Mgmt	For	Against
	Blended Rationale: [SD-M0550-001] Disclosure does policies and the link between performance-based pay are poorly structured.	•		
17	Approve Remuneration Policy of Vice-CEO	Mgmt	For	Against
	Blended Rationale: [SD-M0550-001] Disclosure does policies and the link between performance-based pay are poorly structured.	,	, ,	
18	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For
	Extraordinary Business	Mgmt		
19	Authorize Decrease in Share Capital via Cancellation of Repurchased Shares	Mgmt	For	For
20	Authorize up to 1 Percent of Issued Capital for Use in Restricted Stock Plans	Mgmt	For	Against
	Blended Rationale: [SD-M0550-001] Disclosure does policies and the link between performance-based pay	•	• • •	
21	Amend Article 11 of Bylaws Re: Employee Representative	Mgmt	For	For
22	Amend Article 13 of Bylaws Re: Board Members Deliberation via Written Consultation	Mgmt	For	For
23	Amend Article 14 of Bylaws Re: Board Powers	Mgmt	For	For
24	Amend Article 20, 21, 23 and 25 of Bylaws to Comply with Legal Changes	Mgmt	For	For

## **National Bank of Greece SA**

Meeting Date: 06/30/2020

Country: Greece
Meeting Type: Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
	Annual Meeting Agenda	Mgmt		
1	Amend Company Articles	Mgmt	For	Against
	Blended Rationale: [SF-M0000-001] Vote against due to	lack of disclosure.		
2	Accept Statutory Reports	Mgmt	For	For
3	Accept Financial Statements	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

### **National Bank of Greece SA**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction	
4	Approve Management of Company and Grant Discharge to Auditors	Mgmt	For	For	
5	Approve Auditors and Fix Their Remuneration	Mgmt	For	Abstain	
	Blended Rationale: [SF-M0105-001] The information	provided is insufficient t	to make an informed voting decision.		
6	Authorize Share Capital Increase	Mgmt	For	Against	
	Blended Rationale: [SF-M0000-001] Vote against due	e to lack of disclosure.			
7	Authorize Special Reserve	Mgmt	For	Against	
	Blended Rationale: [SF-M0000-001] Vote against due	e to lack of disclosure.			
8	Authorize Share Repurchase Program	Mgmt	For	For	
9	Approve Remuneration Policy	Mgmt	For	Against	
	Blended Rationale: [SD-M0550-001] Disclosure does policies and the link between performance-based pa	•			
10	Approve Director Remuneration	Mgmt	For	Against	
	Blended Rationale: [SD-M0550-001] Disclosure does policies and the link between performance-based pages.	•			
11	Advisory Vote on Remuneration Report	Mgmt	For	Against	
	Blended Rationale: [SD-M0550-001] Disclosure does policies and the link between performance-based pages.	•			
12	Elect Members of Audit Committee (Bundled)	Mgmt	For	Abstain	
	Blended Rationale: [SF-M0105-001] The information	provided is insufficient t	to make an informed voting decision.		

# **Recruit Holdings Co., Ltd.**

Meeting Date: 06/30/2020

**Country:** Japan **Meeting Type:** Annual

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.1	Elect Director Minegishi, Masumi	Mgmt	For	For
1.2	Elect Director Idekoba, Hisayuki	Mgmt	For	For
1.3	Elect Director Senaha, Ayano	Mgmt	For	For
1.4	Elect Director Rony Kahan	Mgmt	For	For

Date range covered: 04/01/2020 to 06/30/2020

# **Recruit Holdings Co., Ltd.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Vote Instruction
1.5	Elect Director Izumiya, Naoki	Mgmt	For	For
1.6	Elect Director Totoki, Hiroki	Mgmt	For	For
2.1	Appoint Statutory Auditor Nagashima, Yukiko	Mgmt	For	For
2.2	Appoint Statutory Auditor Ogawa, Yoichiro	Mgmt	For	For
2.3	Appoint Statutory Auditor Natori, Katsuya	Mgmt	For	For
2.4	Appoint Alternate Statutory Auditor Tanaka,	Mgmt	For	For